



STATEMENT

On: Amending and supplementing EVNFinance Joint Stock Company Charter of organization and operation, Regulations on organization and operation of the Board of Directors, Internal Administration Regulations

To: EVNFinance General Meeting of Shareholders

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Credit Institutions No. 47/2010/QH12 dated June 16, 2010 and Law No. 17/2017/QH14 dated November 20, 2017 about amending and supplementing a number of articles of the Law on Credit Institutions;
- Pursuant to the Charter of organization and operation of EVNFinance Joint Stock Company approved by the General Meeting of Shareholders on March 17, 2023.

The Board of Directors kindly submits to the 2024 Annual General Meeting of Shareholders (AGM 2024) for approval on amending and supplementing a number of articles of EVNFinance Charter of organization and operation, Regulations on the organization and operation of the Board of Directors, Internal Administration Regulations, specific contents are as follows:

1. Amending and supplementing a number of articles of EVNFinance Joint Stock Company Charter of organization and operation

EVNFinance's Charter of Organization and Operation (hereinafter referred to as "Charter") has been amended for the 12th time, approved by the General Meeting of Shareholders on March 17, 2023. To ensure that the Charter is more consistent with the provisions of law and the actual situation of the Company's operations, the Board of Directors kindly submits to the 2024 Annual General Meeting of Shareholders for approval on amendments and supplements, supplement and authorize for the Board of Directors to carry out amendment procedures according to the approved content. Accordingly, (i) amend and supplement 14 articles, (ii) omit 01 article (iii) retain 68 Articles.

Details of the amendments and supplements to the Company's Charter of organization and operation are in Appendix 01 attached to this Statement.

2. Amend and supplement a number of articles of the Regulations on organization and operation of the Board of Directors

The regulations on organization and operation of the Board of Directors of EVNFinance Joint Stock Company have been amended for the 4th time, approved by the General Meeting of Shareholders on March 17, 2023. To ensure that the regulations on organization and operation of the Board of Directors are more consistent with the provisions of law and the actual operating situation of the Company, the Board of Directors kindly submits to the 2024 Annual General Meeting of Shareholders for approval the amendments, supplement and authorize for the Board of Directors to carry out procedures to amend these Regulations according to the approved content. Accordingly, (i) Maintain 27 Articles on the basis of inheriting the contents

of the current Regulations on Organization and Operation of the Board of Directors; (ii) Make amendments to 11 Articles.

Details of the amendments and supplements to the Regulations on organization and operation of the Board of Directors of EVNFinance Joint Stock Company are in Appendix 02 attached to this Statement.

3. Amending and supplementing a number of articles of the Internal Management Regulations

The Internal Management Regulations of EVNFinance Joint Stock Company have been amended for the 3rd time, approved by the General Meeting of Shareholders on March 17, 2023. To ensure that the Internal Management Regulations are more consistent with the provisions of law and the actual situation of the Company's operations, the Board of Directors kindly submits to the 2024 Annual General Meeting of Shareholders for approval of the amended contents, supplement and authorize for the Board of Directors to carry out procedures to amend these Regulations according to the approved content. Accordingly, (i) Maintain 34 Articles in the Regulations and 14 Articles in the attached Appendix on the basis of inheriting the contents of the current Internal Management Regulations; (ii) Make amendments and supplements to 02 Articles of the current Regulations.

Details of the amendments and supplements to the Internal Management Regulations of EVNFinance Joint Stock Company are in Appendix 03 attached to this Statement.

Kindly submit to the General Meeting of Shareholders for consideration and approval.

Kind regards./.

Recipients:

- Board of Directors, Board of Managements;
- Board of supervisor;
- Archives: Financial accounting Office, Governance Office.

O/B. BOARD OF DIRECTORS
CHAIRMAN

PHAM TRUNG KIEN

Notice: In case of difference between two versions of English and Vietnamese, Vietnamese version shall prevail.

APPENDIX 01. EXPLANATION ON AMENDING AND SUPPLEMENTING THE CHARTER OF ORGANIZATION AND OPERATION IN 2024 OF EVNFINANCE JOINT STOCK COMPANY

STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
1	<p>Article 1. Definition</p> <p>Not specified</p>	<p>e. "The Law on the State Bank of Vietnam means the Law on the State Bank of Vietnam No. 46/2010/QH12 passed by the National Assembly of the Socialist Republic of Vietnam on June 16, 2010.</p>	<p>To add the definition of "Law on the State Bank of Vietnam" for use in reference in Article 4.3.</p>
2	<p>s. "Directors" of EVNFinance include: Chairman of the Board of Directors, members of the Board of Directors, General Director.</p>	<p>t. "Director" of EVNFinance include: Chairman of the Board of Directors, Vice Chairman of the Board of Directors, members of the Board of Directors, General Director.</p>	<p>Add the title of Vice Chairman of the Board of Directors to the "Managers" object of EVNFinance.</p>
2	<p>Article 2. Name, address and operation time of EVN Finance</p> <p>3) Charter capital: 3,510,640,310,000 Vietnamese dong (Three thousand five hundred ten billion six hundred and</p>	<p>3) Charter capital: VND 7,042,482,890,000 (Seven thousand and fourty two billion four hundred and eighty two million eight hundred and ninety thousand Vietnamese dong)</p>	<p>Adjusted as confirmed by the Board of Directors for 2 issuances and the 18th Business Registration Certificate dated December 26, 2023.</p>



STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
	forty million three hundred ten thousand dong)		
3	Article 4. Banking Operations of EVN Finance		
	4) Provide loans, including installment loans, consumer loans.	4) Provide loans including installment loans, consumer loans, loans to credit institutions, branches of foreign banks, domestic and foreign financial institutions in compliance with Law	Adjustment according to Clause 9 Article 1 TT01/2019/TT-NHNN amending form 09A at TT 30/2015/TT-NHNN
4	Article 9. Charter capital		
	2) The charter capital of EVN Finance is VND 3,510,640,310,000 (Three thousand five hundred ten billion six hundred and forty million three hundred ten thousand dong). This charter capital is divided into 351,064,031 shares (Three hundred and fifty-one million, not hundred sixty-	The charter capital of EVN Finance is VND 7,042,482,890,000 (Seven thousand and fourty two billion four hundred and eighty two million eight hundred and ninety thousand Vietnamese dong). This charter capital is divided into 704,248,289 shares (Seven hundred and four million, two hundred and forty-eight thousand, two	Adjusted as confirmed by the Board of Directors for 2 issuances and the 18th Business Registration Certificate dated December 26, 2023.

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	four thousand, not hundred and thirty-one shares) with par value of VND 10,000/share (ten thousand VND per share).	hundred and eighty-nine shares) with a par value of VND 10,000/share (ten thousand VND per share).	
5	Article 12. Shares, shareholders		
	4) EVN Finance's shares may be purchased in Vietnamese Dong, freely convertible foreign currency, gold, land use right value, intellectual property right value, technology, technical know-how, assets assessable in Vietnam Dong and other assets in accordance with the provisions of law.	4) Shares of EVN Finance can be purchased in VND, convertible foreign currencies, gold, value of land use rights, value of intellectual property rights, technology, technical know-how, and assets which can be valued in VND and other assets in accordance with the provisions of law and must be paid in full once.	Adjustment and supplementation of payment must be made in full in 01 time according to the provisions of Article 131 of the Law on Enterprises 2020.
	6) EVN Finance's Board of Directors shall decide on the share offering price.	6) The EVN Finance's Board of Directors decides the time, method and offering price of shares. The offering price of shares must not	Additional adjustments to the determination of share selling prices

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	<p>The offer price of shares must not be lower than the book value at the time of offering.</p>	<p>be lower than its market value at the time of offering or the value recorded in the books of shares at the time of offering, except for the following cases:</p> <ul style="list-style-type: none"> a) Shares sold for the first time to persons who are not founding shareholders; b) Shares sold to all shareholders in proportion to their existing share ownership in the company; c) Shares sold to brokers or guarantors; in this case, the specific discount amount or discount rate must be approved by the General Meeting of Shareholders. d) Other cases and discount rates in such cases shall be prescribed by the Company's Charter or Resolution of the General Meeting of Shareholders. 	<p>and exceptions according to Article 126 of the Enterprise Law 2020.</p>



STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
6	<p>Article 13. Share ownership limits</p> <p>c. Owning shares of foreign investors specified in Clause 2, Article 16 of the Law on Credit Institutions.</p>	<p>c. The maximum foreign ownership ratio in EVNFinance does not exceed 15% of EVN Finance's charter capital, in accordance with the Law on Credit Institutions.</p>	<p>Specific regulations on the limit of the maximum total ownership ratio of foreign shareholders in EVN Finance.</p>
7	<p>Article 18. Advisory Apparatus Assisting General Director</p> <p>1) Deputy General Directors; 2) Chief Accountant; 3) Departments and Divisions; 4) Branches, Affiliated units;</p>	<p>1) Deputy General Directors; 2) Chief Accountant; 3) Councils; 4) Blocks, departments, departments; 5) Branches and subordinate units;</p>	<p>Supplementing the council model pursuant to Circular 13/2018/TT-NHNN, and not limited to Circular 44/2011/TT-NHNN; 14/2023/TT-NHNN</p>
8	<p>Article 44. Powers and Duties of the Board of Directors</p> <p>d. To appoint, dismiss, discipline, suspend and decide on salary and other benefits for the titles of General Director, Deputy General Director,</p>	<p>d. To appoint, dismiss, discipline, suspend and make decision on salary and other benefits for the titles of General Director, Deputy General Director, Chief</p>	<p>Remove "Chief of Office of the Board of Directors" because there is no longer this title in the organizational structure.</p>

STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
	<p>Chief Accountant, Chief of Office of the Board of Directors and other managers and executives according to internal regulations of the Board of Directors.</p>	<p>Accountant, Chief of the Board of Directors Office and other managers, executives according to internal regulations of the Board of Directors.</p>	
	<p>e. To approve the plan to contribute capital and purchase shares of enterprises and credit institutions with a value of less than 20% of EVN Finance's charter capital stated in the most recently audited financial statements.</p>	<p>e. To approve plans for capital contribution and share purchase of other enterprises and investment funds with a value of less than 20% of the charter capital of EVN Finance as recorded in the latest audited financial statements.</p>	<p>Abolish "credit institutions", supplement "investment funds" to comply with the provisions of Clause 2, Article 110 of the Law on Credit Institutions</p>
	<p>f. To appoint a representative of EVN Finance's capital contribution at other enterprises and credit institutions.</p>	<p>f. To appoint a representative of EVN Finance's contributed capital at other enterprises and investment funds.</p>	<p>Abolish "credit institutions", supplement "investment funds" to comply with the provisions of Clause 2, Article 110 of the Law on Credit Institutions</p>

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	<p>g. To make decisions on investment, purchase and sale of assets of EVN Finance of 10% or more compared to the charter capital of EVN Finance stated in the most recent audited financial statements, except for investments, transactions of buying and selling assets of EVN Finance specified at Point h, Clause 1, Article 24 of this Charter.</p>	<p>g. To make decision on investment, purchase and sale of EVN Finance's assets from 10% or more of EVN Finance's charter capital as recorded in the most recent audited financial statements, except investment, purchase and sale of EVN Finance's assets as prescribed at Point h, Clause 1, Article 24 of these Charter. For transactions and contracts of lower value, the Board of Directors has the right to decide, decentralize and delegate decision authority to all levels in EVNFinance</p>	<p>Supplementing grounds for decentralization and decentralization of assets for investment transactions, asset purchase and sale of less than 10% of EVN Finance's charter capital stated in the latest audited financial statements.</p>
		<p>h. Approving, deciding and approving transactions, purchase and sale contracts (except for the cases specified in Point g. Clause 4, Article 44 of the Charter), loans, mobilizing domestic and foreign capital, and other contracts and transactions with a value of 35% or more of the total value of assets recorded in EVN Finance's most recent financial statements, except for transactions</p>	<p>Supplementing grounds for decentralization and decentralization of powers for capital raising activities under the competence of the Board of Directors.</p>

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		<p>and contracts under the approving competence of the General Meeting of Shareholders. For transactions and contracts of lower value, the Board of Directors has the right to decide, decentralize and delegate decision authority to all levels in EVN Finance.</p>	
		<p>i. Decide and approve credit grants at EVNFinance. The Board of Directors has the right to decentralize and delegate decision authority to all levels in EVN Finance for credit grants, except for transactions under the decision of the General Meeting of Shareholders or must be decided by the Board of Directors in accordance with the provisions of law and this Charter</p>	<p>Supplementing grounds for decentralization and decentralization of powers for credit granting activities under the competence of the Board of Directors</p>
		<p>n. To make decision on choosing an independent auditing organization according</p>	<p>Article 7.2 of Circular 39/2011/TT-NHNN on auditing credit institutions</p>



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		to the decision or authorization of the General Meeting of Shareholders	and in accordance with the UQ of the AGM at 24.1(s) of the Charter
		Bb. Decide on the establishment and prescribe the functions, tasks and powers of the Committees including the Human Resources Committee, the Risk Management Committee and other Committees as decided by the Board of Directors from time to time	Supplementing in order to unify the contents with QC, organization and operation of the Board of Directors, Article 43.6 of the Law on CIs
		Cc. Decide on the establishment and prescribe the functions, tasks and powers of councils including the Credit Council, the Investment Council and other councils as prescribed by law under the competence of the Board of Directors.	To add this content to clarify the scope of competence of the Board of Directors for the establishment and organization of activities of the Councils
		dd. Approving and approving bond issuance plans (except convertible bonds);	Supplemented to comply with the provisions of 13.2(a) Decree 153/2020/ND_CP



STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
		Ee. Decide, approve, and implement contents related to EVN Finance's restructuring plan associated with bad debt settlement and/or other plans of similar nature as prescribed by law, or at the request of the State Bank or other competent state agencies	Supplementing as required on approval of structural plans associated with bad debt settlement
9	<p>Article 45. Rights and obligations of the Chairman and members of the Board of Directors</p> <p>Article 45. Rights and obligations of the Chairman and members of the Board of Directors</p> <p>Not specified</p>	<p>Article 45. Rights and obligations of the Chairman, Vice Chairman and members of the Board of Directors</p> <p>....</p> <p>2) In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorize in writing another member to perform the rights and obligations of the Chairman and Vice Chairman of the Board of Directors. In case</p>	<p>Addition of the title "Vice President"</p> <p>Additional cases of authorization of the Chairman of the Board of Directors when absent or unable to perform his/her duties.</p>



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STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
		<p>there is no authorized person or the Chairman of the Board of Directors dies, is missing, is detained, is serving a prison sentence, is serving administrative handling measures at a compulsory detoxification establishment, compulsory educational institution, fleeing the place of residence, having limited or incapacitated civil act capacity, having difficulty in cognition or behavior control, being banned by the Court from holding certain posts, practicing profession or do certain jobs, the remaining members elect one of the members to temporarily hold the position of Chairman of the Board of Directors according to the majority rule.</p>	
	Not specified	3) Vice Chairman of the Board of Directors is a member of the Board of Directors, elected by the Board of Directors according to the principles of organization and operation of the	Add of the title of Vice Chairman of the Board of Directors



STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
10	<p>Article 48. Replacing members of the Board of Directors</p> <p>2) The Chairman of the Board of Directors who wishes to resign from the position of Chairman must submit a letter to the Board of Directors. Within 60 (sixty) days from the date of receipt of the application, the Board of Directors must hold a meeting to consider the decision and carry out procedures for dismissal, dismissal and election of the Chairman of the Board</p>	<p>Board of Directors. The Vice Chairman of the Board of Directors has all the powers and responsibilities of members of the Board of Directors and has additional powers and duties as assigned/delegated by the Board of Directors/ Chairman of the Board of Directors from time to time</p>	
	<p>2) The Chairman of the Board of Directors who wish to resign from the position of Chairman must submit a letter to the Board of Directors. Within 60 (sixty) days from the date of receipt of the application, the Board of Directors must hold a meeting to consider the decision and carry out procedures for dismissal, dismissal, election of the Chairman of the Board of Directors and Vice</p>		<p>Add titles of Vice Chairman of the Board of Directors</p>

STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
	<p>of Directors according to current regulations.</p> <p>6) The Chairman and members of the Board of Directors who are dismissed or dismissed shall be responsible for handing over the work to the Chairman and newly elected members of the Board of Directors for handling; At the same time, they must take personal responsibility for their decisions during the period of their eligibility to hold that title.</p>	<p>Chairman of the Board of Directors according to current regulations.</p> <p>6) The Chairman, Vice Chairman, and members of the Board of Directors who are dismissed or dismissed shall be responsible for handing over the work to the Chairman and newly elected members of the Board of Directors for processing; At the same time, they must take personal responsibility for their decisions during the period of their eligibility to hold that title.</p>	<p>Add titles of Vice Chairman of the Board of Directors</p>
11	Article 49. Meetings of the Board of Directors		
	<p>3) The Board of Directors meets at least once a quarter and may be convened an extraordinary meeting to promptly resolve unexpected affairs. A meeting of the Board of Directors shall</p>	<p>3) The Board of Directors meets at least once a quarter and may be convened an extraordinary meeting to promptly resolve unexpected affairs. A meeting of the Board of Directors shall be convened by the Chairman/ Vice</p>	<p>Add titles of Vice President</p>

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	<p>be convened by the Chairman/ Vice Chairman of the Board of Directors or a Board member authorized by the Chairman of the Board of Directors.</p>	<p>Chairman of the Board of Directors or a Board member authorized by the Chairman of the Board of Directors. The Chairman of the Board of Directors must convene a meeting of the Board of Directors in one of the following cases:</p> <ol style="list-style-type: none"> a. At the request of the Board of Supervisors or independent Board member; b. At the request of the General Director or at least 05 other managers; c. At the request of at least two members in the Board of Directors. d. Other cases as prescribed by law. 	
12	Article 53. Rights and obligations of the General Director		

STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
13	Article 65. Internal Audit	14. Decision on the establishment and stipulate functions, tasks and powers of councils in each period, including: Risk Settlement Council, Assets - Liabilities Management Council, and other councils under the decision of the General Director, complying with laws and internal regulations of EVNFinance, except for cases in the competence of the Board of Directors	Supplementing the right to establish the Board of Directors in accordance with legal and practical provisions (Contract of Construction under TT 11/2021/TT-NHNN), ALCO Council (refer to TT 13/2018/TT-NHNN), and other councils (such as the contract for debt settlement of bad revenues in TT 48/2019/TT-BTC)
	<p>Clause 4 of Article 65 is added:</p> <p>4) The principles of Internal Audit comply with the Law from time to time.</p>		This amendment replaces Article 66 of the 2023 Charter. , referenced in accordance with laws and internal regulations from time to time to ensure flexibility and up-to-date.

STT	CURRENT CHARTER OF EVNFINANCE	CHARTER AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS/REASON FOR AMENDMENT AND SUPPLEMENTATION
14	Article 66. Basic principles of internal audit, scope of internal audit, internal audit report	Remove Article 66	Replace with the content specified in Clause 4 of Article 65
15	<p>Article 83. Enforcement Terms</p> <p>2) In case there are provisions related to EVN Finance's operations that are not mentioned in this Charter, or in case there are new provisions of law different from those in the Charter, the provisions of such law are automatically applied and govern the activities of EVN Finance .</p>	<p>Article 82. Enforcement Terms</p> <p>2) In case there are legal provisions related to the operation of EVN Finance which are not mentioned in these Charter, or new legal provisions different from those in the Charter, the provisions of such law are automatically applied and govern the activities of EVN Finance.</p>	<p>Adjustment of the number of Charter due to the repeal of Article 66</p> <p>Remove the word "new" to expand the scope of application of Clause 2, Article 83 of the Charter in case there are existing legal provisions different from those in this Charter.</p>

Notice: In case of difference between two versions of English and Vietnamese, Vietnamese version shall prevail.

APPENDIX 02. EXPLANATION ON AMENDING AND SUPPLEMENTING REGULATIONS ON ORGANIZATION AND OPERATION OF THE BOARD OF DIRECTORS IN 2024

The content of the new Regulations includes 8 Chapters, 38 Articles, of which (i) amend and supplement 11 articles, (ii) retain 27 Articles, specifically as follows:

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
1	Article 1. Base and related documents		
		Supplement the base: 13. Charter of organization and operation of the Company	Unify the base
2	Article 6. Terms, definitions and abbreviations		
	9. The Director includes Chairman of the Board of Directors, members of the Board of Directors, and General Director.	9. The Director includes Chairman of the Board of Directors, Vice Chairman of the Board of Directors, members of the Board of Directors, General Director, and other managers according to the Law and Charter of the Company at times.	Add the title of Vice Chairman of the Board of Directors to be consistent with the charter and other positions according to regulations at times.

NO.	EYFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	10. State Bank: State Bank of Vietnam	10. State Bank (SBV): State Bank of Vietnam.	Add abbreviations.
3	Article 13. Exemption, Dismissal		
	<p>1. The Chairman and members of the Board of Directors of the Company are exempted, dismissed in the following cases:</p> <p>....</p> <p>2. The Chairman and members of the Board of Directors of the Company, after being exempted or dismissed, must be personally responsible for the own decisions during the period of holding that position.</p>	<p>1. The Chairman, Vice Chairman and members of the Board of Directors of the Company are exempted, dismissed in the following cases:</p> <p>....</p> <p>2. The Chairman, Vice Chairman and members of the Board of Directors of the Company, after being exempted or dismissed, must be personally responsible for the own decisions during the period of holding that position.</p>	<p>Add the title of Vice Chairman.</p>
4	Article 14. Replace and supplement members of the Board of Directors		

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	<p>2. If the Chairman of the Board of Directors wants to resign from the position of Chairman, that person must submit an application to the Board of Directors. Within 60 (sixty) days from the date of receiving the application, the Board of Directors must hold a meeting to consider the decision and conduct procedures for exempting, dismissing, and electing the Chairman of the Board of Directors in accordance with current regulations.</p>	<p>2. If the Chairman of the Board of Directors/Vice Chairman of the Board of Directors wants to resign from the position of Chairman/Vice Chairman, that person must submit an application to the Board of Directors. Within 60 (sixty) days from the date of receiving the application, the Board of Directors must hold a meeting to consider the decision and conduct procedures for exempting, dismissing, and electing the Chairman of the Board of Directors and Vice Chairman of the Board of Directors in accordance with the law and internal regulations of the Company.</p>	<p>Add the case of resignation for the position of Vice Chairman of the Board of Directors, supplemented based on legal regulations and internal regulations of the Company.</p>
	<p>6. The Chairman of the Board of Directors and members of the Board of Directors who are exempted or dismissed are responsible for handing over work to the Chairman of the Board</p>	<p>6. The Chairman, Vice Chairman and members of the Board of Directors who are exempted or dismissed are responsible for handing over work to the new Chairman, Vice Chairman and members of the Board of Directors elected by the General</p>	<p>Add the title of Vice Chairman of the Board of Directors.</p>

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	5. Approve the plan to contribute capital and purchase shares of other enterprises and credit institutions with a value of less than 20% of EVN Finance's charter capital recorded in the most recent audited financial statement.	5. Approve the plan to contribute capital and purchase shares of other enterprises and investment funds with a value of less than 20% of EVN Finance's charter capital recorded in the most recent audited financial statement.	Adjusted to comply with the provisions of Clause 2, Article 110 of the Law on Credit Institutions.
	6. Appoint a representative of EVN Finance's capital contribution at other enterprises and credit institutions.	6. Appoint representatives of EVN Finance's capital contributions at other enterprises and investment funds.	Adjusted to comply with the provisions of Clause 2, Article 110 of the Law on Credit Institutions.
	7. Investment decisions, asset purchase and sale transactions of EVN Finance of 10% or more compared to EVN Finance's charter capital recorded in the most recent audited financial statements, excluding investments and purchase transactions, selling EVN Finance's	7. Investment decisions, asset purchase and sale transactions of EVN Finance of 10% or more compared to EVN Finance's charter capital recorded in the most recent audited financial statements, excluding investments and purchase transactions, selling EVN Finance's assets as prescribed in Point h, Clause 1, Article 24 of the Company's Charter. For transactions and contracts of lower value, the	Additional decentralization of transactions and contracts of lower value to comply with the content of the Charter.

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	assets as prescribed in Point h, Clause 1, Article 2.4 of the Company's Charter.	Board of Directors has the right to decide, devolve and decentralize decision authority to levels within EVN Finance.	
	Not specified	8. Approve, decide, and approve transactions and purchase and sale contracts (except for cases falling under point g. Clause 4, Article 44 of the Charter), loans, domestic and foreign capital mobilization, contracts and other transactions with a value of 35% or more of the total asset value recorded in EVN Finance's most recent financial statement, except for transactions and contracts under the approval authority of the General Meeting of Shareholders. For transactions and contracts of lower value, the Board of Directors has the right to decide, devolve and decentralize decision authority to levels within EVN Finance.	Supplemented to be consistent with the Company's Charter.



NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	Not specified	9. Decide and approve credit extensions at EVNFinance. The Board of Directors has the right to devolve and decentralize decision-making authority to levels within EVN Finance for credit grants, except for transactions within the decision-making authority of the General Meeting of Shareholders or must be approved by the Board of Directors according to the provisions of law and this Charter.	Supplemented to be consistent with the Company's Charter.
	Not specified	14. Decide to select an independent audit organization according to the decision or authorization of the General Meeting of Shareholders.	Article 7.2 Circular 39/2011/TT-NHNN on auditing credit institutions. In accordance with the Authorization of the General Meeting of Shareholders at 24.1(s) of the Charter.

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	Not specified	28. Decide to establish and regulate the functions, tasks, and powers of Committees including the Human Resources Committee, Risk Management Committee and other Committees as decided by the Board of Directors at times.	Supplemented to be consistent with the Company's Charter.
	Not specified	29. Decide to establish and regulate the functions, tasks, and powers of councils including the Credit Council, Investment Council, and other councils according to the law under the authority of the Board of Directors.	Supplemented to be consistent with the Company's Charter.
	Not specified	30. Approve and approve the bond issuance plan (except convertible bonds);	Supplemented to be consistent with the Company's Charter.
	Not specified	31. Decide, approve, and implement contents related to EVN Finance's restructuring plan associated with bad debt handling or plans of similar nature according to legal regulations, or at	Supplemented as required for approval of structural plans associated with bad debt handling

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
		the request of the Bank, and other competent state agencies.	
6	Article 18. Duties and powers of the Chairman of the Board of Directors and Vice Chairman of the Board of Directors Not specified	2. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, authorize in writing for the Vice Chairman of the Board of Directors or another member to exercise the rights and obligations of the Chairman. In case there is no Vice Chairman of the Board of Directors/authorized person or Chairman of the Board of Directors who dies, being missing, detained, serving a prison sentence, administrative handling measures at the facility, compulsory education facility, escapes from place of residence, had limited or lost civil act capacity, had difficulty in cognition and	Add the case of Chairman of the Board of Directors 'authorization when being absent or unable to perform duties.



NO.	EVENFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
		<p>behavior control, banned by the Court from holding the positions, prohibited from practicing certain professions or doing certain jobs, the remaining members shall elect one person from among the members to temporarily hold the position of Chairman of the Board of Directors according to the principle of majority.</p>	
	<p>Not specified</p>	<p>3. When that is deemed necessary according to the actual organization and operations, the Board of Directors decides to elect a member of the Board of Directors to hold the position of Vice Chairman.</p> <p>The Vice Chairman of the Board of Directors is a member of the Board of Directors, elected by the Board of Directors according to the principle of majority. The Vice Chairman of the Board of Directors has all the authority and responsibilities of a member of the Board of Directors and has the following additional powers and duties:</p>	<p>Additional functions and duties of the Vice Chairman of the Board of Directors according to the Company's operational needs</p>

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NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
		<p>a. On behalf of the Chairman of the Board of Directors, manage the activities of the Board of Directors and sign documents within the authority of the Board of Directors when being authorized/assigned by the Chairman of the Board of Directors.</p> <p>b. On behalf of the Chairman of the Board of Directors, convene and assign members of the Board of Directors to prepare the content of meetings of the Board of Directors when being authorized/assigned by the Chairman of the Board of Directors.</p> <p>c. Monitor and urge the performance of tasks by members of the Board of Directors between Board of Directors meetings when being authorized/assigned by the Chairman of the Board of Directors.</p>	



NO.	EVENFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
		d. Carry out other powers and duties as authorized/assigned by the Chairman/Board of Directors.	
7	Article 20. Regulations on meetings and forms of meetings of the Board of Directors		
	1. The Board of Directors can meet regularly or irregularly. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors or a member of the Board of Directors authorized by the Chairman of the Board of Directors.	1. The Board of Directors can meet regularly or irregularly. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors or Vice Chairman of the Board of Directors/members of the Board of Directors authorized by the Chairman of the Board of Directors.	Adding additional authority to convene meetings of the Board of Directors of the Vice Chairman of the Board of Directors applied in some cases as assigned/authorized by the Chairman of the Board of Directors
8	Article 22. Extraordinary meeting of the Board of Directors		

NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	<p>1. The Board of Directors meets regularly at least once a quarter and can be convened irregularly to promptly handle unexpected tasks. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors or a member of the Board of Directors authorized by the Chairman of the Board of Directors.</p> <p>....</p>	<p>1. The Board of Directors meets regularly at least once a quarter and can be convened irregularly to promptly handle unexpected tasks. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors or Vice Chairman of the Board of Directors authorized by the Chairman of the Board of Directors.</p> <p>....</p>	<p>Adding additional authority to convene meetings of the Board of Directors of the Vice Chairman of the Board of Directors applied in some cases as assigned/authorized by the Chairman of the Board of Directors.</p>
9	Article 27. Authority and procedures for obtaining written opinions from members of the Board of Directors		
	<p>2. When the Board of General Directors, Committees, and units submit issues within the decision-making authority of the Board of Directors with complete documents, and procedures according to the</p>	<p>2. When the Board of General Directors, Committees, Councils, and units submit issues within the decision-making authority of the Board of Directors, complete documents, and procedures according to the Company's internal regulations, the assigned individual Tasks of preparing opinion</p>	<p>Adding the regulation "Council"</p>

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NO.	EVENFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
	<p>Company's internal regulations, the assigned individual prepares the opinion form and necessary documents related to the content of the opinion request. Opinion forms and accompanying documents must be sent by secured method, fax, email or other means to each member of the Board of Directors but must ensure each member of the Board of Directors fully receives the information.</p>	<p>forms and necessary documents related to the opinion content. Opinion forms and accompanying documents must be sent by secured method, fax, email or other means to each member of the Board of Directors but must ensure each member of the Board of Directors fully receives the information.</p>	
10	<p>CHAPTER VI RELATIONSHIPS OF THE BOARD OF DIRECTORS WITH SHAREHOLDERS, BOARD OF SUPERVISORS, BOARD OF MANagements, PARTY ORGANIZATIONS, UNIONS AND TRADE UNIONS</p>	<p>CHAPTER VI RELATIONSHIPS OF THE BOARD OF DIRECTORS WITH SHAREHOLDERS, BOARD OF SUPERVISORS, BOARD OF MANagements</p>	<p>Adjust the name of Chapter VI to match the content of the Chapter.</p>

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NO.	EVNFINANCE CURRENT REGULATIONS	REGULATIONS AFTER AMENDMENT AND SUPPLEMENTATION	LEGAL BASIS
11	<p>Article 33. Relationship between the Board of Directors and Board of Supervisors</p> <p>7. When receiving inspection minutes or summary reports from the Board of Supervisors, Board of Directors directs the General Director and relevant units to develop plans and carry out timely corrections, reporting to the Board of Directors, Board of Supervisors.</p>	<p>7. When receiving the recommendations of the Board of Supervisors, the Board of Directors implements or directs the General Director and relevant units to develop plans and make timely corrections, reporting to the Board of Directors, Board of Supervisors.</p>	<p>Point b, Clause 2, Article 31 of Circular 14/2023/TT-NHH and requires the Board of Directors to independently implement a number of recommendations of the Board of Supervisors regarding the activities of the Board of Directors.</p>

Notice: In case of difference between two versions of English and Vietnamese, Vietnamese version shall prevail.



**APPENDIX 03. REGULATION ON INTERNAL MANAGEMENT 2024 AMENDMENT EXPLANATION
OF EVNFINANCE JOINT STOCK COMPANY**

The contents of the new Regulation include 11 Chapters and 36 Articles, of which (i) amending and supplementing 02 Articles, (ii) keeping 34 Articles, specifically as follows:

STT	CURRENT INTERNAL MANAGEMENT REGULATIONS EVNFINANCE	THE FOLLOWING INTERNAL MANAGEMENT REGULATIONS	LEGAL BASIS
1	<p>Article 5. Explanation of words and acronyms</p> <p>f) <i>Independent Board Member</i> (hereinafter referred to as "Independent Practitioners") means a member specified in Clause 2, Article 155 of the Law on enterprises</p>	<p>Article 5. Terms and definitions</p> <p>f) <i>Independent Board Member</i> (hereinafter referred to as "Independent Practitioners") means a member specified in Clause 2, Article 155 of the Law on enterprises and Clause 2, Article 50 of the Law on Credit Institutions;</p>	<p>Supplementing legal basis under the Law on Credit Institutions</p>
2	<p>Article 18. Order and procedures for holding a meeting of the Board of Directors</p> <p>The Board of Directors may meet periodically or irregularly. Regular meetings of the Board of Directors shall be convened by the Chairman or members of the Board of Directors authorized by the Chairman of the Board of Directors at any time if deeming it necessary, but must meet at least once a quarter. The Board of Directors may meet at the head office of the Company or elsewhere.</p>	<p>The Board of Directors may meet periodically or irregularly. Regular meetings of the Board of Directors shall be convened by the Chairman or Vice Chairman/member of the Board of Directors authorized by the Chairman of the Board of Directors in compliance with the laws and internal regulations of the company whenever necessary, but must meet at least once a quarter. The Board of Directors may meet at the head office of the Company or elsewhere.</p>	<p>Adding the title of Vice Chairman of the Board of Directors and adding the content that the convening must be "<i>in accordance with the laws and internal regulations of the company</i>" to be in accordance with the</p>

STT	CURRENT INTERNAL MANAGEMENT REGULATIONS EVNFINANCE	THE FOLLOWING INTERNAL MANAGEMENT REGULATIONS	LEGAL BASIS
	The Board of Directors shall hold meetings in accordance with the order and procedures specified in Article 49 of the Company's Charter, Article 28 of the Regulations on organization and operation of the Board of Directors and the provisions of law.	The Board of Directors shall hold meetings in accordance with the order and procedures specified in Article 49 of the Company's Charter, Article 28 of the Regulations on organization and operation of the Board of Directors and the provisions of law	Charter and operation situation of the Company.

Notice: In case of difference between two versions of English and Vietnamese, Vietnamese version will prevail.

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