



**REPORT OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS
ABOUT PERFORMANCE OF BOARD OF DIRECTORS IN 2023**

**To: General Meeting of Shareholders of EVNFinance Joint Stock
Company**

According to the provisions of Decree 155/2020/ND-CP dated 31/12/2020 of the Government on the implementation of some articles of the Law on Securities and stipulated in EVNFinance's Charter, Independent Members of EVNFinance's Board of Directors report to EVNFinance's Annual General Meeting of Shareholders on the activities of the Board of Directors in 2023 as follows:

1. Review of consolidating Board of Directors

- At the Annual General Meeting of Shareholders held on March 17, 2023, the General Meeting elected EVNFinance's Board of Directors for the term 2023 – 2028, including 06 members with the structure: 03 non-executive members, 01 executive member and 02 independent members, specifically as follows:

No.	Name of member of the Board of Directors	Gender	Duty	Date of appointment
1	Mr. Pham Trung Kien	Male	Board member (non-executive)	17/03/2023
			Chairman (non-executive)	24/03/2023
2	Mr. Mai Danh Hien	Male	Member of the Board of Directors cum General Director	17/03/2023
3	Mr. Le Manh Linh	Male	Member of Board of Directors (non-executive)	17/03/2023
4	Mr. Nguyen Trung Thanh	Male	Member of Board of Directors (non-executive)	17/03/2023
5	Mr. Le Hoai Nam	Male	Independent member of the Board of Directors	17/03/2023

6	Mr. Nguyen Van Hai	Male	Independent member of the Board of Directors	17/03/2023
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- With the number of 06 members of the Board of Directors, the number of independent members of the Board of Directors is 02 people, ensuring compliance with the Charter and legal regulations.
- 2. General assessment of the performance of the Board of Directors**
- After the Annual General Meeting of Shareholders, the Board of Directors for the term 2023 – 2028 held the first meeting to elect the title of Chairman. At the same time, based on the experience of the Board members, the Board of Directors has assigned tasks to the Board members in order to best exploit the strengths of the Board members and develop the operation plan as well as the regular meeting agenda of the Board of Directors in 2023 as a basis for implementing the tasks.
- Based on the approval of the General Meeting of Shareholders, the Board of Directors has issued and disclosed information on documents including:
 - (1) Charter of Organization and Operation;
 - (2) Regulations on Organization and Operation of the Board of Directors;
 - (3) Internal Management Regulation.
- The activities of the Board of Directors have been carried out in accordance with the plan. The members of the Board of Directors have a high sense of responsibility, are prudent in performing their roles and responsibilities.
- Since election for the 2023-2028 term from March 17, 2023, the Board of Directors has held thirteen (13) in-person meetings at the Company's headquarters. All members of the Board of Directors participate in meetings of the Board of Directors, seriously study policy-making activities, strategies, risk appetite, business plans, governance activities; Supervise the operation of the Board of Management, supervise and direct the implementation of the contents approved in the Resolution of the General Meeting of Shareholders, ensure compliance with the Company's Charter, Regulations on Organization and Operation of the Board of Directors, Internal Management Regulations and other internal regulations as well as comply with the Law.
- All meetings are attended by the Board of Supervisors, are carried out in accordance with the order and procedures, provide full meeting documents, ensure the time according to the Company's internal regulations and the Law.
- Issues related to developing organizational structure, functions and tasks of units, business plans, business activities, details of plans to increase charter capital, personnel changes, environmental and social policies ... are thoroughly

discussed and evaluated by the Board of Directors with the Board of Directors to make appropriate decisions to bring the highest benefits to the Company.

- In addition to the Board of Directors meetings with full members as prescribed, non-executive BOD members (without the participation of Board Member cum General Directors) also have discussions and exchanges on a number of contents such as: Referring to the working apparatus at other credit institutions; About the hierarchy and titles in the Company; The ESG trend of the market. etc. to have a multi-dimensional perspective, from which there are objective assessments of the Company's activities.
- In 2023, the Board of Directors (including the Board of Directors for the term 2018 – 2023) has issued 95 resolutions and 51 decisions on operational aspects of the Company.
- In terms of building corporate culture, in 2023, members of the Board of Directors will participate in cohesion activities with EVNFinance employees launched by the Board of Directors and Trade Unions with the goal of taking EVNFinance human as the center of sustainable development.

3. Evaluation of the activities of the committees established by the Board of Directors:

- Committees under the Board of Directors as prescribed by law, including the Human Resources Committee and the Risk Management Committee, are maintained in regular or irregular meetings to consult the Board of Directors to enhance operational efficiency, promptly make decisions related to personnel policies, risk management policy of the Company.
- In September 2023, the Board of Directors decided to establish Strategy Committee with the task of consulting the Board of Directors on the development of orientation, strategic goals for the Company, solutions and development policies of the Company in each period. At the same time, at the meeting on December 21, 2023, the Board of Directors recognized the importance of sustainable development (ESG) and advocated to develop a future business development strategy that should be associated with EVNFinance's sustainable development strategy. Assign the Strategy Committee to study and consult the Board of Directors on the ESG implementation plan at EVNFinance, at the same time, the Board Member participating in the Strategy Committee will be the supervisor of ESG implementation activities of the Board of Management.

4. Evaluate the supervision of the Board of Directors for the General Director and the Board of Management

- The Board of Directors supervises the activities of the General Director through organizational activities and directs the improvement of the system of regulations and processes, with the policy that the Board of Directors



promulgates the Regulations to create a basic legal corridor in compliance with the Law, consolidating many separate business regulations into general business operation regulations suitable for each business segment so that the General Director has proactively developed appropriate operational procedures to operate the system.

- The Board of Directors strengthens the supervision function for the operation of the Board of Management through monthly, quarterly and annual business programs and plans, and supervises the implementation of the Board's resolutions, supervises the implementation of the recommendations of the Board of Directors.
- The Board of Directors also interacts with the Governance Manager of the Company and some units in the Company to better understand the performance of the Company.
- Independent members of the Board of Directors made objective assessments of the Company's internal document system, gave orientations for the construction of the internal regulatory document system, and at the same time, consulted the General Director to further optimize the construction of the Company's internal document lookup model.
- Independent members of the Board of Directors (under the Risk Management Committee) have actively supported the General Director and the Board of Management in the field of risk management, in order to help identifying possible risk issues early and maintain stability and sustainability for the Company's activities.
- In addition, the Board of Directors has supervised the General Director and members of the Board of Management in the implementation of information disclosure, especially transactions related to EVF stock ownership, ensuring compliance with legal regulations.
- Regarding the language of information disclosure, currently, many listed companies have information disclosure in Vietnamese and English to provide to foreign investors. Therefore, the Board of Management has studied the information disclosure in English, in short term, focusing on documents such as: Documents of the Annual General Meeting of Shareholders, Annual Report, Financial Statements and Sustainable Development Reports.

5. Review of transactions involving internal people and related persons of insiders of EVNFinance

- In 2023, the Board of Directors has approved transactions with related persons of EVNFinance internal people (Mr. Le Manh Linh, Mr. Nguyen Trung Thanh and Mr. Le Hoai Nam), related to EVNFinance's activities of receiving deposits,

issuing certificates of deposit, lending activities and purchasing health insurance for EVNFinance's employees.

- These activities are carried out by the Company to disclose information fully, on time, in accordance with the authority to approve and within the transaction limit in accordance with internal regulations and the Law.

The above is the report of the independent member of the Board of Directors on the performance of the Board of Directors in 2023 and report to the General Meeting of Shareholders.

Respectfully reported.

Recipients:

- As above;
- Board of Directors,
Board of Supervisors;
- Save: Governance
Office.

INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS



LE HOAI NAM



NGUYEN VAN HAI



