EXIMBANK

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số: 76/2026/EIB/CBTT-NĐDPL
No: 76/2026/EIB/CBTT-NĐDPL

Hà Nội, ngày *24 tháng 7 năm 2026*
Hanoi, July 24, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: - **Ủy ban Chứng khoán Nhà nước**
To: ***State Securities Commission***
- **Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh**
Ho Chi Minh City Stock Exchange

1. Tên tổ chức: **Ngân hàng TMCP Xuất Nhập khẩu Việt Nam ("Eximbank")**
Bank's name: ***Vietnam Export Import Commercial Joint Stock Bank ("Eximbank")***

- Mã chứng khoán: **EIB**
Stock code: ***EIB***
- Địa chỉ: Số 27 - 29 Lý Thái Tổ, phường Hoàn Kiếm, thành phố Hà Nội, Việt Nam
Address: No. 27 - 29 Ly Thai To Street, Hoan Kiem Ward, Hanoi City, Vietnam
- Điện thoại liên hệ: (024) 73001155
Phone: (024) 73001155
- E-mail: vphdqt@eximbank.com.vn
E-mail: vphdqt@eximbank.com.vn
- Website: https://www.eximbank.com.vn
Website: https://www.eximbank.com.vn

2. **Nội dung thông tin công bố/** ***Content of disclosure***: **Quy chế quản trị nội bộ/** ***The Internal Governance Regulations.***

Căn cứ Nghị quyết Đại hội đồng cổ đông bất thường của Eximbank ngày 24/7/2026, Đại hội đồng cổ đông đã thông qua các nội dung sau:/ *Pursuant to the Resolution of the Extraordinary General Meeting of Shareholders of Eximbank dated July 24, 2026, the General Meeting of Shareholders approved the following contents:*

Thông qua Dự thảo Điều lệ sửa đổi và các tài liệu sửa đổi liên quan đến quản trị doanh nghiệp tại Eximbank theo Tờ trình của HĐQT về việc thông qua dự thảo Điều lệ sửa đổi và các tài liệu sửa đổi liên quan đến quản trị doanh nghiệp tại Eximbank./ *To approve the draft amended Charter and related amendments to* *corporate governance documents of Eximbank according to the BOD's Proposal on the approval of the draft amended Charter and related amendments to corporate governance documents of Eximbank.*

Giao Chủ tịch HĐQT, Người đại diện theo pháp luật của Eximbank rà soát, điều chỉnh về mặt kỹ thuật, thể thức nhằm hoàn thiện văn bản và thực hiện các thủ tục ban hành Điều lệ và các Quy chế nêu trên sau khi được Đại hội đồng cổ đông thông qua/ *To assign the Chairperson of the BOD, the Legal Representative of Eximbank, to check and make adjustments in technical and procedural terms to finalize the documents and carry out the formalities to promulgate the Charter and the above Regulations upon approval by the Extraordinary General Meeting of Shareholders.*

Ngày 24/7/2026, Chủ tịch HĐQT thay mặt HĐQT ký ban hành toàn văn Quy chế quản trị nội bộ./ *On July 24, 2026, the Chairperson of the BOD - on behalf of the BOD, signed and issued The Internal Governance Regulations.*

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 24/7/2026 tại đường dẫn https://eximbank.com.vn/dai-hoi-dong-co-dong.

This information was published on the Bank's website on July 24, 2026 at the link https://eximbank.com.vn/en/shareholder-meeting.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./.

We hereby commit that the information published above is true and take full legal responsibility for the content of the published information./.

Nơi nhận/Recipients:
- *Như trên/As above;*
- *TGĐ, Người phụ trách QTCT (để b/c)/ CEO, The Person in Charge of Corporate Governance (to report);*
- *Lưu: VT, Vp. HĐQT/ Archive: Office of Document Administration, BOD Office.*

Tài liệu đính kèm/Attached documents:
- *Biên bản họp và Nghị quyết Đại hội đồng cổ đông bất thường ngày 24/7/2026 của Eximbank/ Minutes of Meeting and Resolution of the Extraordinary General Meeting of Shareholders of Eximbank dated July 24, 2026.*
- *Phụ lục tài liệu được thông qua tại Đại hội đồng cổ đông bất thường ngày 24/7/2026 của Eximbank/ Appendix to the Documents Approved at the Extraordinary General Meeting of Shareholders of Eximbank held on July 24, 2026.*

NGƯỜI ĐƯỢC ỦY QUYỀN CBTT

AUTHORIZED PERSON FOR INFORMATION DISCLOSURE

NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN XUẤT NHẬP KHẨU VIỆT NAM
M.S.D.N: 0301179079 - C.T.C.P
EXIMBANK

Nguyễn Văn Thủy

EXIMBANK

INTERNAL GOVERNANCE REGULATIONS

VIETNAM EXPORT IMPORT COMMERCIAL JOINT STOCK BANK

2026

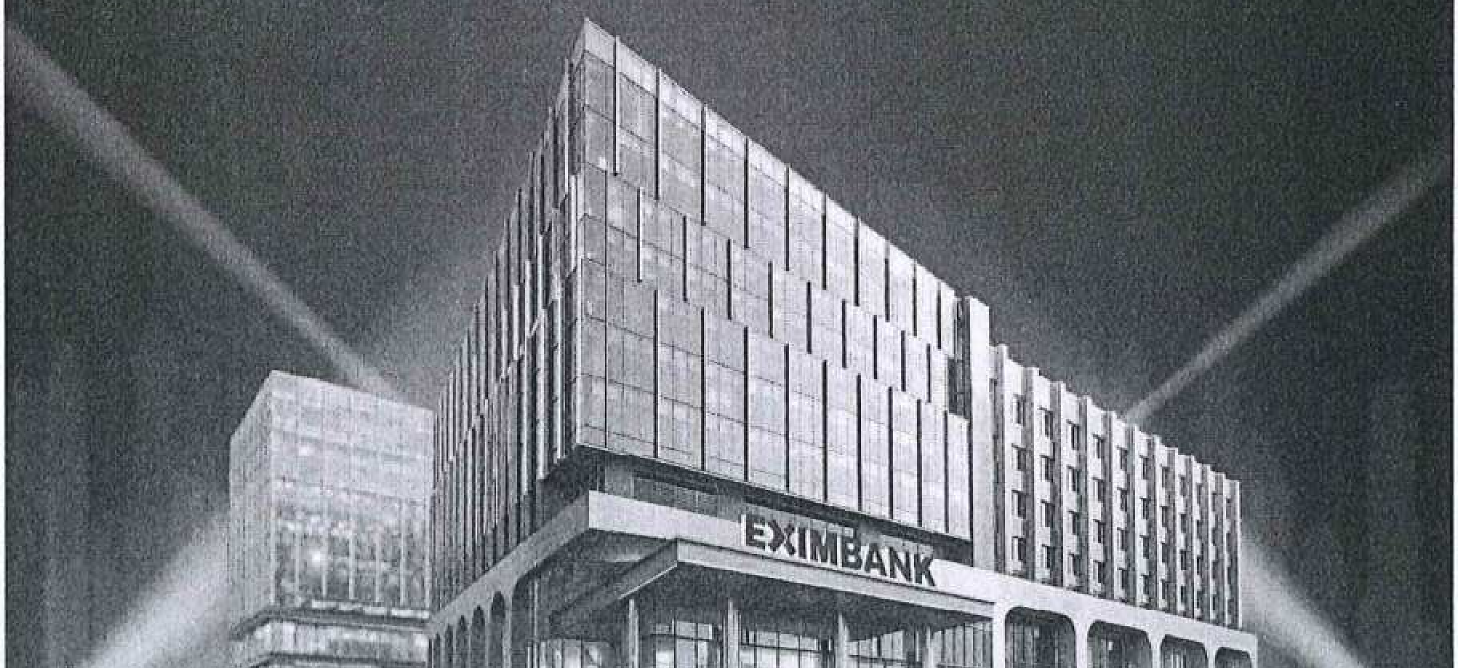

TABLE OF CONTENTS

m

CHAPTER I.
GENERAL PROVISIONS

Article 1. Governing scope, applicable entities and applicable principles

1. Governing scope

   The Internal Governance Regulation ("**Regulation**") provides for matters relating to the internal governance of Vietnam Export Import Commercial Joint Stock Bank ("**Eximbank**" or "**the Bank**"), including contents on the roles, rights and obligations, nomination, election, dismissal, removal and other matters relating to:

   a) The General Meeting of Shareholders;

   b) The Board of Directors;

   c) The Supervisory Board;

   d) The Executive Management, comprising positions responsible for senior managing the Bank's operations, including the Chief Executive Officer, Deputy Chief Executive Officers, Chief Financial Officer, Chief Risk Officer, Chief Human Resources Officer, Chief Information Technology Officer, and other positions as decided by the Board of Directors from time to time ("Executive Management");

   e) Senior managers, other Executive officers;

   f) The person in charge of corporate governance;

   g) Coordination between the Board of Directors, Supervisory Board and the Chief Executive Officer;

   h) Other related matters.

2. Applicable entities

   a) Shareholders and persons related to shareholders;

   b) Board Members, Supervisory Board, Chief Executive Officer, Deputy Chief Executive Officers, other Executive officers, the person in charge of corporate governance and persons related to these individuals;

   c) Other organizations and individuals within Eximbank's organizational structure that are related to the implementation of this Regulation.

3. Applicable principles

   a) Matters not provided for in these regulations shall be governed by the Charter of Eximbank as issued and effective from time to time ("Charter") and by applicable laws.

   b) In the event of amendments to the Charter and/or applicable laws that lead to inconsistencies with these regulations, the amended Charter and/or amended laws shall prevail.

   c) In the event of any conflict between these regulations and the Charter and/or the law on the same matter, the provisions of the law and the Charter shall prevail.

d) Terms, expressions, and concepts used in these regulations that are not defined shall be interpreted, construed, and applied in accordance with the Charter and applicable laws.

e) The headings (Chapters, Sections, Articles) in these regulations are provided solely for convenience of reference and shall not affect the substance of these regulations. The interpretation or application of any provision shall be based on the full text of that provision and related provisions.

f) Any reference in these regulations to any regulation or document shall include all amendments, supplements, or replacement regulations or documents from time to time.

Article 2. Fundamental principles of governance

1. Comply with applicable laws and the Charter; align with advanced governance principles and leading practices to ensure integrity, transparency, safety and sustainable operation of Eximbank;
2. Maintain a robust governance structure and an efficient operating model;
3. Respect and protect the legitimate rights and interests of customers, employees, shareholders and other stakeholders in accordance with public interest and sustainability objectives;
4. Ensure timely, complete, accurate and transparent disclosure of Eximbank's operations, enabling shareholders to access information fairly.

Article 3. Organizational Structure of Eximbank

1. Eximbank's organizational management structure consists of:
   a) The General Meeting of Shareholders;
   b) The Board of Directors (including committees, panels under the Board);
   c) The Supervisory Board; and
   d) The Chief Executive Officer.
2. Committees, panels under the Board:
   a) The Board of Directors must establish committees or subcommittees to advise and support the Board of Directors in performing its duties and powers.
   b) In addition to the committees and subcommittees specified in Point a, Clause 2, Article 3 of these regulations, the Board of Directors may establish other committees, subcommittees, councils, or bodies under the Board of Directors to advise and support the Board of Directors in performing its duties and powers, within the scope permitted by applicable laws and the Charter.
   c) The Board of Directors shall stipulate the structure, functions, duties, powers, operational mechanisms, and other matters of the committees, subcommittees, councils, and other bodies under the Board of Directors in accordance with applicable laws and the operational objectives of Eximbank.
3. Committees/councils and units under the Chief Executive Officer:
   a) The Chief Executive Officer shall establish committees/councils as required by law.

b) In addition to committees/councils required by law, the Chief Executive Officer may establish other committees/councils or advisory/supportting bodies under the Chief Executive Officer to provide advice and assistance in performing his/her mandates and authorities within the scope and in accordance with applicable laws, Eximbank's Charter and Eximbank's operations.

c) The Chief Executive Officer shall define the structure, functions, mandates, authorities, operating mechanisms and other relevant matters of committees/councils and advisory/ supportting bodies under the Chief Executive Officer.

4. Governance of subsidiaries and affiliated companies:

The Board of Directors shall decide and exercise the rights and obligations of shareholders/owners/contributing members in the governance, business operations, risk control and other activities of subsidiaries and affiliated companies in accordance with Eximbank's Charter, the charters of subsidiaries and affiliated companies and relevant laws.

Article 4. Legal representative

1. Eximbank has one (01) legal representative, who is the Chief Executive Officer. In the event that Eximbank lacks a Chief Executive Officer, the Board Chair shall serve as the legal representative of Eximbank in accordance with the Charter. Eximbank must notify the State Bank of Vietnam of the new legal representative within ten (10) days from the date of election, appointment, or change of the position serving as the legal representative, or any change to the legal representative.

2. The legal representative must reside in Vietnam. In case of absence from Vietnam, the legal representative shall authorize in writing another person who is a Senior Manager or Executive officer of Eximbank residing in Vietnam to exercise the rights and obligations of the legal representative. In such case, the legal representative remains responsible for the performance of the delegated rights and obligations. If the authorization period expires and the legal representative has not returned to Vietnam and no new authorization is made, the authorized person shall continue to exercise the rights and obligations of the legal representative until the legal representative resumes work or until the Board decides to appoint another person as the legal representative.

3. In the event that the legal representative is absent from Vietnam for more than thirty (30) days without authorizing another person to perform the rights and obligations of the legal representative, or in cases of death, missing, being prosecuted for criminal liability, temporary detention, serving a prison sentence, undergoing compulsory administrative measures at a rehabilitation center or compulsory education institution, being restricted or losing civil act capacity, having difficulty in cognition or behavior control, or being prohibited by a court from holding positions, practicing professions, or performing certain jobs, the Board of Directors shall appoint another person as the legal representative.

4. Responsibilities of the legal representative:

a) Perform the assigned rights and obligations honestly, prudently and in the best manner to ensure the legitimate interests of Eximbank.

b) Remain loyal to the interests of Eximbank; not abuse position or authority, nor use information, know-how, business opportunities, or other assets of Eximbank for personal gain or for the benefit of other organizations or individuals.

c) Bear personal liability for any damage caused to Eximbank due to violation of obligations stipulated in this Article.

d) Provide timely, complete, and accurate notification to Eximbank regarding enterprises and economic organizations in which he/she or his/her related persons is an owner, shareholder, or capital contributor, in accordance with the Charter and applicable laws.

e) Other mandates as prescribed in the Charter and relevant laws.

Article 5. Eximbank's seal

1. Eximbank's seal (or Eximbank's corporate seal) comprises the seal made at a seal-engraving facility and the seal in the form of a digital signature in accordance with laws on electronic transactions.

2. The Board of Directors shall decide the quantity, and the mechanism for managing, using, and storing Eximbank's seals that are made at an authorized seal-engraving facility. Unless otherwise decided by the Board of Directors, the Chief Executive Officer shall decide other matters relating to Eximbank's seals that do not fall under the authority of the Board of Directors, including the format and contents of the seals.

3. Unless otherwise decided by the Board of Directors, the Chief Executive Officer shall decide matters relating to the seal in the form of a digital signature, including its quantity, form, content, and the mechanism for managing, using, and safekeeping Eximbank's digital signature.

4. The use of the seal in Eximbank's transactions shall comply with applicable laws, the Charter, and Eximbank's internal regulations.

CHAPTER II.
SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 6. Shareholders

1. Rights and obligations of shareholders shall be implemented in accordance with Eximbank's Charter.

2. Shareholders have the right to protect their legitimate interests. In case a resolution of the General Meeting of Shareholders and/or a decision of the Board of Directors violates the Law and causes damage to Eximbank, shareholders have the right to request annulment or suspension of such resolution or decision in accordance with the Law.

3. Authorized representatives of institutional shareholders:

a) Where a shareholder being an organization appoints multiple authorized representatives, the shareholder must specify the number of shares represented by each authorized representative. If the shareholder does not specify the corresponding number of shares for each authorized representative, the shares shall be divided equally among all authorized representatives of the shareholder, rounded as necessary.

b) The appointment, termination, or change of an authorized representative of a shareholder must be notified in writing to Eximbank's head office at the earliest possible time. The written notice of appointment of an authorized representative must include the following principal details:

(i) Name, enterprise code and head office address of the shareholder;

(ii) Number of authorized representatives and the corresponding shareholding ratio of each authorized representative;

(iii) Full name, contact address, nationality and identification document number of each authorized representative;

(iv) The authorization term of each authorized representative, clearly stating the commencement date of representation.

(v) Full name and signature of the authorized representative and the legal representative of the shareholder.

c) The appointment of an authorized representative by shareholders shall only take effect with respect to Eximbank from: (i) the time Eximbank receives a lawful written notice of appointment of the authorized representative, or (ii) the effective date stated in such notice (whichever occurs later).

Termination of an authorized representative shall take effect from the date Eximbank receives a lawful written notice from the shareholder, except where termination of authorization for attending the General Meeting of Shareholders is carried out in accordance with the notice and instructions of the convener of General Meeting of Shareholders.

d) Standards, conditions and mandates of an authorized representative of an institutional shareholder shall comply with the Law on Enterprises and relevant Laws.

Article 7. General Meeting of Shareholders and the meeting

1. Roles, rights and obligations of the General Meeting of Shareholders shall be implemented in accordance with the Charter.

2. General Meeting of Shareholders

a) The General Meeting of Shareholders shall convene annually or extraordinarily to approve matters within its authority as stipulated in Eximbank's Charter.

b) Eximbank must convene the annual General Meeting of Shareholders once (01) every year. The annual General Meeting of Shareholders shall not be conducted in the form of collecting shareholders' opinions in writing.

3. Forms of the General Meeting of Shareholders

Mh

a) The General Meeting of Shareholders may be conducted in the form of an in-person meeting, an online meeting, or a combination of in-person and online meetings. The form of the meeting shall be decided by the convener in accordance with Eximbank's Charter.

b) Online meetings or combined meetings shall be conducted in accordance with Eximbank's Charter and the Regulations on organizing online General Meetings of Shareholders and voting by electronic means.

c) Online meetings and voting shall comply with the principles and provisions of Eximbank's Charter as applicable to in-person meetings.

4. Authority to convene the General Meeting of Shareholders:

a) The Board of Directors shall convene the annual General Meeting of Shareholders.

b) The Board of Directors must convene an extraordinary General Meeting of Shareholders in the cases prescribed in the Charter.

The Board of Directors must convene the General Meeting of Shareholders within ninety (90) days from the date of receiving a request or from the date an event occurs as provided in the Charter.

c) If the Board of Directors does not convene the General Meeting of Shareholders in accordance with Point b, Clause 4 of this Article, the Supervisory Board shall convene the General Meeting of Shareholders within the following thirty (30) days.

d) If the Supervisory Board does not convene the General Meeting of Shareholders in accordance with Point c, Clause 4 of this Article, the shareholder or group of shareholders holding at least five percent (05%) or more than ten percent (10%) of Eximbank's total ordinary shares (as applicable) shall have the right to convene the General Meeting of Shareholders in accordance with the Charter and relevant laws.

e) The Supervisory Board shall convene an extraordinary General Meeting of Shareholders in cases where the Board of Directors issues decisions that seriously violate the Law on Credit Institutions or exceed the authority granted under the Charter or applicable laws.

f) Other matters relating to the convening of the General Meeting of Shareholders shall be implemented in accordance with the Charter.

5. The preparation of the list of shareholders entitled to attend the General Meeting of Shareholders; the notice of the record date for determining the list of shareholders entitled to attend the General Meeting of Shareholders; the notice convening the General Meeting of Shareholders; the agenda and contents of the General Meeting of Shareholders; and the submission by shareholders of proposals for inclusion in the meeting agenda shall be carried out in accordance with the Charter and relevant laws from time to time.

6. The convener shall prepare and submit the meeting regulations for the General Meeting of Shareholders for consideration and approval by the General Meeting of Shareholders.

7. Methods of registering for attendance and authorizing representatives to attend the General Meeting of Shareholders:

   a) Prior to the opening of the meeting, Eximbank shall carry out registration procedures for shareholders attending the General Meeting of Shareholders. Shareholders or authorized representatives arriving after the meeting has commenced shall still be registered and entitled to vote after completing registration. The chairperson is not obliged to suspend the meeting for late registration and the validity of resolutions passed prior to such registration shall not be affected.

   b) Shareholders or authorized representatives of institutional shareholders may attend the meeting in person or authorize one (01) or several individuals or organizations to attend the General Meeting of Shareholders on their behalf, or attend the meeting through one of the methods specified in Clause 3 of this Article.

   c) Authorization for individuals or organizations to attend the General Meeting of Shareholders must be made in writing. The authorization document shall be prepared in accordance with Eximbank's template attached to the meeting invitation or in compliance with Civil law provisions and must clearly state: the name of the shareholder (principal), the name of the authorized individual/organization, the number of shares authorized, the content of authorization, the scope of authorization, the term of authorization and the signatures and seals (if any) of both the principal and the authorized party.

   d) The authorized representative attending the General Meeting of Shareholders must submit the authorization document upon registration. In case of sub-authorization, the attendee must also provide the original authorization document from the shareholder, the authorized representative of the institutional shareholder.

   e) Unless Eximbank receives notice of any of the following events no later than twenty four (24) hours before the opening of the General Meeting of Shareholders or before the reconvened meeting, the voting made by the authorized representative within the authorized scope shall remain valid in the following cases:

      (i) The principal has died, become partially or fully incapacitated;

      (ii) The authorized representative has revoked the authorization;

      (iii) The principal has revoked the authority granted to the authorized representative.

Article 8. Conditions and procedures for conducting the General Meeting of Shareholders and voting at the meeting

1. The General Meeting of Shareholders shall be conducted when the conditions stipulated in Eximbank's Charter are satisfied.

2. When registering for attendance, Eximbank shall provide each shareholder, the authorized representative of an institutional shareholder, or any person authorized to attend the meeting (if any) with: a voting card, a voting ballot, and an election ballot (if applicable).

Each voting card/ballot shall indicate the registration number, the name of the shareholder and authorized representative and the number of votes held by such shareholder.

3. Voting/election method: shall be carried out in accordance with the voting/election rules adopted by the General Meeting of Shareholders at each session and based on the following principles:

   a) Voting at the General Meeting of Shareholders shall be conducted by voting "in favor," "against," or "abstain."

   b) Ballots/voting cards shall be counted in the following order: valid, invalid, in favor, against, abstain for each matter.

   c) Voting may also be conducted by raising hands/raising voting cards if unanimously approved by the General Meeting of Shareholders.

   d) Voting for Board Members and members of the Supervisory Board shall be conducted by the method of cumulative voting in accordance with the Charter.

4. Vote counting and announcement of results: vote counting shall be conducted after shareholders have voted/elected, and the results shall be announced by the chairperson or a person authorized by the chairperson after the corresponding voting session and/or immediately before the closing of the meeting, and shall be recorded in the minutes of the General Meeting of Shareholders.

5. The agenda and contents of the meeting shall be adopted by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically allocate time for each matter to be discussed.

6. The chairperson may take necessary and reasonable actions to conduct the General Meeting of Shareholders in a lawful and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of shareholders and shareholder representatives attending.

7. The chairperson may postpone the meeting of the General Meeting of Shareholders, which has satisfied the quorum requirements, to another time or change the meeting venue in the following cases:

   a) The meeting venue does not have sufficient convenient seating for all attendees;

   b) Communication facilities at the meeting venue do not ensure shareholders' participation, discussion and voting;

   c) Attendees obstruct or disturb order, creating a risk that the meeting cannot be conducted fairly and lawfully.

   The maximum postponement period shall not exceed three (03) working days from the scheduled opening date of the meeting.

   If the chairperson postpones or suspends the meeting in contravention of this Clause, the Law, and Eximbank's Charter, the General Meeting of Shareholders shall elect another attendee to replace the chairperson and conduct the meeting until its conclusion; all resolutions and decisions adopted at such meeting shall remain valid.

8. The convener of the General Meeting of Shareholders or the chairperson of the meeting shall have the right to:

    a) Require all attendees to undergo inspection or other lawful and reasonable security measures;

    b) Request competent authorities to maintain order at the meeting;

    c) Expel any person who fails to comply with the chairperson's authority, intentionally disrupts order, obstructs the normal progress of the meeting or fails to comply with security inspection requirements from the meeting.

9. The convener of the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:

    a) Arrange seating at the meeting venue;

    b) Ensure safety for all persons present at the meeting venue;

    c) Facilitate shareholders' attendance (or continued attendance) at the General Meeting of Shareholders.

    The convener shall have full discretion to modify the above measures and/ or implement any other necessary measures.

10. The Board of Directors or the convener of the General Meeting of Shareholders shall arrange the meeting agenda reasonably and allocate sufficient time for discussion and voting on each matter in the agenda.

Article 9. Minutes of the General Meeting of Shareholders

1. Preparation of the minutes of the General Meeting of Shareholders: the minutes of the General Meeting of Shareholders must contain the principal contents as prescribed in the Charter, including the recording of the proceedings of the General Meeting of Shareholders.

2. The minutes and documents attached to the minutes must be disclosed in accordance with applicable laws.

Article 10. Order, procedures for collecting shareholders' written opinions to adopt resolutions and decisions of the General Meeting of Shareholders

1. The Board of Directors shall have the right to collect shareholders' written opinions to adopt resolutions and decisions of the General Meeting of Shareholders when it deems necessary in the interests of Eximbank, except for matters for which the General Meeting of Shareholders may not adopt resolutions by way of collecting written opinions as prescribed in the Charter.

2. Preparation of the list of shareholders, sending opinion ballots, and accompanying documents shall be carried out in accordance with Eximbank's Charter.

3. Opinion ballots must include the following principal details:

    a) Name, head office address, and enterprise code of Eximbank;

    b) Purpose of collecting opinions;

c) Full name, contact address, nationality, and legal identification number of the individual in the case of a shareholder being an individual; the name, enterprise identification number or legal document number of the organization, and the registered head office address in the case of a shareholder being an organization; or the full name, contact address, nationality, and legal identification number of the individual in the case of the authorized representative of an institutional shareholder; the number of shares of each class and the number of voting rights of the shareholder;

d) Matters to be voted on;

e) Voting options including "in favor", "against" and "abstain" for each matter;

f) Deadline for returning the completed opinion ballot to Eximbank;

g) Full name and signature of the Board Chair.

4. Opinion ballots may be returned to Eximbank by the following methods:

   a) By mail: The completed opinion ballot must bear the signature of the individual shareholder; or the signature of the legal representative or authorized representative of the institutional shareholder and the seal of such organization (if applicable). The ballot must be enclosed in a sealed envelope and must not be opened before vote counting;

   b) By email: The opinion ballot sent via email must remain confidential until vote counting. The email address used must match the data provided by the Vietnam Securities Depository and Clearing Corporation or previously registered with Eximbank before Eximbank sends the opinion ballot;

   The method of receiving opinion ballots shall be implemented in accordance with the decision and instructions of the organizer of the written opinion collection.

5. Opinion ballots received by Eximbank after the deadline stated in the ballot or opened in case of mail delivery, or disclosed prior to vote counting in case of email delivery, shall be invalid. Ballots not returned shall be considered as non-voting.

6. The Board of Directors shall organize the vote counting and prepare the vote-counting minutes under the witnessing and supervision of a representative of the Supervisory Board or of the shareholders who are not executive officers or senior managers of Eximbank. The vote-counting minutes must contain the following principal contents:

   a) Name, head office address, and enterprise code of Eximbank;

   b) Purpose and matters subject to voting;

   c) Number of shareholders and total voting rights participating in voting, distinguishing valid and invalid votes and voting methods, accompanied by an appendix listing participating shareholders;

   d) Total votes in favor, against, and abstaining for each matter;

   e) Matters adopted and corresponding approval ratios;

   f) Full name and signature of the Board Chair, vote counters, and vote supervisors.

7. Board Members, vote counters and vote supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting minutes and for any damages arising from resolutions or decisions adopted due to dishonest or inaccurate vote counting.

8. The vote counting minutes and resolutions/decisions of the General Meeting of Shareholders must be prepared in Vietnamese and may also be prepared in English if necessary. Both Vietnamese and English versions shall have equal legal validity. In case of discrepancies between the Vietnamese and English versions, the Vietnamese version shall prevail.

9. The vote-counting minutes and the Resolution of the General Meeting of Shareholders adopted by way of collecting written opinions, together with the documents attached to the minutes and the resolution, must be disclosed in accordance with applicable laws.

Article 11. Method of objecting to resolutions of the General Meeting of Shareholders

1. A shareholder who objects to the reorganization of Eximbank or objects to changes in the rights and obligations of shareholders as prescribed in the Charter shall have the right to vote against such matter(s) when exercising his/her voting rights in accordance with the Charter and this Regulation.

2. A shareholder who has voted against a resolution on the reorganization of Eximbank or changes in shareholder rights and obligations as stipulated in Eximbank's Charter shall have the right to request Eximbank to repurchase their shares. The request must be made in writing, clearly stating the shareholder's name and address, the number and type of shares, the proposed selling price, and the reason for requesting Eximbank to repurchase the shares. The request must be sent to Eximbank within ten (10) days from the date the General Meeting of Shareholders adopts the resolution on the matters specified in Clause 1 of this Article.

3. Eximbank must repurchase the shares requested by the shareholder under Clause 2 of this Article at market price within ninety (90) days from the date of receipt of the request. If the parties cannot agree on the price, they may request a professional valuation organization to determine the price. Eximbank shall propose at least three (03) professional valuation organizations for the shareholder to choose from, and such choice shall be final. All costs related to hiring the valuation organization shall be borne by the shareholder.

4. Eximbank may only repurchase shares from shareholders if, after paying the total amount for the repurchased shares, Eximbank still ensures full payment of its debts and other property obligations, complies with prudential ratios and limits in banking operations, and the actual value of charter capital does not fall below the statutory minimum capital level for commercial banks in accordance with applicable laws.

Article 12. Procedures for the General Meeting of Shareholders to adopt resolutions by online conference and in-person combined with online conference, applying modern technology at the General Meeting of Shareholders.

1. Based on actual circumstances, the convener of the General Meeting of Shareholders shall decide to organize the meeting in the form of an online meeting or a hybrid meeting combining in-person and online participation.

m

2. In the case where the General Meeting of Shareholders is organized in an online format, the person convening the General Meeting of Shareholders shall proactively implement the necessary procedures and arrangements to facilitate the organization of the online conference.

3. The organization of the online General Meeting of Shareholders and voting by electronic means, including the meeting notice, the method of registering for attendance, authorization for representatives to attend, conditions for conducting the meeting, online voting and online vote counting, and notification of vote-counting results, shall be carried out in accordance with Eximbank's Regulations on organizing online General Meetings of Shareholders and voting by electronic means from time to time.

4. The minutes of the General Meeting of Shareholders conducted in the form of an online conference or an in-person combined with online conference must be prepared in accordance with Article 9 of this Regulation.

Article 13. Resolutions and Decisions of the General Meeting of Shareholders

1. The form of adopting resolutions of the General Meeting of Shareholders and the conditions for resolutions to be adopted shall be implemented in accordance with the Charter.

2. Resolutions of the General Meeting of Shareholders, together with the documents attached thereto, must be disclosed in accordance with applicable Laws.

Article 14. Reports at the annual General Meeting of Shareholders

1. Reports to be presented at the annual General Meeting of Shareholders include:

   a) The business results and annual business plan of Eximbank;

   b) The audited annual financial statements;

   c) The report on the management and administration of Eximbank;

   d) The report of the Board of Directors on governance and annual performance of the Board of Directors, each Board Member, the committees and panels under the Board of Directors, and the Chief Executive Officer;

   e) The appraisal report of the Supervisory Board;

   f) The report on debt classification, off-balance-sheet commitments, provisioning for credit risks, use of risk provisions, and loss handling for the financial year; h) The report on credit extensions to the entities specified in Clause 1, Article 135 of the Law on Credit Institutions, arising up to the cut-off date for the General Meeting of Shareholders;

   g) The disclosure report of Board Members, members of the Supervisory Board, the Chief Executive Officer, and Deputy Chief Executive Officers in accordance with Article 49 of the Law on Credit Institutions and the Charter;

   h) Matters approved in previous resolutions of the General Meeting of Shareholders that have not yet been implemented; and

   i) Other reports as required by law and the Charter.

2. The report of the Board of Directors presented to the annual General Meeting of Shareholders under Point d, Clause 1 of this Article must include the following contents:

    a) Remuneration, operating expenses, and other benefits of the Board of Directors and Board Members in accordance with applicable laws and the Charter;

    b) A summary of the meetings of the Board of Directors and the resolutions and decisions of the Board of Directors;

    c) A report on transactions between Eximbank, its subsidiaries, and companies controlled by Eximbank with fifty percent (50%) or more of charter capital, and Board Members, and other Senior Managers, or with their related persons; transactions between Eximbank and companies in which Board Members, and other Senior Managers, are founding members or business managers within the three (03) years immediately preceding the transaction; transactions between Eximbank and companies in which the related persons of Board Members, the Chief Executive Officer, or other Executives serve as Board Members, the Chief Executive Officer, or major shareholders;

    d) Activities of the independent Board Members and the independent members' assessments of the Board's performance;

    e) Activities of the committees, panels under the Board of Directors;

    f) Results of supervision over the Chief Executive Officer and other Executives of Eximbank;

    g) Operational plans for the following year or for the next term;

    h) Other matters as prescribed by applicable laws and the Charter.

3. Report of the Board Chair at the Annual General Meeting of Shareholders:

    a) Assessment of the performance of each Board Member;

    b) Assessment of the performance of each member of committees, panels under the Board of Directors.

4. The report of the Supervisory Board submitted to the annual General Meeting of Shareholders must include:

    a) The report on Eximbank's business results and on the performance of the Board of Directors and the Chief Executive Officer;

    b) The self-assessment report on the activities of the Supervisory Board and its members;

    c) Remuneration, operating expenses, and other benefits of the Supervisory Board and each of its members, in accordance with the law and the Charter;

    d) Summary of meetings of the Supervisory Board and its conclusions and recommendations;

    e) Results of supervision over Eximbank's operations and financial condition;

    f) Assessment report on transactions between Eximbank, its subsidiaries, and companies controlled by Eximbank (holding fifty percent (50%) or more of charter capital) and Board Members, the Chief Executive Officer, other executive officers, or their related persons; transactions between Eximbank and companies in which Board Members, the Chief Executive Officer, or other executive officers are founding members or served as senior managers within the last three (03) years prior to the transaction; transactions between Eximbank and companies in which related persons of Board Members, the Chief Executive Officer, or other executive officers serve as Board Members, Chief Executive Officers, or major shareholders;

g) Results of supervision over the Board of Directors, the Chief Executive Officer, and other executive officers of Eximbank;

h) Assessment of the coordination between the Supervisory Board, the Board of Directors, the Chief Executive Officer, and shareholders;

i) Recommendation for the General Meeting of Shareholders to select an independent auditing firm to audit the financial statements and perform assurance services for the internal control system relating to the preparation and presentation of financial statements for the next financial year;

j) Other matters as required by law and the Charter.

CHAPTER III.
THE BOARD OF DIRECTORS

Article 15. Roles, mandates, authorities of the Board of Directors, rights and obligations of Board Members

1. The Board of Directors is the governing body, vested with full authority to act on behalf of Eximbank to decide and exercise the rights and obligations of Eximbank, except for matters under the authority of the General Meeting of Shareholders.

2. The mandates and authorities of the Board of Directors, and the rights and obligations of Board Members, shall be implemented in accordance with the Charter, the Terms of reference on the Organization and Operation of the Board of Directors, and relevant laws.

3. A Board Member has the right to request the Chief Executive Officer, other Executive Officers, and units within Eximbank to provide information and documents regarding Eximbank's financial status, business operations, and other internal activities for the purpose of performing the mandates and authorities of the Board of Directors and of Board Members. Individuals and units receiving such requests must provide timely, complete, and accurate information and documents as requested by the Board Member through the committees, panels, councils, or supporting units of the Board of Directors.

4. Board Members are entitled to remuneration and other benefits in accordance with the Charter.

Article 16. Tenure, structure, standards and conditions for Board Members

1. The term of office of the Board of Directors shall be five (05) years. The term of each Board Member shall correspond to the term of the Board of Directors, and Board Members may be re-elected; however, an individual shall not be eligible to stand for election or be nominated as a Board Member if he or she has continuously served

for eight (08) consecutive years or more, unless otherwise decided by the General Meeting of Shareholders. The term of a Board Member elected as an additional or replacement member shall be the remaining term of the Board of Directors. The Board of Directors of the outgoing term shall continue to operate until the Board of Directors of the new term assumes office.

2. The structure of the Board of Directors is as follows:

   a) Board of Directors of Eximbank must have at least five (05) and not more than eleven (11) members. Board of Directors of Eximbank shall include independent Board Members, non executive Board Members, and a Board Member who may concurrently hold the position of Chief Executive Officer. The Board of Directors must include at least two (02) independent Board Members.

   For the purposes of this Clause, non-executive Board Members include only independent Board Members of the immediately preceding term who are reappointed to the Board for the next term and who continue to meet the qualifications and conditions of an independent Board Member set out in Clause 4, Article 24 (except for the condition in Point f, Clause 4, Article 24) of this Charter.

   b) The Board of Directors consists of the Board Chair, independent Board Members, and non-executive Board Members.

   c) The structure of the Board of Directors aims for diversity in knowledge, experience, gender, ethnicity, tenure, and professional skill structure (maintaining a balance of skills and experience in areas such as banking/financial services, risk management, accounting and finance, technology, and understanding of regional markets) to ensure alignment with the Bank's operational goals, development, and corporate governance needs in each period.

   d) The majority of Board members must have in-depth experience in banking or finance.

3. The standards and conditions for Board Members shall comply with the Charter, Eximbank's internal regulations, and applicable laws.

Article 17. Nomination, candidacy, and election of Board Members

1. Nomination and candidacy by shareholders or groups of shareholders

   a) Shareholders or groups of shareholders holding five percent (05%) or more of the total voting common shares shall have the right to nominate or stand for election to the Board of Directors, with the maximum number of candidates corresponding to their shareholding ratio as prescribed by law and the Charter. Specifically:

      (i) From 05% to under 10%: maximum 01 candidate;

      (ii) From 10% to under 20%: maximum 02 candidates;

      (iii) From 20% to under 30%: maximum 03 candidates;

      (iv) Above 30%: maximum 04 candidates.

   b) Where common shareholders form a group to nominate candidates, the group must give written notice of the formation of the group, together with the list of nominated candidates, to other shareholders prior to the opening of the General Meeting of Shareholders.

c) Candidate dossiers submitted by a shareholder or group of shareholders must be complete, comply with the criteria and standards for Board Members as stipulated in this Charter and the Bank's internal regulations, and be submitted to the Board of Directors within the timeframe and process prescribed by the Board of Directors.

2. Mandates of the Board of Directors, with the advisory support of the Personel, Nomination and Remuneration Committee

   a) Develop, review, and update the succession plan for Board Members;

   b) Determine the requirements regarding structure, competence, experience, independence, and diversity of the Board of Directors for each period, consistent with the Bank's strategy, development orientation, and governance requirements;

   c) Develop, review, and issue notifications on the standards and conditions applicable to Board Members and members of Committees under the Board of Directors, in accordance with applicable laws and good governance practices; and

   d) Prepare and submit to the General Meeting of Shareholders the proposed personnel plan for the Board of Directors in accordance with applicable laws and the Charter.

3. The evaluation of candidates, preparation of the list of candidates, and disclosure of information shall be carried out in accordance with the Charter.

Article 18. Election, dismissal, removal, supplementation, and replacement of the Chair and Board Members

1. Cases of dismissal, removal, or automatic loss of status as a Board Member shall be carried out in accordance with the Charter.

2. The procedures for electing, removing, dismissing the Board Chair and Board Members, and the notification of such elections, removals, and dismissals shall be implemented in accordance with the regulations on the organization and operation of the Board of Directors.

3. Within fifteen (15) working days from the date the Board Chair loses his/her status as a Board Member, the Personnel, Nomination and Remuneration Committee shall propose and advise the Board of Directors on a new candidate who meets the qualifications and conditions under the Charter to be elected as the Board Chair. Following this, the Board of Directors shall convene a meeting and elect a new Board Chair. This process shall be conducted based on the succession plan, the established election procedures for Board Member candidates, and the applicable laws and Eximbank's internal regulations.

4. A Board Chair who wishes to resign must submit a written resignation to the Board of Directors and the Supervisory Board. Within five (05) working days from the date of receipt of the resignation, the Personnel, Nomination and Remuneration Committee shall propose and advise the Board of Directors on a Board Member who meets the qualifications and conditions under the Charter to be elected as the new Board Chair. Thereafter, the Board of Directors shall hold a meeting and elect a new Board Chair within ten (10) days from the date of receipt of the resignation. This process shall be conducted based on the succession plan, the established nomination procedures for the Board Chair,

and the applicable laws and Eximbank's internal regulations. The resignation shall not take effect until the Board of Directors approves a resolution relieving the Board Chair.

5. A Board Member who wishes to resign must submit a written resignation to the Board of Directors and the Supervisory Board for submission to the General Meeting of Shareholders for decision. The resignation shall not take effect until the General Meeting of Shareholders approves a resolution relieving the Board Member.

6. Eximbank shall disclose information regarding the election, removal, dismissal, addition, or replacement of the Board Chair and Board Members in accordance with applicable laws from time to time.

Article 19. Procedures for convening meetings of the Board of Directors and collecting written opinions from Board Members

1. The Board of Directors may hold regular meetings at least once every two (02) months or extraordinary meetings as prescribed in the Charter. Meetings of the Board of Directors shall be convened by the Board Chair or a Board Member authorized by the Board Chair.

2. The Board of Directors shall specifically prescribe cases requiring urgent meetings, the notice period, and the form of meeting invitations applicable to urgent meetings.

3. The Board Chair or the person convening the meeting shall decide and invite the Supervisory Board and other individuals who are not Board Members to attend meetings of the Board of Directors, in which the Chief Executive Officer shall be automatically invited to attend all meetings of the Board of Directors unless the Board Chair or the person convening the meeting states otherwise. Invitees attending meetings of the Board of Directors may speak at the meeting if invited by the meeting chair, but shall not vote, and must strictly comply with the meeting regulations of the Board of Directors and the instructions of the meeting chair.

4. The Board Chair or the person convening the meeting must send the meeting invitation no later than three (03) working days prior to the meeting date, or a shorter period in urgent cases. The meeting invitation must specify the meeting time, venue, agenda, matters for discussion and decision. Documents and materials to be used at the meeting and voting ballots for Board Members must be enclosed with the invitation.

5. A meeting of the Board of Directors shall be valid when at least three-quarters (3/4) of the total number of Board Members attend. If the first meeting does not meet the required attendance, a second meeting must be convened within seven (07) days from the scheduled date of the first meeting. The second meeting shall be valid if more than one-half (1/2) of the Board Members attend. A Board Member who cannot attend in person may authorize another person to attend and vote (subject to the restrictions in Clause 5, Article 54 of the Charter regarding cases where authorization is not permitted) if approved by the majority of Board Members, or may submit written opinions. In the case of valid authorization, the Board Member shall be considered present at the meeting and counted for quorum and voting purposes.

6. A resolution of the Board of Directors shall be adopted if approved by the majority of votes. In case of a tie, the decision of the Chair presiding over the meeting shall prevail.

A Board Member who has a conflict of interest regarding a matter submitted to the Board of Directors shall not vote on that matter and shall not authorize another person to vote, nor receive authorization from another Board Member to vote on that matter. However, such Board Member shall still be counted when determining the quorum for the meeting.

7. All Board of Directors meetings must be recorded in minutes and may be audio-recorded or recorded and stored electronically. The minutes must contain the essential details as required by the Charter. If the Chair or the meeting secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other Board Members attending the meeting and contain all required details. The minutes must clearly state that the Chair or secretary refused to sign.

8. Other matters relating to the procedures for convening Board of Directors meetings, adopting resolutions and decisions of the Board of Directors, and preparing Board of Directors meeting minutes shall be implemented in accordance with the Charter and the Regulations on the Organization and Operation of the Board of Directors.

9. The procedures for collecting written opinions from Board Members shall be carried out in accordance with the Charter and the Terms of reference on the Organization and Operation of the Board of Directors.

Article 20. Committees, panels under the Board

1. The Board of Directors shall establish committees/councils to assist the Board in performing its mandates and authorities, including the following mandatory committees:
    a) Audit and Risk Committee ("Risk Management Committee");
    b) Personel, Nomination and Remuneration Committee ("Human Resources Committee");
    c) Strategy and Technology Committee; and
    d) People and Culture Advisory Panel.

2. Each committee, panels must at all times have at least three (03) members, including the Committee/Panel Chair and other Committee/Panel Members. Committee/Panel Members shall be appointed, dismissed, removed, or replaced by the Board of Directors. The specific number of members in each committee/panel shall be decided by the Board from time to time, provided that the number of committee/panel members is maintained as an odd number.

3. The roles, mandates, authority; tenure, number of members, standards, organizational structure, operating mechanisms, and periodic performance evaluation of each committee/panel and its members; as well as the nomination, candidacy, election, dismissal, and removal of committee/panel members under Clause 1 and 2 of this Article shall be stipulated in the Terms of reference on the Organization and Operation of each committee/panel and in accordance with applicable laws and other internal regulations of Eximbank.

Article 21. Corporate Governance Officer

1. The Board of Directors must appoint at least one (01) Corporate Governance Officer to support the governance activities of Eximbank in an effective and legally compliant

manner. The tenure of the Corporate Governance Officer shall be decided by the Board of Directors.

2. The removal/dismissal of the Corporate Governance Officer shall be decided by the Board of Directors. The appointment and dismissal of the Corporate Governance Officer must be publicly disclosed in accordance with applicable laws.

3. Standards and conditions for the Corporate Governance Officer:

   a) Possess knowledge of the law;

   b) Must not concurrently work for any approved auditing firm currently auditing Eximbank's financial statements;

   c) Other standards as prescribed by applicable laws, the Charter, and decisions of the Board (if any).

4. The rights and obligations of the Corporate Governance Officer shall be implemented in accordance with the Charter and other tasks assigned or delegated by the Board of Directors from time to time.

CHAPTER IV.
SUPERVISORY BOARD

Article 22. Roles, mandates, authorities, and benefits of the Supervisory Board and Supervisory Board Members

1. The Supervisory Board shall monitor and assess compliance with applicable laws, internal regulations, the Charter, and resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

2. The mandates and authorities of the Supervisory Board and its members shall be carried out in accordance with the Charter, the Terms of reference on the Organization and Operation of the Supervisory Board, and applicable laws.

3. Supervisory Board Members shall be entitled to remuneration and other benefits in accordance with the Charter from time to time.

Article 23. Nomination, candidacy, and election of Supervisory Board Members

1. The tenure, number of members, standards, and conditions applicable to Supervisory Board Members shall be implemented in accordance with the Charter, the Terms of reference on the Organization and Operation of the Supervisory Board, and applicable laws.

2. The methods of candidacy, nomination, and election of Supervisory Board Members shall be carried out in accordance with the Terms of reference on the Organization and Operation of the Supervisory Board, the Charter, and applicable laws.

Article 24. Election, dismissal, removal, and replacement of the Head of the Supervisory Board and Supervisory Board Members

1. Cases of dismissal, removal, or automatic loss of status of the Head of the Supervisory Board and Supervisory Board Members, as well as notifications regarding the election,

dismissal, or removal of Supervisory Board Members, shall be carried out in accordance with the Charter.

2. Within fifteen (15) working days from the date the Head of the Supervisory Board loses his/her membership status, the Supervisory Board Members shall convene a meeting or collect written opinions from Supervisory Board Members to elect a member (who meets the standards and conditions prescribed by applicable laws and the Charter) as the new Head of the Supervisory Board.

3. A Head of the Supervisory Board who wishes to resign must submit a resignation letter to the Supervisory Board and the Board of Directors. Within sixty (60) days from the date of receipt of the resignation letter, the Supervisory Board must convene a meeting or collect written opinions from its members to consider and decide on the dismissal of the current Head and elect a new Head from among the remaining Supervisory Board Members in accordance with applicable laws. The resignation shall not take effect until the Supervisory Board approves the decision to dismiss the Head of the Supervisory Board.

4. A member of the Supervisory Board who wishes to resign must submit a written resignation letter to the Supervisory Board for notification purposes and to the Board of Directors for submission to the General Meeting of Shareholders for approval. The resignation shall not take effect until the General Meeting of Shareholders approves the dismissal of the Supervisory Board Member.

5. Individuals elected as the Head of the Supervisory Board and other members of the Supervisory Board shall be responsible for immediately assuming and performing the duties of their elected positions. The Head of the Supervisory Board and other members whose terms have expired, who have been dismissed, removed, or have automatically lost their membership status, shall be responsible for handing over their duties to the newly elected Head and members of the Supervisory Board, and shall remain personally liable for their decisions made during their tenure.

6. Eximbank shall fulfill its obligation to disclose information on the election, dismissal, removal, or replacement of the Head of the Supervisory Board and Supervisory Board Members in accordance with applicable laws from time to time.

Article 25. Meetings and adoption of decisions by the Supervisory Board

Meetings and the adoption of decisions by the Supervisory Board shall be carried out in accordance with the Charter and the Terms of reference on the Organization and Operation of the Supervisory Board.

Article 26. Right of the Supervisory Board to Access Information

1. Documents and information must be sent to members of the Supervisory Board at the same time and in the same manner as to members of the Board, including:

    a) Meeting notices, voting ballots for Board Members, and accompanying documents;

    b) Resolutions, decisions, and minutes of meetings of the General Meeting of Shareholders and the Board;

c) Reports of the Chief Executive Officer submitted to the Board of Directors or other documents issued by Eximbank and sent to shareholders or the Board of Directors.

2. Supervisory Board Members have the right to access Eximbank's records and documents kept at the head office, branches, and other locations; and have the right to visit the workplaces of Senior Managers, Executive Officers, and employees of Eximbank during working hours.

3. The Board of Directors, Senior Managers and Executive Officers must provide complete, accurate, and timely information and documents regarding Eximbank's management, administration, and business operations upon request by a Supervisory Board Member or the Supervisory Board.

CHAPTER V. CHIEF EXECUTIVE OFFICER

Article 27. Chief Executive Officer

1. The roles, mandates, rights, and obligations of the Chief Executive Officer shall be carried out in accordance with the provisions of the Charter.

2. The Chief Executive Officer shall be appointed by the Board of Directors. The tenure of the Chief Executive Officer shall not exceed five (05) years and may be renewed for an unlimited number of terms.

3. The qualifications of the Chief Executive Officer shall be stipulated in the Charter.

4. The appointment and dismissal of the Chief Executive Officer shall be carried out in accordance with the provisions of the Charter.

5. When performing his/her mandates and exercising his/her authorities, the Chief Executive Officer must comply with the resolutions of the General Meeting of Shareholders and the Board of Directors; and strictly adhere to the provisions of law, the Charter, and the terms of the employment contract signed with Eximbank (if any).

6. Change of Chief Executive Officer

   a) The Chief Executive Officer who wishes to resign must submit a resignation letter to the Board of Directors and the Supervisory Board.

   b) The individual appointed as the Chief Executive Officer shall be responsible for receiving and assuming the duties of the newly appointed position. The outgoing Chief Executive Officer shall be responsible for handing over all duties to the newly appointed Chief Executive Officer and shall remain accountable for all decisions made during his or her term of office.

Article 28. Execution of the employment contract with the Chief Executive Officer; Salary and other benefits of the Chief Executive Officer

1. The execution and termination of the employment contract with the Chief Executive Officer shall be carried out in compliance with applicable laws, the Charter, and Eximbank's internal regulations.

2. The Board of Directors shall decide the salary and other benefits of the Chief Executive Officer.

CHAPTER VI.
SUPERVISION BY SENIOR MANAGEMENT, COORDINATION OF ACTIVITIES BETWEEN THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE CHIEF EXECUTIVE OFFICER

Article 29. Supervision by Senior Management

1. The Board of Directors and the Chief Executive Officer shall oversee financial integrity, internal control, risk management, internal capital adequacy assessment, strategic orientation, governance framework, leadership in human resources, and Eximbank's organizational culture in accordance with applicable laws and with a view to aligning with advanced practices.
2. The Supervisory Board oversees Eximbank's internal audit in accordance with legal regulations.

Article 30. Principles of coordination between the Board of Directors and the Chief Executive Officer

The Board of Directors, Supervisory Board and the Chief Executive Officer shall coordinate their activities based on the following principles:

1. Clear delineation of functions and mandates to ensure proper authority and transparency;
2. Always act in the common interests of Eximbank to promote sustainable development;
3. Strict compliance with applicable laws and Eximbank's internal regulations;
4. Work with the highest sense of responsibility, honesty, cooperation, and maintain regular communication to jointly resolve any obstacles or difficulties (if any).

Article 31. Coordination between the Board of Directors and the Chief Executive Officer

1. The Board of Directors shall issue decisions/resolutions for the Chief Executive Officer and other Executives to implement. At the same time, the Board of Directors shall oversee and supervise the implementation of such decisions/resolutions. The Chief Executive Officer shall be responsible before the law and the Board of Directors for implementing the Board of Directors's resolutions and decisions, and must report to the Board of Directors on the implementation of such resolutions/decisions and assigned mandates and authorities.
2. The Chief Executive Officer shall, by default, be invited to attend all meetings of the Board, unless otherwise notified by the Board Chair or the convener. When participating in Board of Directors meetings, the Chief Executive Officer may speak if invited by the Chair but shall not vote and must strictly comply with the Board of Directors's meeting regulations and the direction of the Chair.
3. The Board Chair must convene a meeting of the Board of Directors upon a written request from the Chief Executive Officer. The request must clearly state the purpose, matters to be discussed, and matters falling under the authority of the Board of Directors.
4. The Chief Executive Officer must convene a meeting of the Executives upon the request of the Board Chair.

5. Board Members are entitled to attend meetings of the Executives.
6. Through the Office of the Board of Directors, Board Members have the right to request the Chief Executive Officer to provide information and documents regarding Eximbank's financial status and business operations, as well as those of Eximbank's units. Upon receiving such a request, the Chief Executive Officer must provide complete, accurate and timely information and documents to the Office of the Board of Directors.
7. If detecting any risks that may significantly affect the reputation or business operations of Eximbank, or other matters deemed necessary, the Chief Executive Officer must immediately report to the Board Chair and the relevant Board Members.
8. Other coordination activities shall be implemented in accordance with applicable laws, the Charter, and Eximbank's internal regulations.

Article 32. Coordination between the Board of Directors and the Supervisory Board

1. The Board Chair or the person convening the meeting must send the notice of invitation to the meeting of the Board of Directors/ballot for written consultation to the members of the Supervisory Board at the same time and in the same manner as to Board Members. Members of the Supervisory Board have the right to attend meetings of the Board of Directors, may discuss but may not vote. The Head of the Supervisory Board has the right to request that his/her opinion be recorded in the minutes of the meeting of the Board of Directors if his/her opinion differs from the resolutions or decisions of the Board of Directors.
2. The Board Chair must convene a meeting of the Board of Directors at the written request of the Supervisory Board. The request of the Supervisory Board must clearly state the purpose and matters to be discussed and decided within the authority of the Board of Directors.
3. The Board of Directors and Board Members must fully, accurately, and promptly provide information and documents on management, administration, and business operations of Eximbank as requested by members of the Supervisory Board or by the Supervisory Board.
4. The Head of the Supervisory Board must convene meetings of the Supervisory Board upon the request of the Board Chair or at least two-thirds (2/3) of the Board Members. Minutes of meetings of the Supervisory Board in this case must be sent to Board Members at the same time and in the same manner as to members of the Supervisory Board.
5. If discovering that a manager or an executive officer has committed any violation of regulations or the Charter, the Supervisory Board must promptly notify the Board of Directors in writing within forty-eight (48) hours, request the violating person to cease the violation, and propose solutions to remedy the consequences.
6. For matters related to the activities of the Audit and Risk Management Committee and internal audit:
    a) The Board of Directors, through the Audit and Risk Management Committee, provides opinions on the proposals of the Supervisory Board regarding the organizational and operational regulations, plan, and resources of internal audit;
    b) Internal audit performs internal audit activities in accordance with the approved annual plan and reports the audit results—including at least findings,

recommendations for remedial measures, and proposed remediation plans—to the Supervisory Board, while also sending the report to the Audit and Risk Management Committee for information. The Supervisory Board invites the Audit and Risk Management Committee to attend meetings where internal audit reports on matters (including but not limited to) material audits, consolidated discussions of audit findings, and the year-end status of remediation of audit findings. The Supervisory Board and the Audit and Risk Management Committee may exchange and discuss their own assessments on matters that the Chief Executive Officer and other executive officers need to remedy and may require the Chief Executive Officer and other executive officers to implement these matters.

7. Other coordination activities as prescribed by regulations, the Charter, and Eximbank's internal regulations.

Article 33. Coordination between the Supervisory Board and the Chief Executive Officer

1. Reports of the Chief Executive Officer submitted to the Board of Directors or other documents issued by Eximbank and sent to shareholders and the Board of Directors must be sent to the Supervisory Board at the same time and in the same manner as to Board Members.

2. The Chief Executive Officer must fully, accurately, and promptly provide information and documents on management, administration, and business operations of Eximbank as requested by members of the Supervisory Board or by the Supervisory Board.

3. The Head of the Supervisory Board must convene meetings of the Supervisory Board upon the request of the Chief Executive Officer. Minutes of meetings of the Supervisory Board in this case must be sent to the Chief Executive Officer at the same time and in the same manner as to members of the Supervisory Board.

4. If discovering any risk that may significantly affect the reputation or business operations of Eximbank, or in other necessary circumstances, the Chief Executive Officer must immediately report to the Supervisory Board and the relevant members of the Supervisory Board.

5. Other coordination activities as prescribed by regulations, the Charter, and other regulations of Eximbank.

CHAPTER VII.
PREVENTION OF CONFLICTS OF INTEREST AND TRANSACTIONS WITH RELATED PARTIES

Article 34. Duty of honesty and avoidance of conflicts of interest

1. Board Members, members of the Supervisory Board, the Chief Executive Officer, Deputy Chief Executive Officers, and other executive officers of Eximbank must disclose their related interests with Eximbank in accordance with the Charter and other applicable regulations.

2. Board Members, members of the Supervisory Board, the Chief Executive Officer, Deputy Chief Executive Officers, senior managers, and other executive officers, and persons related to these individuals may not use information obtained through their positions, or internal information, for personal gain or for the benefit of another organization or

individual. They may not use or disclose unpublished information of Eximbank to others for the purpose of conducting related transactions.

3. Board Members, members of the Supervisory Board, the Chief Executive Officer, and other executive officers have the obligation to notify the Board of Directors and the Supervisory Board in writing of transactions between (a) Eximbank, its subsidiaries, and companies in which Eximbank holds fifty percent (50%) or more of charter capital and such individuals themselves or their related persons; (b) Eximbank and any company in which related persons of the above individuals are Board Members, the Chief Executive Officer, or major shareholders; and (c) Eximbank and any company in which the above individuals are founding members or senior managers within the last three (03) years prior to the transaction, in accordance with regulations. For the transactions mentioned above that are approved by the General Meeting of Shareholders or the Board of Directors, Eximbank must disclose information on such resolutions or decisions in accordance with securities regulations on information disclosure.

4. A Board Member may not vote on any transaction that provides benefits to that Board Member or that Board Member's related person, in accordance with the Charter and applicable regulations.

Article 35. Transactions with related parties

1. When conducting transactions with related parties that require approval by the General Meeting of Shareholders or the Board of Directors under the Charter and applicable laws, Eximbank must enter into a written contract based on equality and voluntariness.

2. Eximbank shall take necessary measures to prevent shareholders and related persons from engaging in transactions that cause loss of capital, assets, or other resources of Eximbank.

3. Procedures for approving contracts and transactions with related persons (in cases required to be approved by the General Meeting of Shareholders or the Board of Directors):

    a) The representative of Eximbank who signs a contract or transaction falling under the decision-making authority of the General Meeting of Shareholders must notify the Board of Directors and the Supervisory Board of the related persons involved in such contract or transaction and must enclose a draft contract or a notice of the principal terms of the transaction. The Board of Directors shall present the draft contract, transaction, or explanation of the principal terms of the contract or transaction at the meeting of the General Meeting of Shareholders or in the documents used for collecting shareholders' written opinions. In this case, shareholders having related interests with the parties to the contract or transaction have no voting rights.

    b) The representative of Eximbank who signs a contract or transaction falling under the decision-making authority of the Board of Directors must notify Board Members and members of the Supervisory Board of the related persons involved in such contract or transaction and must enclose the draft contract or a summary of the principal terms of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notification. In this case, any Board Member having related interests with the parties to the contract or transaction has no voting rights.

CHAPTER VIII.
PERFORMANCE EVALUATION, REWARDS, AND DISCIPLINARY ACTIONS FOR THE BOARD MEMBERS, MEMBERS OF THE SUPERVISORY BOARD AND EXECUTIVE OFFICERS

Article 36. Evaluation of the performance of Board Members, Committee Members, Chief Executive Officer, members of the Supervisory Board and other Executive Officers

1. The Board of Directors shall conduct performance evaluations of Board Members, committees and panels under the Board of Directors, and the Chief Executive Officer, and other members of the Board of Managment.
2. An independent third party shall conduct annual performance evaluations of the Board of Directors, committees and panels under the Board of Directors, as well as each Board Member and each member of such committees and panels (if necessary).
3. The Supervisory Board shall conduct an evaluation of the performance of the members of the Supervisory Board.
4. The implementation of performance evaluation for Board Members, the Supervisory Board, the Chief Executive Officer, the Executive Committee, and other executive officers shall be carried out in accordance with Eximbank's internal regulations from time to time.

Article 37. Rewards

1. Board Members, the Supervisory Board, the Executive Committee, and other executive officers who achieve outstanding performance in the governance and administration of Eximbank and in other assigned duties shall be considered for commendation in accordance with applicable regulations and Eximbank's internal rules.
2. The forms of rewards, specific criteria for rewards, and the procedures for granting rewards shall be implemented in accordance with Eximbank's regulations from time to time.

Article 38. Violations handling

Board Members, the Supervisory Board, and executive officers who, in the course of performing their duties, violate applicable regulations, the Charter, or other related internal regulations of Eximbank shall, depending on the nature, severity, and consequences of the violation, be subject to review and disciplinary action in accordance with applicable regulations and Eximbank's internal rules.

CHAPTER IX.
IMPLEMENTATION, AMENDMENT, AND SUPPLEMENTARY PROVISIONS

Article 39. Implementation, amendment, and supplementary provisions

1. These regulations consist of nine (09) Chapters and thirty-nine(39) Articles and were approved by the General Meeting of Shareholders and take effect from April 28, 2026.

2. These Regulations have been amended and supplemented, and such amendments and supplements take effect pursuant to the Resolution of the Extraordinary General Meeting of Shareholders dated July 24, 2026.

3. Any amendment or supplement to these regulations shall be proposed by the Board of Directors and submitted to the General Meeting of Shareholders for consideration and decision.

4. Board Members, members of the Supervisory Board, Chief Executive Officer, Deputy Chief Executive Officers, Eximbank officers and employees, and other subjects specified in Clause 2, Article 1 of these regulations shall be responsible for implementing these regulations./.

ON BEHALF OF BOARD OF DIRECTORS
CHAIRPERSON

(Signed and sealed)

QUOCANH NGUYENLE