

Appendix 01: Explanation Table for Amendments and Supplements to the Charter on Organization and Operation of the Year 2024 of the EVN Finance Joint Stock Company (EVN Finance)

The content of the new Charter includes 22 Chapters and 83 Articles, of which (i) 1 Article is added, (ii) 54 articles are amended or supplemented, and (iii) 28 articles remain unchanged, details are as follows:

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
1	Article 1: Definitions		
	d. “Law on Credit Institutions” refers to Law No. 47/2010/QH12 approved by the National Assembly of the Socialist Republic of Vietnam on June 16, 2010, as amended and supplemented in 2017.	d. “Law on Credit Institutions” refers to Law No. 32/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 18, 2024, effective from July 1, 2024, and subsequent amendments and supplements.	Updated to comply with the newly effective 2024 Law on Credit Institutions
	No change	f. “Law on Securities” refers to Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019.	Added as the draft Charter references the Law on Securities.
	No change	m. “Actual Charter Capital” refers to the total charter capital and share capital surplus, plus cumulative undistributed profits, minus cumulative unaddressed losses, as reflected in accounting records.	Added to align with Clause 3, Article 28 of the 2024 Law on Credit Institution.
	v. “Related Person” is defined in Clause 28, Article 4 of the Law on Credit Institutions for matters concerning the organization and activities of EVN Finance as regulated under the law on credit	x. “Related Person” is defined in Clause 24, Article 4 of the Law on Credit Institutions for matters concerning the organization and activities of EVN Finance as regulated under the law on credit institutions. For information	Adjusted in accordance with the provisions of the 2024 Law on Credit Institutions.

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	institutions. For information disclosure and other issues not governed by the law on credit institutions, a related person is defined according to the Law on Enterprises and the Law on Securities.	disclosure and other issues not governed by the law on credit institutions, a related person is defined according to the Law on Enterprises and the Law on Securities.	
	No change	cc. “Indirect Ownership” refers to ownership of EVN Finance’s charter capital through investment entrustment or via enterprises in which the individual or organization holds more than 50% of the charter capital.	Added under the 2024 Law on Credit Institutions.
	3) Any terms, phrases, or concepts not defined in this Charter shall be interpreted according to the relevant legal provisions as defined in the Law on Credit Institutions, and the Law on Enterprises (if not conflicting with the subject and context).	3) Any terms, phrases, or concepts not defined in this Charter shall be interpreted according to the relevant legal provisions as defined in the Law on Credit Institutions, the Law on Securities, and the Law on Enterprises (if not conflicting with the subject and context).	Added the scope of adjustment under the "Law on Securities" because EVN Finance is a listed company and thus falls under the governance of this law.
2	Article 4: Banking Activities of EVN Finance		
	<ul style="list-style-type: none"> 1) Accepting deposits from organizations. 2) Issuing certificates of deposit, promissory notes, bills, and bonds to raise funds from organizations. 3) Borrowing from credit institutions, financial organizations domestically and abroad, or from the State Bank of Vietnam under refinancing regulations. 4) Lending activities, including installment loans, consumer loans, loans to credit institutions, foreign bank branches, domestic financial organizations, and international organizations. 	<ul style="list-style-type: none"> 1) Accepting demand deposits and term deposits from organizations. 2) Issuing certificates of deposit to raise funds from organizations. 3) Lending activities. 4) Providing bank guarantees. 5) Discounting and rediscounting services. 6) Factoring services. 7) Financial leasing. 	Adjusted to align with Article 115 of the 2024 Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	5) Providing bank guarantees. 6) Discounting and rediscounting negotiable instruments and other valuable papers. 7) Factoring services. 8) Financial leasing. 9) Issuing credit cards and other forms of credit upon approval by the State Bank of Vietnam.	8) Issuing credit cards and other credit activities in accordance with regulations from the Governor of the State Bank of Vietnam.	
3	Article 5: Borrowing, Depositing, and Trading Valuable Papers of EVN Finance		
	Article 4: Banking Activities of EVN Finance 3) Borrowing from credit institutions, financial organizations domestically and abroad, and from the State Bank of Vietnam under refinancing regulations. 4) Lending activities, including installment loans, consumer loans, loans to credit institutions, foreign bank branches, domestic financial organizations, and international organizations.	Article 5: Borrowing, Depositing, and Trading Valuable Papers of EVN Finance 1) EVN Finance may borrow from the State Bank of Vietnam through refinancing as per the Law on the State Bank of Vietnam. 2) EVN Finance may buy and sell valuable papers with the State Bank of Vietnam according to the relevant laws. 3) EVN Finance may lend, borrow, deposit funds, accept deposits, and engage in term transactions of valuable papers with credit institutions, foreign bank branches as permitted by the Governor of the State Bank of Vietnam. 4) EVN Finance may borrow funds internationally following legal regulations.	Separated from Article 4 "Banking Activities of EVN Finance" to clarify provisions under Article 115 of the 2024 Law on Credit Institutions.
4	Article 6: Opening an account of EVN Finance		

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	<p>Article 5: Opening an account of EVN Finance</p> <p>1) EVN Finance must open a deposit account at the State Bank of Vietnam and maintain an average balance not lower than the required reserve level.</p>	<p>Article 6: Opening an account of EVN Finance</p> <p>1) EVN Finance must open a payment account at the State Bank of Vietnam and maintain the mandatory reserve level on this account</p>	Adjusted as per Article 117 of the 2024 Law on Credit Institutions.
5	Article 7: Capital Contributions and Shareholding of EVN Finance		
	2) Conditions, dossiers, and procedures for establishing subsidiaries and affiliates of EVN Finance are specifically regulated by the State Bank of Vietnam.	2) Conditions, dossiers, and procedures for establishing or acquiring subsidiaries and affiliates, increasing capital in these entities, and managing debt and asset exploitation activities of subsidiaries and affiliates are specifically regulated by the Governor of the State Bank of Vietnam.	Adjusted in line with Article 118 of the 2024 Law on Credit Institutions.
	3) Conditions, procedures, and processes for setting up subsidiaries and affiliates of EVN Finance must comply with relevant laws.	3) Conditions, procedures, and processes for setting up subsidiaries and affiliates of EVN Finance must comply with the Law on Credit Institutions and relevant laws.	
6.	Article 8: Other Business Activities of EVN Finance		
	1) Accept entrusted capital from the Government, organizations, or individuals to invest in production, business projects, or provide credit as permitted. Delegate funds to other credit institutions for credit provision. The acceptance of entrusted capital from individuals and the delegation of funds to credit	1) EVN Finance conducts the following business activities per the regulations of the Governor of the State Bank of Vietnam: c. Accept entrusted capital from organizations and individuals to perform authorized credit activities; delegate funds to other credit institutions for credit activities of EVN Finance.	Supplement according to Article 119 of the Law on Credit Institutions 2024 + Circular No. 35/2024/TT-NHNN

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	<p>institutions shall comply with regulations of the State Bank of Vietnam.</p> <p>2) Participate in the monetary market as per Article 104 of the Law on Credit Institutions.</p> <p>3) Purchase and sell government bonds and corporate bonds.</p> <p>4) Underwrite government and corporate bonds; act as an agent for the issuance of bonds, stocks, and other valuable papers.</p> <p>5) Conduct foreign exchange and foreign currency-related services as permitted by the State Bank of Vietnam.</p>	<p>d. Buy and sell Treasury bills, corporate bonds, and other valuable papers, except those specified in Clause 2, Point a of this Article.</p> <p>e. Conduct foreign exchange transactions and provide foreign exchange-related services.</p> <p>f. Offer asset safekeeping services to customers.</p> <p>g. Provide services related to factoring.</p> <p>h. Offer consulting services on banking and other business activities specified in its business license.</p>	
	<p>6) Act as an agent for insurance business.</p> <p>7) Provide consulting services in banking, finance, and investment.</p> <p>8) Offer asset management and safekeeping services to customers.</p> <p>9) Arrange capital for investment projects, negotiate, and conclude domestic and international loan agreements for Vietnam Electricity (EVN), its member units, and other organizations or individuals under contractual arrangements.</p>	<p>2) EVN Finance conducts the following business activities under relevant laws:</p> <p>a. Purchase and sell government debt instruments, government-guaranteed bonds, and local government bonds.</p> <p>b. Issue bonds to raise capital from organizations.</p> <p>c. Act as an agent for insurance businesses under the laws on insurance and within the scope of the Governor of the State Bank of Vietnam’s regulation on insurance agency activities.</p>	Reorganized content to comply with the 2024 Law on Credit Institutions.
	<p>10) Manage the capital of EVN’s member units.</p>	<p>3) EVN Finance may engage in other business activities related to banking not specified in Clauses 1 and 2 of this Article as per the regulations of the Governor of the State Bank of Vietnam and other applicable laws.</p>	

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	<p>11) Provide cash collection and payment services to customers.</p> <p>12) Advise and develop clean development mechanism (CDM) projects and greenhouse gas emission reduction initiatives.</p> <p>13) Facilitate the purchase and sale of certified emission reduction credits.</p> <p>14) Deposit and accept deposits from domestic and international credit institutions, foreign bank branches, and financial institutions.</p> <p>15) Conduct other business activities as permitted by law.</p>		
7	Article 12: Operating Capital of EVN Finance		
	<p>1) Owner's Equity:</p> <p>a. Charter capital or allocated capital;</p>	<p>1) Owner's Equity:</p> <p>a. Charter capital;</p>	Not applicable as EVN Finance is not a state-owned credit institution.
	<p>d. Reserve funds for charter capital supplementation, development investment funds, and financial provisioning funds.</p>	<p>d. Reserve funds for charter capital supplementation, financial provisioning funds, and other funds as per legal regulations and EVN Finance's internal policies at any given time.</p>	Adjusted the content to conform to Article 148 (Point c, Clause 2), the development investment fund only applies the mandatory appropriation with credit institutions held by the State >50%, credit institutions are cooperatives.
8	Article 13. Shares and shareholders		

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	3) EVN Finance has ordinary shares, and the holders of ordinary shares are called ordinary shareholders.	3) EVN Finance has ordinary shares, and the holders of ordinary shares are called ordinary shareholders. EVN Finance may also have preference shares, and the holders of preference shares are called preference shareholders, depending on the provisions of the Charter and applicable legal regulations from time to time.	Supplemented to be consistent with the Law on Enterprises and Clauses 2.3, Article 60 of the Law on Credit Institutions.
	<p>4) Shares of EVN Finance can be purchased using Vietnamese Dong, freely convertible foreign currencies, gold, land use rights, intellectual property rights, technology, technical know-how, other assets that can be valued in Vietnamese Dong, and assets in accordance with legal regulations. Payment must be made in full in a single installment.</p> <p>5) In cases where capital contribution is made using land use rights or other assets that are not Vietnamese Dong or gold, such assets must be essential for the direct operations of EVN Finance and must be approved by the General Meeting of Shareholders. The valuation and transfer of ownership of contributed assets shall comply with Articles 35 and 36 of the Enterprise Law and relevant legal regulations.</p>	<p>4) Shares of EVN Finance can be purchased using Vietnamese Dong, freely convertible foreign currencies, gold, land use rights, intellectual property rights, technology, technical know-how, other assets that can be valued in Vietnamese Dong, and other assets in accordance with legal regulations. Payment must be made in full in a single installment.</p> <p>5) In cases where capital contribution is made using land use rights or other assets that are not Vietnamese Dong or gold, such assets must be essential for the direct operations of EVN Finance and must be approved by the General Meeting of Shareholders. The valuation and transfer of ownership of contributed assets shall comply with Articles 35 and 36 of the Enterprise Law and relevant legal regulations.</p>	Wording
9	Article 14. Shareholding Limits		

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	1) An individual shareholder may not own more than 5% (five percent) of EVN Finance's charter capital.	1) An individual shareholder may not own more than 5% (five percent) of EVN Finance's charter capital.	Adjusted the content to be in line with Article 63.1 of the Law on Credit Institutions 2024
	2) An institutional shareholder may not own more than 15% (fifteen percent) of EVN Finance's charter capital, except for the following cases: a. Shareholding in EVN Finance under special control following a restructuring plan approved by competent authorities; shareholding of EVN Finance in subsidiaries or associates as stipulated in Clauses 2 and 3, Article 103, and Clause 3, Article 110 of the Law on Credit Institutions; b. State shareholding in EVN Finance; c. The maximum foreign ownership ratio in EVN Finance shall not exceed 15% of EVN Finance's charter capital, in compliance with the provisions of the Law on Credit Institutions.	2) An institutional shareholder may not own more than 10% (ten percent) of EVN Finance's charter capital.	Adjusted the content to be consistent with Article 63.2 of the Law on Credit Institutions 2024
		3) A shareholder and their related persons may not collectively own more than 15% (fifteen percent) of EVN Finance's charter capital. Major shareholders of EVN Finance and their related persons may not own 5% (five percent) or more of the charter capital of another credit institution.	Adjusted the content to be consistent with Article 63.3 of the Law on Credit Institutions 2024

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	<p>4) The ownership ratios specified in Clauses 1, 2, and 3 of this Article include capital entrusted to other organizations or individuals for the purchase of shares.</p>	<p>4) The provisions in Clauses 2 and 3 of this Article do not apply to the following cases:</p> <ul style="list-style-type: none"> a. Shareholding in subsidiaries or associate companies as stipulated in Clauses 2 and 3, Article 111 of the Law on Credit Institutions; b. State shareholding in EVN Finance; c. Shareholding by foreign investors as prescribed in Clause 7, Article 63 of the Law on Credit Institutions. 	<p>Adjusted the content to be consistent with Article 63.4 of the Law on Credit Institutions 2024</p>
	<p>No adjustment</p>	<p>5) The shareholding ratios specified in Clauses 1 and 2 of this Article include indirect ownership of shares. The shareholding ratio in Clause 3 of this Article includes capital entrusted by shareholders to other organizations or individuals to purchase shares and excludes shareholding by related persons who are subsidiaries of that shareholder as stipulated in Point a, Clause 9, Article 4 of the Law on Credit Institutions.</p> <p>6) The maximum foreign ownership ratio in EVN Finance shall not exceed 15% (fifteen percent) of EVN Finance's charter capital, in compliance with the provisions of the Law on Credit Institutions; the Law on Investment; regulations on public companies, listing, and other relevant legal regulations.</p>	<p>Supplemented the content to be consistent with Articles 67.5 and 67.7 of the Law on Credit Institutions, Article 7 of Decree 01/2014/ND-CP and Decree 155/2020, Law on Investment 2020.</p>

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10	Article 15. Shares of EVN Finance		
	9) Within 30 (thirty) days from the date of commencing operations or from the date shareholders fully pay for the shares they committed to purchase when EVN Finance increases its charter capital, EVN Finance must issue new shares to the shareholders.	9) Within 30 (thirty) days from the date of commencing operations or from the date shareholders fully pay for the shares they committed to purchase when EVN Finance increases its charter capital, EVN Finance must issue new shares to the shareholders, except as otherwise provided by law.	Add to clarify.
11	Article 16. Offering, Transfer, and Repurchase of Shares		
	1) Individual shareholders and institutional shareholders whose representatives are members of the Board of Directors, members of the Board of Supervisors, or the General Director of EVN Finance may not transfer their shares during their term of office.	1) Individual shareholders and institutional shareholders whose representatives for capital contribution at EVN Finance are members of the Board of Directors, members of the Board of Supervisors, or the General Director of EVN Finance may not transfer their shares during their term of office.	Adjusted the content in accordance with Article 64 of the Law on Credit Institutions 2024.
	2) During the period of addressing consequences under the resolution of the General Meeting of Shareholders or the decision of the State Bank of Vietnam due to personal responsibility, members of the Board of Directors, members of the Board of Supervisors, and the General Director may not transfer their shares, except in the following cases: a. Members of the Board of Directors, members of the Board of Supervisors, and the General Director are	2) During the period of addressing consequences arising from personal liability under a resolution or decision of the General Meeting of Shareholders or a decision of the State Bank of Vietnam, members of the Board of Directors, members of the Board of Supervisors, and the General Director are prohibited from transferring shares, except in the following cases: a. Members of the Board of Directors, members of the Board of Supervisors, and the General Director are	Adjusted the content in accordance with Articles 64 and 65 of the Law on Credit Institutions 2024.

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	<p>authorized representatives of institutional shareholders undergoing mergers, consolidations, splits, divisions, dissolution, or bankruptcy in accordance with the law;</p> <p>b. Members of the Board of Directors, members of the Board of Supervisors, and the General Director are required to transfer shares under a court decision;</p> <p>c. Members of the Board of Directors, members of the Board of Supervisors, and the General Director transfer shares to other investors to implement a restructuring plan approved by competent authorities.</p>	<p>authorized representatives of institutional shareholders undergoing mergers, consolidations, splits, divisions, dissolution, or bankruptcy as prescribed by law;</p> <p>b. Members of the Board of Directors, members of the Board of Supervisors, and the General Director are required to transfer shares under a legally effective court judgment or decision;</p> <p>c. Members of the Board of Directors, members of the Board of Supervisors, and the General Director transfer shares to other investors to implement an approved recovery plan, full equity transfer plan, or mandatory transfer plan.</p>	
	<p>4) EVN Finance may only repurchase shares from shareholders if, after fully paying for the repurchased shares, it still ensures compliance with banking operation safety ratios and the actual value of its charter capital does not fall below the minimum legal capital requirement. In cases where the repurchase of shares results in a reduction of EVN Finance's charter capital, prior written approval from the State Bank of Vietnam is required.</p>	<p>4) EVN Finance may only repurchase shares from shareholders if, after fully paying the amount corresponding to the repurchased shares, it still ensures compliance with banking operation safety ratios and the actual value of its charter capital does not fall below the minimum legal capital requirement.</p>	<p>Adjust the content in accordance with Article 65 of the Law on Credit Institutions 2024.</p>
12	Article 20. Shareholders' Register		

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	3) The shareholders' register shall be kept at the head office of EVN Finance or the Securities Depository Center. Shareholders have the right to inspect, access, extract, or copy the names and contact addresses of shareholders in the register during EVN Finance's or the Securities Depository Center's working hours.	3) The shareholders' register shall be kept at the head office of EVN Finance or the Vietnam Securities Depository and Clearing Corporation. Shareholders have the right to inspect, access, extract, or copy the names and contact addresses of shareholders in the register during the working hours of EVN Finance or the Vietnam Securities Depository and Clearing Corporation.	Adjust the content in accordance with the Law on Securities 2019 and Decree 155/2020/ND-CP.
13	Article 21. Shareholders' Rights		
	2) Holders of ordinary shares have the following rights:	a. Attend and express opinions at General Meeting of Shareholders and exercise voting rights directly, through an authorized representative, or via other forms as stipulated in the Company's Charter and applicable laws. Each ordinary share carries one vote.	Add to clarify
	2) Holders of ordinary shares have the following rights: b. Receive dividends as resolved by the General Meeting of Shareholders;	2) Holders of ordinary shares have the following rights: b. Receive dividends as resolved by the General Meeting of Shareholders.	Wording again according to the Law on Credit Institutions 2024.
	c. Be given priority to purchase new shares when EVN Finance increases its charter capital, based on the proportion of shares each shareholder currently owns. The offering of new shares shall be made through a sale notice stating the number of shares offered and the	c. Have priority to purchase newly offered shares corresponding to the proportion of ordinary shares held by each shareholder in EVN Finance. The offering of new shares shall follow the procedures and regulations under securities laws. If a shareholder declines to purchase the	Adjust the content consistent with Article 61 of the Law on Credit Institutions, the law on securities and wording to clarify the meaning.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	acceptance period (not less than 15 (fifteen) days). If a shareholder declines to purchase the new shares, the Board of Directors is authorized to offer these new shares to other suitable parties under terms and conditions that are no more favorable than those previously offered to the shareholders.	offered shares, the Board of Directors is authorized to offer these shares to other suitable parties under terms and conditions that are no more favorable than those initially offered to the shareholders.	
	d) Transfer shares according to the Company's Charter and legal regulations.	d) Transfer shares and associated rights to other shareholders or external parties per legal regulations, internal rules, and General Meeting resolutions.	Adjusted to comply with Article 152 of the 2024 Law on Enterprises.
	e. Access information about EVN Finance's business activities as stipulated in the Charter.	Remove this content	
	f. Authorize another individual in writing to exercise their rights and obligations; the authorized representative cannot nominate themselves for election.	Move down to point h of the Draft of the new Charter.	
	g. Inspect, search, and request to correct inaccurate personal information in the shareholder list.	e. Inspect and correct information in the list of voting shareholders, including name and contact details.	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.
	h. Inspect, search, and copy the Company Charter, General Meeting of Shareholders' minutes, and resolutions.	f. Inspect and extract the Company Charter, minutes of General Meetings, resolutions, and decisions of the General Meeting of Shareholders.	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	i. Upon the dissolution or bankruptcy of EVN Finance, receive a portion of the remaining assets proportional to their contributed shares, as stipulated by law.	g. Upon dissolution or bankruptcy, receive a share of the remaining assets proportional to their shares, as per laws on dissolution and bankruptcy;	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.
	Point f.	h. Authorize another individual in writing to exercise their shareholder rights and obligations; the authorized individual cannot nominate themselves for election.	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.
	j. Shareholders or groups owning at least 10% of total common shares have the right to nominate members for the Board of Directors and Supervisory Board. The list of candidates must be submitted to the Board of Directors within the timeframe stipulated by the Board of Directors.	i. Nominate candidates for the Board of Directors and Supervisory Board according to the Company Charter or applicable law if not specified in the Charter.	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.
	m. To be protected in their lawful rights and interests; Propose suspensions or annulments of decisions and resolutions of the General Meeting of Shareholders, the Board of Directors, and others deemed unlawful.	l. To be protected in their lawful rights and interests; to be able to propose suspensions or annulments of decisions and resolutions of the General Meeting of Shareholders, the Board of Directors, and others deemed unlawful.	Wording
	3) Shareholders or groups holding at least 5% of common shares (as per the Company Charter) have additional rights: Not stipulated.	3) Shareholders or groups holding at least 5% of common shares (as per the Company Charter) have additional rights: a. Nominate candidates for the Board of Directors and Supervisory Board, with lists submitted to the Board of Directors within the deadlines set by the Board.	Adjusted to comply with Article 61 of the 2024 Law on Credit Institutions.
	b. Inspect and extract records of the Board's resolutions, financial reports, Supervisory Board	c. Inspect and extract records of the Board's resolutions, financial reports, Supervisory Board reports, and	Reword and update the numbering of the clauses.

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	reports, and contracts approved by the Board of Directors, except confidential business information;	contracts approved by the Board of Directors, except confidential business information;	
	4) Shareholders or groups of shareholders holding at least 10% of the total common shares are entitled to nominate candidates to the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board shall be conducted as follows:	4) The nomination of candidates to the Board of Directors and the Supervisory Board, as stipulated in Point a, Clause 3 of this Article, shall be conducted as follows:	Remove the provision requiring groups of shareholders holding at least 10% to have this right.
	b) Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders specified in this clause are entitled to nominate one or more candidates to be proposed by the General Meeting of Shareholders as candidates for the Board of Directors and the Supervisory Board. If the number of candidates nominated by the shareholders or group of shareholders is fewer than the number they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates will be nominated by the Board of Directors, the Supervisory Board, and other shareholders or groups of shareholders as specified in Point f, Clause 7, Article 43 and Point f, Clause 4, Article 55 of this Charter.	b) Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders specified in this clause are entitled to nominate one or more candidates as determined by the General Meeting of Shareholders to be candidates for the Board of Directors and the Supervisory Board. If the number of candidates nominated by the shareholders or group of shareholders is fewer than the number they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates will be nominated by the Board of Directors, the Supervisory Board, and other shareholders or groups of shareholders as specified in Point f) Clause 8, Article 44 and Point f) Clause 4, Article 56 of this Charter.	Adjust the references to align with the draft of the new Charter.

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14	Article 22. Obligations of Common Shareholders		
	<p>Article 22. Obligations of Common Shareholders</p> <p>a. Fully pay the amount corresponding to the shares they have committed to purchase within the time frame set by EVN Finance; Be responsible for the debts and other liabilities of EVN Finance within the scope of the capital contributed to EVN Finance;</p>	<p>Article 22. Obligations of Common Shareholders</p> <p>a. Fully pay the amount corresponding to the number of shares they have committed to purchase within the time frame specified by EVN Finance; be responsible for the debts and other liabilities of EVN Finance within the scope of the capital contributed to EVN Finance.</p>	Adjust and add content for clarification.
	<p>b) Shareholders shall not withdraw their contributed share capital from EVN Finance in any form that would lead to a reduction in the charter capital of EVN Finance, except in cases where EVN Finance repurchases shares as specified in Clause 4, Article 15 of this Charter. If a shareholder withdraws part or all of their contributed share capital in violation of this provision, the shareholder and any related parties in EVN Finance shall be jointly responsible for the debts and liabilities of EVN Finance to the extent of the withdrawn share capital and any damages incurred.</p>	<p>b. Shareholders shall not withdraw their contributed share capital from EVN Finance in any form that would result in a reduction of the charter capital of EVN Finance, except in cases where EVN Finance repurchases shares as specified in the Charter. If a shareholder withdraws part or all of their contributed share capital in violation of this provision, the shareholder and any related parties in EVN Finance shall be jointly responsible for the debts and liabilities of EVN Finance to the extent of the withdrawn share capital and any damages incurred.</p>	Adjust the legal reference
	<p>c. Be legally responsible for the legality of the source of capital contributed, purchased, or transferred in EVN Finance; not use funds from credit institutions or foreign bank branches to purchase or transfer shares in EVN Finance; not contribute capital or purchase</p>	<p>c. Be legally responsible for the legality of the source of capital contributed, purchased, or transferred in EVN Finance; not use funds from credit institutions, foreign bank branches, or funds raised through the issuance of corporate bonds to purchase or transfer shares in EVN</p>	The inclusion of "funds raised through the issuance of corporate bonds" to comply with Point c, Clause 1, Article 62 of the 2024 Law on Credit Institutions.

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	shares of EVN Finance under the name of another individual or legal entity in any form, except in cases of authorization as prescribed by law.	Finance; not contribute capital or purchase shares in EVN Finance under the name of another individual or legal entity in any form, except in cases of authorization as prescribed by law.	
	d. Comply with the Charter and internal regulations of EVN Finance;	d. Comply with the Charter and internal provisions of EVN Finance;	Wording revised according to Article 62 of the 2024 Law on Credit Institutions
	f. Be personally responsible when acting in the name of EVN Finance for any illegal acts, conducting business, or other transactions for personal gain or to serve the interests of other organizations or individuals;	f. Be responsible when acting in the name of EVN Finance for any illegal acts, conducting business, or other transactions for personal gain or to serve the interests of other organizations or individuals;	Wording revised according to Article 62 of the 2024 Law on Credit Institutions
	g. Maintain the confidentiality of information provided by EVN Finance as per the provisions of this Charter and the law; use the provided information only to exercise and protect your legal rights and interests; it is prohibited to distribute, copy, or send information provided by EVN Finance to other organizations or individuals;	g. Maintain the confidentiality of information provided by EVN Finance as per the provisions of this Charter and the law; use the provided information only to exercise and protect your legal rights and interests; it is prohibited to distribute, copy, or send information provided by EVN Finance to other organizations or individuals;	Wording revised according to Article 62 of the 2024 Law on Credit Institutions
	No adjustment	h. Participate in the General Meeting of Shareholders and exercise voting rights through the following methods: Attend and vote directly at the meeting; <ul style="list-style-type: none"> • Authorize another individual or organization to attend and vote at the meeting; 	Added content according to the sample Charter in Circular 116/2020/TT-BTC

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		<ul style="list-style-type: none"> • Participate and vote via online meetings, electronic voting, or other electronic means; • Submit voting ballots to the meeting via mail, fax, email; • Submit voting ballots through other methods as specified in the Company Charter. 	
	i. Other obligations as required by law;	j. Other obligations as required by law and this Charter;	Wording revised.
	2) Shareholders who receive investment trust for other organizations or individuals must provide EVN Finance with information about the beneficial owners of the shares they are entrusted to invest in EVN Finance. EVN Finance has the right to suspend the shareholder rights of these shareholders if it is discovered that they did not provide accurate information about the beneficial owners of the shares.	2) Shareholders who receive investment trust for other organizations or individuals must provide EVN Finance with information about the beneficial owners of the shares they are entrusted to invest in EVN Finance. EVN Finance has the right to suspend the shareholder rights of these shareholders if it is discovered that they did not provide or provided incomplete or inaccurate information about the beneficial owners of the shares.	Wording revised according to Article 62 of the 2024 Law on Credit Institutions.
15	Article 22: Annual General Meeting of Shareholders	Article 23: General Meeting of Shareholders	
	1) The General Meeting of Shareholders is the highest authority of EVN Finance, and all shareholders listed in the shareholder register have the right to attend. The Annual General Meeting is held once a year within 4 (four) months from the end of the fiscal year.	1) The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of EVN Finance. All shareholders listed in the shareholder register have the right to attend. 2) The Annual General Meeting is held once a year within 4 (four) months from the end of the fiscal year.	Separate these two contents to clarify the concept of the General Meeting of Shareholders. Reword the content according to Article 138 of the 2020 Law on Enterprises.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>2) The Annual General Meeting is convened by the Board of Directors and must be held in Vietnam; the specific location is determined by the Board of Directors based on actual conditions. The Annual General Meeting decides on matters within the scope of its authority as prescribed by law and this Charter. In case the audit report or the annual financial statement of EVN Finance contains material exclusions, opposing audit opinions, or a refusal, EVN Finance must invite a representative from an approved audit organization to attend the meeting of the Annual General Meeting. The representative from the approved audit organization is responsible for attending the Annual General Meeting of EVN Finance.</p>	<p>3) The Annual General Meeting is convened by the Board of Directors and must be held in Vietnam, with the specific location decided by the Board of Directors based on actual conditions. The Annual General Meeting decides on matters within its authority as prescribed by law and this Charter, particularly the approval of the audited annual financial statements. In case the audit report or the annual financial statement of EVN Finance contains material exclusions, opposing audit opinions, or a refusal, EVN Finance must invite a representative from an approved audit organization to attend the meeting of the Annual General Meeting. The representative from the approved audit organization is responsible for attending the Annual General Meeting of EVN Finance.</p>	<p>The “audited financial statements” must be approved at the Annual General Meeting as per Circular 116/2020/TT-BTC and in line with actual practices at EVNFC.</p>
16	Article 24. Extraordinary General Meeting of Shareholders		
	<p>2) The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following cases:</p>	<p>2) The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following cases:</p>	<p>Wording lại câu từ theo Khoản 2 Điều 67 Luật các TCTD 2024.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	e. As required by the State Bank of Vietnam, if an event occurs that affects the safety of EVN Finance's operations;	e. As required by the State Bank of Vietnam, if an event occurs that affects the safety of EVN Finance's operations.	
	2) The Board of Directors must convene a shareholders' meeting within 60 (sixty) days from the date of receiving any of the requests or the occurrence of any of the events mentioned in Clause 1 of this Article.	3) The Board of Directors must convene a shareholders' meeting within 60 (sixty) days from the date of receiving any of the requests or the occurrence of any of the events mentioned in Clause 2 of this Article.	Cập nhật dẫn chiếu.
	3) If the Board of Directors fails to convene the General Meeting of Shareholders, the Supervisory Board shall convene the General Meeting of Shareholders as prescribed by law.	4) If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 3 of this Article, the Supervisory Board shall convene the General Meeting of Shareholders within the next 30 days as prescribed by law.	Added content to align with Article 140 of the 2020 Law on Enterprises.
	4) If the Supervisory Board fails to convene the General Meeting of Shareholders, shareholders or groups of shareholders who have made the request specified in Point c, Clause 1 of this Article have the right to replace the Board of Directors and the Supervisory Board to convene the General Meeting of Shareholders as prescribed by law.	5) If the Supervisory Board fails to convene the General Meeting of Shareholders as prescribed in Clause 4 of this Article, shareholders or groups of shareholders who have made the request specified in Point c, Clause 2 of this Article have the right to replace the Board of Directors and the Supervisory Board to convene the General Meeting of Shareholders as prescribed by law.	Corrected references.
17	Article 25. Powers and Duties of the General Meeting of Shareholders		

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>1) The General Meeting of Shareholders has the following powers and duties:</p> <p>b) Making amendments or additions to this Charter;</p>	<p>1) The General Meeting of Shareholders has the following powers and duties :</p> <p>b) Approving the Charter and making amendments or additions to this Charter;</p>	<p>Reworded content to comply with Article 67 of the 2024 Law on Credit Institutions.</p> <p>The order has been updated to comply with the structure and sequence specified in Article 67 of the 2024 Law on Credit Institutions, and the points not addressed here remain unchanged except for the reordering.</p>
	<p>q. Approving the internal governance regulations; regulations on the organization and operations of the Board of Directors and the Board of Supervisors;</p>	<p>c) Approving the internal governance regulations; regulations on the organization and operations of the Board of Directors and the Supervisory Board;</p>	<p>Adjusted content to comply with Article 67 of the 2024 Law on Credit Institutions.</p>
	<p>o. Deciding on the number of members of the Board of Directors and the Supervisory Board for each term; electing, dismissing, removing, adding, or replacing members of the Board of Directors and the Supervisory Board in accordance with the standards and conditions prescribed by the Law on Credit Institutions and EVN Finance's Charter;</p>	<p>d) Deciding on the number of members of the Board of Directors and the Supervisory Board for each term; electing, dismissing, removing, adding, or replacing members of the Board of Directors and the Supervisory Board in accordance with the standards and conditions prescribed by the Law on Credit Institutions and this Charter;</p>	<p>Adjusted content to comply with Article 67 of the 2024 Law on Credit Institutions.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	i. Deciding on the remuneration, bonuses, and other benefits for the members of the Board of Directors and the Supervisory Board, as well as the operational budget for the Board of Directors and the Supervisory Board;	e. Deciding on the remuneration, bonuses, and other benefits for the members of the Board of Directors and the Supervisory Board, as well as the operational budget for the Board of Directors and the Supervisory Board;	Adjusted content to comply with Article 67 of the 2024 Law on Credit Institutions.
	No adjustment	f. Review and handle violations within the authority of the Board of Directors and the Supervisory Board that cause damage to EVN Finance and its shareholders;	Adjusted content to comply with Article 67 of the 2024 Law on Credit Institutions.
	g) Decide on the organizational structure and management framework of EVN Finance as stated in Article 16 of this Charter;	g. Decide on the organizational structure of EVN Finance’s management	Removed the reference, adjusted the wording.
	No adjustment	m. Decide on the establishment or conversion of legal forms for commercial presence abroad or subsidiaries of EVN Finance;	Added according to the 2024 Law on Credit Institutions.
	j) Approve the capital contribution or share purchase plans of other enterprises or credit institutions with a value of 20% or more of EVN Finance’s charter capital as recorded in the most recent audited financial statements;	n. Approve the capital contribution, share purchase, or share sale plans of EVN Finance in other enterprises, where the contribution, purchase price, or book value in case of a sale of shares or equity interests amounts to 20% or more of EVN Finance’s charter capital as recorded in the most recent audited financial statements;	Adjusted content to comply with Article 67 of the 2024 Law on Credit Institutions.
	h) Decide on investments, purchases, or sales of assets with a value of 20% or more of EVN Finance’s charter capital as recorded in the most recent audited financial statements;	o. Approve decisions regarding investments, purchases, or sales of fixed assets by EVN Finance, where the investment, expected purchase price, or original price in the case of selling fixed assets amounts to 20% or more	Added content according to Point q, Clause 3, Article 67 of the 2024 Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		of EVN Finance’s charter capital as recorded in the most recent audited financial statements;	
	k) Approve contracts valued at over 20% of EVN Finance's charter capital as recorded in the most recent audited financial statements between EVN Finance and members of the Board of Directors, Supervisory Board members, the General Director, major shareholders, related persons of the managers, members of the Board of Directors, Supervisory Board members, major shareholders, subsidiaries, or affiliates of EVN Finance;	p. Approve contracts and other transactions valued at 20% or more of EVN Finance's charter capital as recorded in the most recent audited financial statements between EVN Finance and members of the Board of Directors, Supervisory Board members, the General Director, major shareholders, related persons of the managers, members of the Board of Directors, Supervisory Board members, major shareholders, subsidiaries, or affiliates of EVN Finance;	Added content according to Clause 3, Article 67 of the 2024 Law on Credit Institutions.
	s) Approve the list of independent audit firms performing the audit of EVN Finance's financial statements; decide or authorize the decision on the independent audit firm to audit EVN Finance’s operations, dismiss the independent auditor when deemed necessary;	r. Decide on the selection of an independent auditing organization that meets the requirements set by the Governor of the State Bank of Vietnam to audit the financial statements and perform assurance services on the internal control system's activities in the preparation and presentation of financial statements for the following fiscal year.	Added content according to Article 59 and Point t, Clause 3, Article 67
	n. Decide on solutions to address significant financial fluctuations of EVN Finance;	s. Decide on solutions to address significant financial fluctuations of EVN Finance;	Adjusted according to Article 67 of the 2024 Law on Credit Institutions.
		t. Approve the annual business plan of the Company;	Added content according to Clause 3, Article 67 of the 2024 Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	Article 26. Right to Attend the General Meeting of Shareholders		
	<p>1) The list of shareholders entitled to attend the General Meeting of Shareholders is based on the shareholder register of EVN Finance. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no later than 10 (ten) days before the date the invitation for the meeting is sent. EVN Finance must publish information about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date.</p>	<p>1) The list of shareholders entitled to attend the General Meeting of Shareholders is based on the shareholder register of EVN Finance and the list of securities holders established by the Vietnam Securities Depository and Clearing Corporation at the time the right to attend the meeting is determined in accordance with the securities laws. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no later than 10 (ten) days before the date the invitation for the meeting is sent, or another timeframe as prescribed by the laws on enterprises and securities. EVN Finance must publish information about the expected record date for shareholders to exercise their rights to attend the General Meeting of Shareholders at least 20 days before the expected record date.</p>	<p>Added content to align with the operational practices of public companies, based on Circular 119/2020/TT-BTC.</p>
	<p>2) The list of shareholders entitled to attend the General Meeting of Shareholders must include full name, permanent address, nationality, personal identification number, Citizen ID card, Identity card, Passport, or other identification for individual shareholders; name, business registration number or establishment decision number, and the address of</p>	<p>2) The list of shareholders entitled to attend the General Meeting of Shareholders must include full name, permanent address, nationality, personal identification number, Citizen ID card, Identity card, Passport, or other identification (that are valid) for individual shareholders; name, business registration number or establishment decision number, and the address of their headquarters</p>	<p>Adjusted wording for clarification.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	their headquarters for organizational shareholders; The number of shares of each type, and the shareholder registration number and date for each shareholder.	(updated at the most recent time) for organizational shareholders; The number of shares of each type, and the shareholder registration number and date for each shareholder.	
19	Article 27: Exercising the Right to Attend the General Meeting of Shareholders		
	1) Shareholders, or their authorized representatives from organizations, may attend the meeting directly or authorize, in writing, one or more individuals or organizations to attend the meeting or attend through one of the methods specified in Clause 4 of this Article. The authorized person attending the General Meeting of Shareholders is not allowed to further delegate the authorization to another person to attend the meeting and cannot participate in the nomination process in their own capacity.	1) Shareholders, or their authorized representatives from organizations, may attend the meeting directly or authorize, in writing, one or more individuals or organizations to attend the meeting or attend through one of the methods specified in Clause 4 of this Article. The authorized person attending the General Meeting of Shareholders is not allowed to further delegate the authorization to another person to attend the meeting and cannot participate in the nomination process in their own capacity.	Modified the reference clause name to align with the provisions in the Charter.
None		3) The voting ballots of the authorized representatives at the meeting within the scope of their authorization will remain valid in the following cases, except when: The person granting the authorization has passed away, had their civil capacity restricted, or lost their civil capacity;; The person granting the authorization has revoked the authorization;	Added content according to Clause 3, Article 16 of the sample Charter.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		<p>The person granting the authorization has revoked the authority of the person executing the authorization.</p> <p>This provision does not apply if the Company receives notification of any of these events before the opening of the General Meeting or before the meeting is reconvened.</p>	
20	Article 28. Convening the General Meeting of Shareholders		
	<p>1)The person convening the General Meeting of Shareholders must carry out the following tasks:</p> <p>a. Prepare a list of shareholders eligible to attend and vote, as prescribed in Articles 25 and 26 of this Charter, the meeting agenda, and relevant documents in compliance with current laws and the regulations of EVN Finance;</p>	<p>1) The person convening the General Meeting of Shareholders must carry out the following tasks:</p> <p>a. Prepare a list of shareholders eligible to attend and vote, as prescribed in Articles 26 and 27 of this Charter, the meeting agenda, and relevant documents in compliance with current laws and the regulations of EVN Finance;</p>	<p>Revised wording and updated clauses to ensure consistency with other provisions in the Charter</p>
	<p>b. State the time and location of the General Meeting;</p>	<p>b. Confirm the time and location of the General Meeting;</p>	<p>Revised wording according to the Law on Credit Institutions</p>
	<p>None</p>	<p>d. Perform other tasks to serve the General Meeting.</p>	<p>Added content according to the Law on Credit Institutions</p>
21	Article 30. Conducting the General Meeting of Shareholders		
	<p>4. Shareholders who arrive at the General Meeting of Shareholders after the meeting has commenced have the right to register immediately and then participate</p>	<p>4. Shareholders who arrive at the General Meeting of Shareholders after the meeting has commenced have the right to register immediately and then participate and vote</p>	<p>Revised "late" to "after the meeting has commenced."</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	and vote at the meeting. However, the Chairperson is not responsible for pausing the meeting to allow these shareholders to register, and the validity of any votes already conducted will not be affected.	at the meeting. However, the Chairperson is not responsible for pausing the meeting to allow these shareholders to register, and the validity of any votes already conducted will not be affected.	
22	Article 31: Form of Passing Resolutions at the General Meeting of Shareholders		
	1) The General Meeting of Shareholders shall pass decisions within its authority through voting at the meeting or by written opinion. The issues listed in points a, d, f, and q, Clause 1, Article 24 of this Charter must be passed through voting at the General Meeting of Shareholders.	1) The General Meeting of Shareholders shall pass decisions within its authority through voting at the meeting or by written opinion. The issues listed in points a, d, f, and q, Clause 1, Article 25 of this Charter must be passed through voting at the General Meeting of Shareholders.	Revised the reference to ensure consistency with other provisions in the Charter.
23	Article 32: Conditions for Passing Resolutions		
	1) For decisions on issues listed in points b, g, h, o, Clause 1, Article 25 of this Charter, the decision must be approved by shareholders representing over 65% of the total voting shares of all attending shareholders.	1) For decisions on issues listed in points b, g, h, o, Clause 1, Article 25 of this Charter, the decision must be approved by shareholders representing over 65% of the total voting shares of all attending shareholders, or when approved by shareholders representing over 65% of the total voting shares of all attending shareholders in the case of written opinions.	Updated the references and added the case of written opinions, replacing Clause 4, Article 31 of the 2024 Charter.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	None	2) For decisions on issues listed in points q, Clause 1, Article 25 of this Charter, the decision must be approved by shareholders representing over 65% of the total voting shares of all attending shareholders	Updated the references and added the case of written opinions, replacing Clause 4, Article 67 of the 2024 Charter.
	2) For other resolutions, they are passed when approved by shareholders representing over 51% of the total voting shares of all attending shareholders, except for those cases specified in Clause 1 and Clause 3 of this Article.	3) For other resolutions, they are passed when approved by shareholders representing over 51% of the total voting shares of all attending shareholders, or when approved by shareholders representing over 51% of the total voting shares of all attending shareholders in the case of written opinions, except for those cases specified in Clause 1 and Clause 2 of this Article.	Added the case of written opinions according to Article 67 of the Law on Credit Institutions 2024.
	4) In the case of passing a resolution via written opinion, the resolution of the General Meeting of Shareholders will be passed if it is approved by shareholders representing over 51% of the total voting shares, except for matters specified in Clause 1 of this Article, which must be approved by shareholders representing over 65% of the total voting shares.	Removed this content.	Removed this content, updated in Clause 1 of this Article.
	None	6) Within 15 days from the end of the General Meeting of Shareholders or from the conclusion of the vote counting in the case of written opinions, EVN Finance must send all resolutions and decisions passed by the	Added content according to Article 68 of the Law on Credit Institutions 2024.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		General Meeting of Shareholders to the State Bank of Vietnam.	
24	Article 37: Cases Where Positions Cannot Be Held		
	b. Persons who are prohibited from participating in the management or executive roles as prescribed by laws on public servants, corporate law, and anti-corruption laws;	b. Persons who are prohibited from participating in the management or executive roles in businesses and cooperatives as prescribed by laws on public servants, civil servants, corporate law, and anti-corruption laws;	Updated content according to Article 42 of the Law on Credit Institutions 2024.
	c. Persons who have previously been owners of private enterprises, general partners in partnerships, CEOs (Directors), Board members, Supervisory Board members, or cooperatives' executive committees, at the time the enterprise or cooperative was declared bankrupt, except in cases where the bankruptcy was due to force majeure;	c. Persons who have previously been owners of private enterprises, general partners in partnerships, CEOs (Directors), Board members, Supervisory Board members, or cooperative management members, at the time the enterprise or cooperative was declared bankrupt, except for those appointed or designated to participate in the management, operations, or control of credit institutions that were declared bankrupt upon the task's request;	Updated content according to Article 42 of the Law on Credit Institutions 2024.
	d. The legal representative of an enterprise at the time the enterprise was suspended or forced to dissolve due to serious legal violations, except when designated by an authorized state agency to correct and consolidate that enterprise;	Removed this content.	Updated content according to Article 42 of the Law on Credit Institutions 2024.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>e. Persons who have previously been dismissed from the position of Chairman of the Board, Board members, Chairman of the Member Council, members of the Supervisory Board, or CEOs (Directors) of EVN Finance or another credit institution as stipulated in Article 37 of the Law on Credit Institutions, or persons determined by competent authorities to have caused violations leading to the revocation of the license of EVN Finance or another credit institution;</p>	<p>d. Persons who have previously been dismissed from the position of Chairman, or other members of the Board of Directors; Chairman or other members of the Member Council; Head or other members of the Supervisory Board; CEOs (Directors) of EVN Finance or another credit institution as stipulated in Article 47 of the Law on Credit Institutions, or persons determined by competent authorities to have caused violations leading to the revocation of the license of EVN Finance or another credit institution;</p>	<p>Updated content according to Article 42 of the Law on Credit Institutions 2024.</p>
	<p>f. Related persons of the Board members or CEO of EVN Finance cannot be members of the Supervisory Board of EVN Finance</p>	<p>e. Related persons of the Board members or CEO of EVN Finance, except in cases stipulated in Clause 3, Article 69, Point b, Clause 1, Article 73, and Point a, Clause 2, Article 77 of the Law on Credit Institutions;</p>	<p>Updated content according to Article 42 of the Law on Credit Institutions 2024.</p>
	<p>g. Related persons of the Chairman of the Board of EVN Finance cannot be the CEO of EVN Finance;</p>	<p>Removed this content.</p>	<p>Updated content according to Article 42 of the Law on Credit Institutions 2024</p>
	<p>h. Persons responsible for the inspection results that lead to a credit institution or foreign bank branch being fined the highest administrative fine for violations related to licenses, governance, management, shares, capital contributions, credit issuance, corporate bond purchase, safety ratio, according to the law on</p>	<p>f. Persons responsible for the inspection results that lead to a credit institution or foreign bank branch being fined the highest administrative fine for violations related to licenses, governance, management, shares, capital contributions, credit issuance, corporate bond purchase, safety ratio, according to the law on</p>	<p>Updated content according to Article 42 of the Law on Credit Institutions 2024.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	administrative violations in banking and monetary fields;	administrative violations in banking and monetary fields;	
	<p>2) The following persons are not eligible to be the Chief Accountant, Branch Manager, or CEO of a subsidiary of EVN Finance:</p> <p>a. Persons who are minors; persons with restricted or lost civil capacity;</p> <p>b. Persons under criminal investigation, serving a sentence, or subject to a court's criminal judgment or decision</p>	<p>2) The following persons are not eligible to be the Chief Accountant, Branch Manager, or CEO (General Director) of a subsidiary of EVN Finance:</p> <p>a. Persons who are minors or have difficulty in perception or self-control; persons with restricted or lost civil capacity;</p> <p>b. Persons under criminal investigation, serving a sentence, or subject to a court's criminal judgment or decision; persons serving administrative measures at mandatory rehabilitation centers, compulsory education facilities; persons prohibited by the court from holding positions, practicing a profession, or performing specific work;</p>	Updated content according to Article 42 of the Law on Credit Institutions 2024.
	e. Officials, civil servants, and managers from the department level and above in enterprises where the state holds 50% or more of the charter capital, except those appointed as representatives to manage the state's capital in EVN Finance;	e. Officials, civil servants, and managers from the department level and above in enterprises where the state holds 50% or more of the charter capital, except those appointed to manage the state's capital in EVN Finance or appointed, designated, or assigned to manage, operate, or control EVN Finance as required by the task;	Updated content according to Article 42 of the Law on Credit Institutions 2024.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>f. Officers, non-commissioned officers, professional soldiers, and defense workers in the agencies, units under the Vietnam People's Army; officers, non-commissioned officers, and police officers in the agencies, units under the Vietnam People's Police, except those appointed to manage the state's capital in EVN Finance;</p>	<p>f. Officers, non-commissioned officers, professional soldiers, defense workers, and defense officials in agencies and units under the Vietnam People's Army; professional officers, non-commissioned officers, and public security workers in agencies and units under the Vietnam People's Public Security, except those appointed as representatives to manage the State's capital contribution or the capital contribution of enterprises in which the State holds 50% or more of the charter capital at EVN Finance;</p>	<p>Updated content according to Article 42 of the Law on Credit Institutions 2024.</p>
25	Article 38: Cases Where Positions Cannot Be Held		
	<p>1) The Chairman of the Board of EVN Finance must not simultaneously serve as the executive of EVN Finance or any other credit institution. Members of the Board of EVN Finance must not simultaneously be the managers of another credit institution, except when such institution is a subsidiary of EVN Finance, or they serve as a member of the Supervisory Board of that credit institution. Board members of EVN Finance may serve on the boards of a maximum of 5 other companies.</p>	<p>1) The Chairman of the Board of EVN Finance must not simultaneously serve as the executive or a member of the Supervisory Board of EVN Finance or any other credit institution, nor as the manager of another enterprise.</p>	<p>Updated content according to Article 43 of the Law on Credit Institutions 2024.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>1) The Chairman of the Board of EVN Finance must not simultaneously serve as the executive of EVN Finance or any other credit institution. Members of the Board of EVN Finance must not simultaneously be the managers of another credit institution, except when such institution is a subsidiary of EVN Finance, or they serve as a member of the Supervisory Board of that credit institution. Board members of EVN Finance may serve on the boards of a maximum of 5 other companies.</p>	<p>2) Members of the Board of EVN Finance who are not independent members must not simultaneously hold any of the following positions:</p> <p>a) Members of the Board of EVN Finance who are not independent members must not simultaneously hold any of the following positions;</p> <p>b) Serve as managers or executives of another credit institution, managers of other companies, except when they are managers or executives of a subsidiary of EVN Finance, or the parent company of EVN Finance, or in the case of implementing a mandatory transfer plan that has been approved;</p> <p>c) Supervisors or members of the Supervisory Board of another credit institution or other businesses.</p>	<p>Updated according to Article 43 of the Law on Credit Institutions 2024.</p>
	<p>None</p>	<p>3) Independent members of the Board of EVN Finance must not simultaneously hold any of the following positions:</p> <p>a) An executive of EVN Finance;</p> <p>b) A manager or executive of another credit institution, or a manager of more than 2 other companies;</p> <p>c) A supervisor or member of the Supervisory Board of another credit institution or business.</p>	<p>Updated according to Article 43 of the Law on Credit Institutions 2024.</p>
	<p>2) The Chairman of the Supervisory Board must not simultaneously serve as a member of the</p>	<p>4) Members of the Supervisory Board must not simultaneously hold any of the following positions,</p>	<p>Updated according to Article 43 of the Law on Credit Institutions 2024;</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>Supervisory Board or as a manager of another credit institution. Supervisory Board members must not simultaneously hold any of the following positions:</p> <p>a. A member of the Board of Directors, an executive, or an employee of EVN Finance, a subsidiary of EVN Finance, or an employee of a business in which a Board member or CEO of EVN Finance is a member of the board, an executive, or a major shareholder;</p> <p>b. A member of the Board of Directors, a member of the members' council, or an executive of a business in which a Supervisory Board member of that business is a member of the Board of Directors, an executive at EVN Finance.</p>	<p>except when they are managers, executives, or employees of a credit institution that has been transferred under a mandatory transfer plan approved:</p> <p>a) Managers, executives of EVN Finance or another credit institution, or another business; employees of EVN Finance or a subsidiary of EVN Finance;</p> <p>b) Employees of a business in which a member of the Board of Directors of EVN Finance is a member of the Board of Directors, an executive, or a major shareholder.</p>	
	<p>3) The CEO or Deputy CEO of a credit institution must not simultaneously be a member of the Board of Directors, a member of the members' council, or a member of the Supervisory Board of another credit institution, except when such institution is a subsidiary of EVN Finance. The Deputy CEO of a credit institution must not simultaneously hold the position of CEO (Director), Deputy CEO (Deputy Director), or equivalent in another business.</p>	<p>5) The CEO and Deputy CEO must not simultaneously serve as managers, executives, controllers, or members of the Supervisory Board of another credit institution or business, except in the case where the Deputy CEO is a manager or executive of a subsidiary of EVN Finance or the parent company of EVN Finance.</p>	<p>Updated according to Article 43 of the Law on Credit Institutions 2024.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>4) The Chairman of the Board of Directors and the CEO of EVN Finance must not simultaneously hold the position of Chairman or member of the Board of Directors, Chairman of the members' council, CEO (Director), Deputy CEO (Deputy Director), or equivalent of another business.</p>	<p>Removed content</p>	<p>Updated according to Article 43 of the Law on Credit Institutions 2024</p>
Article 39. Automatic Loss of Position			
	<p>1) The following cases automatically result in the loss of position for members of the Board of Directors, the Supervisory Board, and the CEO:</p> <ul style="list-style-type: none"> a. Loss of legal capacity, death; b. Violation of the provisions in Article 36 of this Charter regarding cases where positions cannot be held; c. Serving as a representative of a capital contribution from an organization that is a shareholder or capital contributor to EVN Finance when that organization ceases to exist as a legal entity; d. No longer serving as a representative of a capital contribution as authorized by the shareholder organization; e. Expelled from the territory of the Socialist Republic of Vietnam; 	<p>1) The following cases automatically result in the loss of position for members of the Board of Directors, the Supervisory Board, and the CEO:</p> <ul style="list-style-type: none"> a. Belongs to one of the cases where the position specified in Article 37 of this Charter cannot be held; b. Serving as a representative of a capital contribution from an organization that is a shareholder or capital contributor to EVN Finance when that organization ceases to exist as a legal entity; c. No longer serving as a representative of a capital contribution as authorized by the shareholder organization; d. Expelled from the territory of the Socialist Republic of Vietnam; e. When EVN Finance has its license revoked ; 	<p>Updated according to Article 45 of the Law on Credit Institutions 2024.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>f. When EVN Finance has its license revoked;</p> <p>g. When the CEO's employment contract expires;</p>	<p>f. When the CEO's employment contract expires;</p> <p>g. Death.</p>	
	<p>2) The Board of Directors of EVN Finance must report, along with supporting documents, any cases where a member has automatically lost their position, as stated in section 1 of this Article, to the State Bank of Vietnam within 5 working days from the date the loss of position is confirmed, and is responsible for the accuracy and truthfulness of this report; it must conduct the procedures to elect or appoint a replacement according to Articles 48, 52, and 60 of this Charter.</p>	<p>2) The Board of Directors of EVN Finance must submit a written report along with documentation proving the loss of status of personnel according to the provisions in points a, b, c, d, f, and g of Clause 1 of this Article to the State Bank of Vietnam within 05 (five) working days from the date the personnel automatically loses their status. They are responsible for the accuracy and truthfulness of this report and must follow the legal procedures for the election and appointment of the vacant position.</p>	<p>Specify the clause and amendments according to Article 45 of the Law on Credit Institutions</p>
	<p>3) After automatically losing their status, members of the Board of Directors, members of the Supervisory Board, and the General Director of EVN Finance must be responsible for their decisions made during their term of office.</p>	<p>3) After automatically losing their status, members of the Board of Directors, members of the Supervisory Board, and the General Director of EVN Finance are still responsible for their decisions made during their term of office.</p>	<p>Revise the wording according to Article 45 of the Law on Credit Institutions</p>
	<p>4) In the case of passing a resolution through written voting, the resolution of the General Shareholders' Meeting is considered passed if it is approved by shareholders representing more than 51% of the total voting shares, except for the contents specified in</p>	<p>Remove this Clause</p>	<p>Already regulated</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	Clause 1 of this Article, which must be approved by shareholders representing more than 65% of the total voting shares.		
	None	6) Within 15 days from the date of the General Shareholders' Meeting or from the date of the vote counting in the case of written voting, EVN Finance must send to the State Bank of Vietnam all resolutions and decisions passed by the General Shareholders' Meeting.	Add according to Article 68 of the Law on Credit Institutions.
26	Article 40. Removal, dismissal		
	1) The Chairman and members of the Board of Directors, the Head of the Supervisory Board and its members, the CEO of EVN Finance shall be dismissed in the following cases:	1) Except in cases of automatic loss of status as prescribed in Article 45 of the Law on Credit Institutions and Article 39 of the Charter, the Chairman, members of the Board of Directors, Head and members of the Supervisory Board, CEO of EVN Finance shall be dismissed in the following cases:	Add exceptions according to Article 46 of the Law on Credit Institutions
	a. By resolution or decision of the General Shareholders' Meeting;	Remove this point.	Remove this content according to Article 46 of the Law on Credit Institutions
	b. When their civil capacity is limited;	Remove this point.	
	c. When they submit a resignation letter to the Board of Directors or the Supervisory Board;	a. Dismissed if a resignation letter is submitted to the Board of Directors or the Supervisory Board of EVN Finance.	Add wording according to Article 46 of the Law on Credit Institutions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	d. If they do not participate in the activities of the Board of Directors or Supervisory Board for 06 (six) consecutive months, except in cases of force majeure;	b. Dismissed if they do not participate in the activities of the Board of Directors or Supervisory Board for 06 (six) consecutive months, except in cases of force majeure.	
	e. Failing to meet the standards and conditions specified in this Charter and the provisions of the law;	c. Removal when failing to meet the standards and conditions specified in this Charter and the provisions of the law;	
	f. Independent members of the Board of Directors not meeting the independence requirements;	d. Removal when an independent member of the Board of Directors fails to meet the independence requirements;	
	g. A member of the Supervisory Board fails to complete the assigned duties or tasks;	e. Removal when a member of the Supervisory Board fails to complete the assigned duties or tasks;	Add wording according to Article 46 of the Law on Credit Institutions
	h. A member of the Supervisory Board seriously violates or repeatedly violates the duties of a member of the Supervisory Board as stipulated in the Law on Enterprises and this Charter;	f. Removal when a member of the Supervisory Board seriously violates or repeatedly violates the duties of a member of the Supervisory Board as stipulated in the Law on Enterprises and this Charter;	
	i. Upon the proposal of shareholders or shareholder groups regarding a member of the Board of Directors or the Supervisory Board that the shareholders or shareholder group have nominated and been approved by the General Meeting of Shareholders;	g. Removal or dismissal upon the proposal of shareholders or shareholder groups regarding a member of the Board of Directors or the Supervisory Board that the shareholders or shareholder group have nominated and been approved by the General Meeting of Shareholders;	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	k. Upon the proposal of shareholders or shareholder groups regarding a member of the Board of Directors or the Supervisory Board that the shareholders or shareholder group have nominated and been approved by the General Meeting of Shareholders;	h. Removal or dismissal upon the proposal of the Board of Directors regarding a member of the Board of Directors or the Supervisory Board that the Board of Directors has nominated and been approved by the General Meeting of Shareholders;	
	1. The CEO is removed upon the decision of the Board of Directors;	i. The CEO is removed or dismissed upon the decision of the Board of Directors;	Add the case where the CEO is removed according to Article 46 of the Law on Credit Institutions
	2) The Chairman and members of the Board of Directors, the Head and members of the Supervisory Board, and the CEO of EVN Finance, after being removed or dismissed, are still personally responsible for their decisions during their term of office.	2) The Chairman and members of the Board of Directors, the Head and members of the Supervisory Board, and the CEO of EVN Finance, after being removed or dismissed, are still personally responsible for their decisions during their term of office.	Add wording according to Article 46 of the Law on Credit Institutions
	3) Within 10 (ten) working days from the date the decision to remove or dismiss the officials specified in Section 1 of this Article is passed, the Board of Directors of EVN Finance must submit a report to the State Bank of Vietnam along with relevant documents.	3) Within 10 (ten) days from the date the decision to remove or dismiss the officials specified in Section 1 of this Article is passed, the Board of Directors of EVN Finance must submit a report to the State Bank of Vietnam along with relevant documents.	Revise wording according to Article 46 of the Law on Credit Institutions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
27	Article 41: Suspension and Temporary Suspension of Positions in the Board of Directors, Supervisory Board, and Executives of EVN Finance		
	1) The State Bank of Vietnam has the right to suspend or temporarily suspend the execution of the rights and duties of the Chairman of the Board of Directors, members of the Board of Directors, the Head of the Supervisory Board, members of the Supervisory Board, and executives of EVN Finance who violate the provisions of Article 37 of this Charter or other relevant legal regulations during the performance of their assigned rights and duties; and may request the competent authority to dismiss, elect, appoint a replacement, or designate a replacement if deemed necessary.	1) The State Bank of Vietnam has the right to suspend or temporarily suspend the execution of the rights and duties of the Chairman of the Board of Directors, members of the Board of Directors, the Head of the Supervisory Board, members of the Supervisory Board, and executives of EVN Finance who violate the provisions of Article 43, Clause 10 of Article 48 of the Law on Credit Institutions or other relevant legal regulations during the performance of their assigned rights and duties that do not meet the standards and conditions specified in Article 41 of the Law on Credit Institutions; and may request the competent authority to dismiss, remove, elect, appoint a replacement, or designate a replacement if deemed necessary.	Revise wording and update clauses according to Article 47 of the Law on Credit Institutions.
	2) The Special Supervisory Board has the right to suspend or temporarily suspend the execution of the rights and duties of the Chairman of the Board of Directors, members of the Board of Directors, the Head of the Supervisory Board, members of the Supervisory Board, and executives of EVN Finance if	2) The Special Supervisory Board has the right to suspend or temporarily suspend the execution of the rights and duties of the Chairman of the Board of Directors, members of the Board of Directors, the Head of the Supervisory Board, members of the Supervisory Board, and executives of EVN Finance when EVN Finance is under special control, if deemed necessary.	Revise wording according to Article 47 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	they are placed under special control, if deemed necessary.		
	3) Those who are suspended or temporarily suspended from the execution of rights and duties as stipulated in Clauses 1 and 2 of this Article must participate in addressing any issues and violations related to their personal responsibilities when requested by the State Bank of Vietnam, the Board of Directors, the Supervisory Board of EVN Finance, or the Special Supervisory Board.	3) Those who are suspended or temporarily suspended from the execution of rights and duties as stipulated in Clauses 1 and 2 of this Article must participate in addressing any issues and violations related to their personal responsibilities when requested by the State Bank of Vietnam, the Board of Directors, the Supervisory Board of EVN Finance, or the Special Supervisory Board.	Revise wording according to Article 47 of the Law on Credit Institutions.
28	Article 42: Rights and Obligations of EVN Executives		
	1. Comply with the law, the Charter of EVN Finance, the resolutions and decisions of the General Assembly of Shareholders of EVN Finance, and adhere to the internal regulations and rules of EVN Finance.	1) Comply with the law, the Charter of EVN Finance, the resolutions and decisions of the General Assembly of Shareholders of EVN Finance, and adhere to the internal regulations and rules of EVN Finance.	Revise wording according to Article 48 of the Law on Credit Institutions.
	3) Be loyal to EVN Finance; do not use EVN Finance's information, secrets, or business opportunities, or abuse one's position, role, or assets of EVN Finance to gain personal profit or serve the interests of other organizations or individuals to the detriment of EVN Finance and its shareholders.	3) Do not use EVN Finance's information, secrets, or business opportunities, or abuse one's position, role, or assets of EVN Finance to gain personal profit or serve the interests of other organizations or individuals to the detriment of EVN Finance and its shareholders.	Revise wording according to Article 48 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	None	4) Be responsible for complying with restrictions to ensure the safety of EVN Finance's banking activities in accordance with the Law on Credit Institutions.	Add obligations of managers in accordance with Article 48 of the Law on Credit Institutions.
	8) Do not increase salaries, remuneration, or demand bonuses when EVN Finance incurs losses.	8) Do not increase salaries, remuneration, or demand bonuses for managers or executives when EVN Finance incurs losses.	Include the subjects: managers and executives, as per Article 48 of the Law on Credit Institutions.
	None	9) Within the scope of assigned rights and duties, be responsible for implementing written requests from the State Bank of Vietnam regarding matters under its jurisdiction. Comply with recommendations, risk warnings, operational safety warnings, and warnings of potential violations of monetary and banking laws; and implement conclusions, recommendations, and decisions on inspections.	Add obligations according to Article 48 of the Law on Credit Institutions.
	9) Other obligations as prescribed by law.	10) Rights and other obligations as prescribed by law.	Revise wording in accordance with Article 48 of the Law on Credit Institutions.
29	Article 42. Responsibility to disclose related interests	Article 43. Providing and publicly disclosing information	
	a. Name, enterprise code, address of the head office of the enterprise or other economic organization in which	a. Name, enterprise code, address of the head office of the enterprise or other economic organization in which the	Include enterprise code, business sector, business registration

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	the individual or their related persons own 5% or more of charter capital shares	individual or their related persons own 5% or more of charter capital shares, including shares or capital assigned or entrusted to other individuals or organizations to hold in their name.	certificate number, and date as stipulated in Article 49 of the Law on Credit Institutions.
	b. Name, address of the head office, business sector, business registration certificate number and date of issuance, and place of business registration of the enterprise in which the individual and their related persons are members of the Board of Directors, Members' Council, Supervisory Board, or are the General Director;	b. Name, enterprise code, address of the head office of the enterprise or other economic organization where the individual or their related persons are members of the Board of Directors, Members' Council, Supervisory Board, or are General Directors (Directors);	<p>- Include enterprise code, business sector, business registration certificate number, and date as stipulated in Article 49 of the Law on Credit Institutions.</p> <p>- Add cases involving related persons of controllers.</p>
None		c. Information about related persons who are individuals, including: full name; personal identification number; nationality; passport number, issuance date, and place of issuance for foreigners; relationship with the person providing the information.	Include information about related persons as stipulated in Article 49 of the Law on Credit Institutions.
None		d. Information about related persons who are organizations, including: name, enterprise code, address of the enterprise's head office, business registration certificate number or equivalent legal documents; legal	Additional information about related persons as per Article 49 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		representative, relationship with the information provider.	
	None	<p>2.Shareholders owning 01% or more of the charter capital of a credit institution must provide the following information to the credit institution:</p> <p>a. Full name; personal identification number; nationality, passport number, date and place of issuance for foreign shareholders; business registration certificate number or equivalent legal document of corporate shareholders; date and place of issuance of such documents.</p> <p>b. Information about related persons as stipulated in points c and d, Clause 1 of this Article.</p> <p>c. The quantity and percentage of shares they own in that credit institution.</p> <p>d. The quantity and percentage of shares owned by their related persons in that credit institution.</p>	Additional requirements for information disclosure for shareholders owning 01% or more of the charter capital.
	2) The disclosure of information stipulated in Clause 1 of this Article and any changes to related information must be made in writing within 7 (seven) business days from the date of occurrence or change in the information.	3) Subjects specified in Clauses 1 and 2 of this Article must provide written information to EVN Finance upon the initial disclosure and whenever there are changes to the information within 7 (seven) business days from the date of occurrence or change.	Content updated in accordance with Article 49 of the Law on Credit Institutions (LCIs).

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		Regarding the information in points c and d of Clause 2 of this Article, shareholders are only required to provide updated information to EVN Finance if there is a change in their ownership percentage or the combined ownership percentage of themselves and their related parties reaching 1% or more of the charter capital compared to the most recent disclosure.	
	3) EVN Finance must annually disclose the information stipulated in Clause 1 of this Article to the General Meeting of Shareholders and ensure the information is posted and stored at the head office of EVN Finance.	4) EVN Finance must list and store the information stipulated in Clauses 1 and 2 of this Article at its head office and submit a written report to the State Bank of Vietnam within 7 (seven) business days from the date EVN Finance receives the disclosed information.	Clause 4 merges the previous Clauses 3 and 4, updated in accordance with Article 49 of the LCIs.
	4) EVN Finance must notify the State Bank of Vietnam in writing of the information stipulated in Clause 1 of this Article within 7 (seven) business days from the date EVN Finance receives the disclosed information as prescribed in Clause 2 of this Article.	Annually, EVN Finance must disclose information stipulated in points a, b, and d of Clause 1 and points a, c, and d of Clause 2 of this Article to the General Meeting of Shareholders of EVN Finance.	
None		5) EVN Finance must publicly disclose the name of individuals and organizations that are shareholders owning 1% or more of the charter capital, along with the information stipulated in Points c and d, Clause 2 of this Article, on EVN Finance's official website within 7 (seven) business days from the date EVN Finance receives the provided information.	Addition of required public disclosure content for shareholders owning 1% or more of charter capital as per Article 49 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	None	6) Entities responsible for providing and publicly disclosing information must ensure that the information provided and disclosed is truthful, accurate, complete, and timely, and they shall bear responsibility for the information provided and disclosed.	Updated content as per Article 49 of the Law on Credit Institutions.
30	Article 44. Board of Directors		
	<p>2) The Board of Directors must consist of no fewer than 05 (five) members and no more than 11 (eleven) members, including at least one independent member. The Board of Directors must include at least half of its total members as independent members and non-executive members of EVN Finance. The term of the Board of Directors shall not exceed 05 (five) years. The term of office for a Board member aligns with the term of the Board of Directors. Board members may be re-elected or reappointed for an unlimited number of terms. The term of a newly appointed or replacement Board member shall correspond to the remaining duration of the current Board's term. The outgoing Board of Directors shall continue its activities until the incoming Board assumes office.</p> <p>In cases where all members of the Board of Directors simultaneously conclude their terms, those members</p>	<p>2) The Board of Directors must consist of at least 05 (five) members and no more than 11 (eleven) members, including at least two independent members. The Board of Directors must have at least two-thirds of its total members as independent members and non-executive members of EVN Finance. The number of members for each term is determined by the General Meeting of Shareholders. The term of the Board of Directors shall not exceed 05 (five) years. The term of office for Board members coincides with the term of the Board of Directors. The term of office for additional or replacement Board members is the remaining term of the current Board of Directors.</p>	Amended in accordance with Article 50 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>shall continue to serve until new members are elected and assume their responsibilities.</p> <p>The number of independent members of the Board of Directors of EVN Finance must comply with the following requirements: (i) There must be at least 01 independent member if the Board of Directors of EVN Finance has 05 members; (ii) There must be at least 02 independent members if the Board of Directors of EVN Finance has between 06 and 08 members; (iii) There must be at least 03 independent members if the Board of Directors of EVN Finance has between 09 and 11 members.</p>	<p>3) If all members of the Board of Directors simultaneously complete their terms, they shall continue to serve as Board members until new members are elected and assume office.</p> <p>The number of independent members of the Board of Directors of EVN Finance must comply with the following requirements: (i) At least 02 independent members if EVN Finance has fewer than 08 Board members; (ii) At least 03 independent members if EVN Finance has between 09 and 11 Board members.</p>	
	<p>3) In the event that the number of members of the Board of Directors is less than two-thirds of the total number of members for the term, or does not meet the minimum number of members as prescribed by the Charter of EVN Finance, EVN Finance must supplement the required number of Board members within 60 (sixty) days from the date the number of members falls short. The procedures, documents, and approval request for the election and appointment of the Chairman and members of the Board of Directors must follow the regulations of the State Bank of</p>	<p>4) In the event that the number of members of the Board of Directors is less than the minimum required by the Charter of EVN Finance, EVN Finance must supplement the required number of Board members within 90 (ninety) days from the date the number of members falls short. The procedures, documents, and approval request for the election and appointment of the Chairman and members of the Board of Directors must follow the regulations of the State Bank of Vietnam. The results of the election, dismissal, or removal of the Chairman and members of the Board of Directors of EVN</p>	<p>Change the deadline for supplementing the minimum number of Board members according to Article 50 of the Law on Credit Institutions.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	Vietnam. The results of the election, dismissal, or removal of the Chairman and members of the Board of Directors of EVN Finance must be reported to the State Bank in writing along with related documents within 10 (ten) working days.	Finance must be reported to the State Bank in writing along with related documents within 10 (ten) working days.	
	6) The Board of Directors must establish committees to assist it in performing its duties and powers, including a Risk Management Committee and a Personnel Committee. The Board of Directors shall define the tasks and powers of these two committees according to the guidance of the State Bank of Vietnam.	7) The Board of Directors must establish committees to assist it in performing its duties and powers, including a Risk Management Committee and a Personnel Committee. The Board of Directors shall decide the tasks and powers of these two committees according to the regulations of the Governor of the State Bank of Vietnam.	Adjust the wording according to the provisions of Article 50 of the Law on Credit Institutions.
31	Article 45. Powers and Responsibilities of the Board of Directors		
	3.Powers and Responsibilities of the Board of Directors:		
	a. Responsible to the General Meeting of Shareholders for carrying out the tasks and powers assigned to the Board.	Removed	Removed, according to Article 70 of the Law on Credit Institutions.
	d. Appointment, dismissal, discipline, suspension, and determination of salary and other benefits for the positions of CEO, Deputy CEO, Chief Accountant, and other executives according to the internal regulations of the Board of Directors.	c. Appointment, dismissal, discipline, suspension, and determination of salary and other benefits for the positions of CEO, Deputy CEO, and other executives according to the internal regulations of the Board of Directors.	Updated based on Article 70 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>e. Approval of capital contribution or share purchase plans in other enterprises or investment funds with a value less than 20% of the charter capital of EVN Finance, based on the most recent audited financial report.</p>	<p>d. Approval of capital contribution, share purchase, or sale plans for EVN Finance in financial institutions, enterprises, or other entities with a value of less than 20% of the charter capital, as reflected in the most recent audited financial report, or a lower percentage specified in the institution's charter.</p>	<p>Added case where a lower percentage is applicable as per Article 70 of the Law on Credit Institutions.</p>
	<p>f. Appoint representatives for EVN Finance's capital at other enterprises or investment funds.</p>	<p>e. Appoint representatives for EVN Finance's capital at enterprises or investment funds.</p>	<p>Updated based on Article 70 of the Law on Credit Institutions.</p>
	<p>g. Approval of capital contribution or share purchase plans for other enterprises or investment funds, with a value of less than 20% of the charter capital of EVN Finance, according to the most recent financial report.</p>	<p>f. Approval of investment decisions, purchase, or sale of fixed assets of EVN Finance from 10% or more of its charter capital as shown in the most recent audited financial report, or a lower percentage as stipulated in the institution's charter, excluding transactions or investments involving fixed assets within the authority of the General Assembly of Shareholders. For transactions below this threshold, the Board of Directors may delegate decision-making authority to other levels within EVN Finance.</p>	<p>Amend the limit for approving decisions on investment, purchase, and sale of fixed assets of EVN Finance, and add exceptions according to Article 70 of the Law on Credit Institutions.</p>
	<p>h. Approve, decide, and approve transactions, contracts for purchasing, selling (except for those under point g, Clause 4, Article 44 of the Charter), borrowing, raising capital both domestically and</p>	<p>g. Approve, decide, and approve borrowing contracts, raising capital both domestically and internationally, pledging, mortgaging, or other forms of securing EVN Finance's assets with a value of 35% or more of the total</p>	<p>Adjustment in wording to avoid duplication with Clause k of Article 45 of the Charter.</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	internationally, and other contracts or transactions with a value of 35% or more of the total asset value as stated in the most recent financial report of EVN Finance, excluding transactions or contracts that fall under the approval authority of the General Meeting of Shareholders. For transactions or contracts with a value lower than this, the Board of Directors has the authority to decide, delegate, and assign decision-making authority to relevant levels within EVN Finance.	asset value as stated in the most recent financial report of EVN Finance, excluding transactions or contracts that fall under the approval authority of the General Meeting of Shareholders. For transactions or contracts with a value lower than this, the Board of Directors has the authority to decide, delegate, and assign decision-making authority to relevant levels within EVN Finance.	
	i. Decide and approve credit facilities at EVN Finance. The Board of Directors has the authority to delegate decision-making power for credit facilities to various levels within EVN Finance, except for transactions that fall under the authority of the General Meeting of Shareholders or must be decided by the Board of Directors in accordance with legal regulations and the Charter.	h. Decide and approve credit facilities <u>with a value of 10% or more of EVN Finance's charter capital</u> as stated in the most recent audited financial report. The Board of Directors has the authority to delegate decision-making power for credit facilities to various levels within EVN Finance, except for transactions that fall under the authority of the General Meeting of Shareholders or must be decided by the Board of Directors in accordance with legal regulations and the Charter.	Addition of credit facility value.
	j. Decide on credit facilities according to the provisions in Clause 7, Article 128 of the Law on Credit Institutions, except for transactions that fall under the approval authority of the General Meeting	i. Decide on credit facilities according to the provisions in Clause 7, Article 136 of the Law on Credit Institutions, except for contracts and transactions that fall under the approval authority of the General Meeting of Shareholders.	Revision of the article reference for consistency with other provisions in the Law on Credit Institutions and the Charter.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	of Shareholders as stated in point k, Clause 1, Article 24 of this Charter.		
	k. Approve contracts of EVN Finance with its subsidiaries, affiliates, and contracts with members of the Board of Directors, members of the Supervisory Board, the General Director, major shareholders, and their related parties, with a value equal to or less than 20% of the charter capital of EVN Finance as stated in the most recent audited financial report. In this case, the related party member does not have the right to vote.	j. Approve contracts and transactions of EVN Finance with its subsidiaries, affiliates, and contracts with members of the Board of Directors, members of the Supervisory Board, the General Director, major shareholders, and their related parties, with a value equal to or less than 20% of the charter capital of EVN Finance as stated in the most recent audited financial report.	Added wording and removed the clause regarding the voting rights of related parties in accordance with Article 70 of the Law on Credit Institutions.
	m. Issue internal regulations related to the organization, governance, and operations of EVN Finance in accordance with the provisions of the Law on Credit Institutions and other relevant laws, except for issues under the authority of the Supervisory Board or the General Meeting of Shareholders.	l. Issue internal regulations related to the organization, governance, and operations of EVN Finance in accordance with the provisions of the Law on Credit Institutions and other relevant laws, except for matters under the authority of the General Meeting of Shareholders.	Revised wording in accordance with Article 70 of the Law on Credit Institutions.
	q. Choose a professional valuation organization to assess assets contributed in forms other than Vietnamese dong, freely convertible foreign currencies, or gold, as per legal regulations.	Remove this point	Remove this point based on Article 70 of the Law on Credit Institutions.
	r. Propose the Governor of the State Bank of Vietnam to approve issues as per legal regulations.	Remove this point	Remove this point based on Article 70 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	u. Decide to repurchase shares of EVN Finance.	r. Decide to repurchase shares of EVN Finance according to the approved plan.	Added according to Article 70 of the Law on Credit Institutions.
	y. Organize the implementation, inspection, and supervision of the resolutions and decisions made by the General Meeting of Shareholders and the Board of Directors.	v. Organize the implementation, inspection, and supervision of the resolutions and decisions made by the General Meeting of Shareholders and the Board of Directors.	Added according to Article 70 of the Law on Credit Institutions.
32	Article 46. Rights and Obligations of the Chairman, Vice-Chairman, and Members of the Board of Directors		
	1. The Board of Directors elects one of its members as the Chairman. The Chairman of the Board of Directors of EVN Finance has the following rights and duties:		
	a. Develop the program and plan of activities for the Board of Directors.	a. Develop the program and plan of activities for the Board of Directors, and take responsibility for the execution of their rights and obligations.	Added content about responsibility in accordance with Article 71 of the Law on Credit Institutions.
	b. Prepare the program, content, and documents for the meeting; Convene and preside over the Board of Directors' meetings.	b. Convene and preside over the Board of Directors' meetings.	Revised wording according to Article 71 of the Law on Credit Institutions.
	c. Organize the approval of decisions by the Board of Directors.	c. Organize the approval of resolutions and decisions of the Board of Directors.	Revised wording according to Article 71 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	d. Supervise the implementation of decisions made by the Board of Directors.	d. Supervise the implementation of resolutions and decisions made by the Board of Directors.	Revised wording according to Article 71 of the Law on Credit Institutions.
	g. Assign tasks to the members of the Board of Directors.	g. Assign specific tasks to each member of the Board of Directors.	Revised wording according to Article 71 of the Law on Credit Institutions.
	h. Supervise the members of the Board of Directors in performing their assigned tasks and their general rights and obligations.	h. Supervise the members of the Board of Directors in performing their rights, obligations, and assigned tasks.	Revised wording according to Article 71 of the Law on Credit Institutions.
	i. At least once a year, assess the performance of each member, the Committees of the Board of Directors, and report the results to the General Meeting of Shareholders.	i. Annually assess the performance of each member, the Committees of the Board of Directors, and report the results to the General Meeting of Shareholders.	Changed the frequency of the evaluation of the performance of Board members and Committees in accordance with Article 71 of the Law on Credit Institutions.
	4.The members of the Board of Directors have the following rights and responsibilities:		
	a. Exercise the rights and duties of a member of the Board of Directors according to the internal regulations of the Board and the assignments of the Chairman of the Board, honestly for the benefit of EVN Finance and the shareholders.	a.Exercise the rights and duties of a member of the Board of Directors according to the internal regulations of the Board and the assignments of the Chairman of the Board, honestly for the benefit of EVN Finance and the shareholders, promote the independence of independent members of the Board in the exercise of their rights and duties; and be responsible for the performance of their rights and duties.	Revised wording according to Article 72 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	d.Attend Board meetings, discuss and vote on matters within the responsibilities and powers of the Board of Directors as stipulated in this Charter, except in cases where there is a conflict of interest with that member. The member is responsible to the General Meeting of Shareholders and the Board of Directors for their decision.	d. Attend Board meetings, discuss and vote on matters within the responsibilities and powers of the Board of Directors as stipulated in this Charter. The member is responsible to the General Meeting of Shareholders and the Board of Directors for their decision. In case the content of the vote involves a conflict of interest with any member, that member shall not participate in the voting.	Revised wording according to Article 72 of the Law on Credit Institutions.
	e. Implement the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.	e. Implement the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.	Revised wording according to Article 72 of the Law on Credit Institutions.
	f. Be responsible for explaining to the General Meeting of Shareholders and the Board of Directors about the performance of assigned tasks upon request.	f. Explain to the General Meeting of Shareholders and the Board of Directors about the performance of assigned tasks upon request.	Revised wording according to Article 72 of the Law on Credit Institutions.
	None	h. Members of the Board of Directors are not allowed to authorize others to attend Board meetings to decide on matters specified in Sections a, c, d, f, h, i, j, l, n, o, s of Article 44 of this Charter.	Added content about the prohibition on authorization according to Article 72 of the Law on Credit Institutions.
	h. Other rights and duties according to the law.	i. Other rights and duties according to the law and the EVN Finance Charter.	Revised wording according to Article 72 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
33	Article 47. Standards for Board Members		
	1. A person elected as a member of the Board of Directors must meet the following standards and conditions:		
	a. Not fall under the categories specified in Article 36 of this Charter.	a. Not fall under the cases where one is not allowed to hold the position specified in Article 37 of this Charter.	Revised wording according to Article 41 of the Law on Credit Institutions and updated article name.
	b.Ensure professional ethics based on compliance with the regulations in Article 41 of this Charter.	b.Ensure professional ethics according to the regulations of the Governor of the State Bank of Vietnam.	Updated content according to Article 41 of the Law on Credit Institutions
	c.Hold at least a university degree or equivalent.	c.Hold at least a university degree.	Revised wording in line with Article 41 of the Law on Credit Institutions
	d.Have at least 03 (three) years as a manager or executive of a credit institution, or at least 05 years as a manager or executive of a business operating in the finance, banking, accounting, auditing sectors, or in another business with equity capital at least equal to the minimum legal capital required for the corresponding type of credit institution, or at least 05 (five) years of direct work experience in the operations department of finance, banking, accounting, or auditing.	d. Meet at least one of the following conditions: At least 03 (three) years as a manager or executive of a credit institution; at least 05 (five) years as a manager of a business operating in the finance, banking, accounting, auditing sectors, or another business with equity capital at least equal to the minimum legal capital required for the corresponding type of credit institution; at least 05 (five) years of direct work experience in the operations department of a credit institution, foreign bank branch; at least 05 (five) years of direct work experience in finance, banking, accounting, or auditing operations.	Revised wording in line with Article 41 of the Law on Credit Institutions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	2) Independent members of the Board of Directors must meet the standards and conditions specified in Clause 1 of this Article and have the following additional standards and conditions:		
	a. Must not be a person currently working for EVN Finance or its subsidiaries or who has worked for EVN Finance or its subsidiaries in the past 3 consecutive years;	Must not be a person currently working for EVN Finance or its subsidiaries or who has worked for EVN Finance or its subsidiaries in the past 3 consecutive years;	Updated content according to Article 41 of the Law on Credit Institutions
	c. Must not be a person currently working for EVN Finance or its subsidiaries or who has worked for EVN Finance or its subsidiaries in the past 3 consecutive years;	c. Must not have a spouse, biological or adoptive parents, biological or adoptive children, siblings, or spouses of these persons who are large shareholders of EVN Finance, or managers, supervisors, or members of the Supervisory Board of EVN Finance or its subsidiaries.	Updated content according to Article 41 of the Law on Credit Institutions
	d. Must not directly or indirectly own, or represent ownership of, 1% or more of the charter capital or voting shares of EVN Finance; must not share ownership with related persons of 5% or more of the charter capital or voting shares of EVN Finance.	d. Must not represent ownership of shares in EVN Finance; must not, together with related persons, directly or indirectly own 1% or more of the charter capital or voting shares of EVN Finance.	Updated content according to Article 41 of the Law on Credit Institutions
34	Article 49. Replacement of Members of the Board of Directors		
	4. In the case that there are not enough two-thirds of the total number of members of the Board of Directors, or the minimum number of members of the Board of Directors as stipulated in the Charter, the Board of Directors must convene the General Meeting of	4. In the case that the minimum number of members of the Board of Directors as stipulated in the Charter is not met, the Board of Directors must convene the General Meeting of Shareholders to elect additional members	Update the content and extend the deadline for supplementing the minimum number of members to 90 days in accordance with Article 50 of the Law on Credit Institutions.

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	Shareholders to elect additional members within no more than 60 (sixty) days from the date the required number of Board members is not met.	within no more than 90 (ninety) days from the date the required number of Board members is not met.	
35	Article 51. The supporting units of the Board of Directors		
	2) The Board of Directors must establish a committee within the Board of Directors as specified in Clause 6, Article 43 of this Charter and may establish other assisting committees if deemed necessary. The specific duties and powers, number, and qualifications of the committee members shall be decided by the Board of Directors in accordance with the law.	2) The Board of Directors must establish a committee within the Board of Directors as specified in Clause 6, <u>Article 44</u> of this Charter and may establish other assisting committees if deemed necessary. The specific duties and powers, number, and qualifications of the committee members shall be decided by the Board of Directors in accordance with the law.	Adjusted to align with other provisions in the Charter.
36	Article 52. Chief Executive Officer		
	1) The Board of Directors appoints one of its members as the Chief Executive Officer (CEO) or hires a CEO.	1) The Board of Directors appoints the Chief Executive Officer (CEO).	Revised phrasing in accordance with Article 55 of the Law on Credit Institutions.
	None	4) In case of a vacancy in the position of the CEO, the Board of Directors of EVN Finance must appoint a new CEO within 90 days from the date of the vacancy.	This provision is added to comply with the requirement to appoint a replacement when the CEO position is vacant, as stipulated in Article 55 of the Law on Credit Institutions.
	Article 53. Appointment and Dismissal of the CEO		
	3) In case the CEO seriously violates the regulations of the law, the State Bank of Vietnam, and the Charter	3) In case the CEO is automatically disqualified from their position, the Board of Directors must immediately	Modify the wording and update the provisions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>of EVN Finance, the Board of Directors has the right to temporarily suspend the CEO's executive authority, and must immediately appoint a Deputy CEO or a Head of the Department (if there is no Deputy CEO) who meets the conditions prescribed by the State Bank of Vietnam, and who is not on the list of prohibited persons under Article 36 of this Charter, to take over the CEO's duties. A written report, along with a proposal for handling violations and the CEO position, must be sent to the State Bank of Vietnam for resolution in accordance with current regulations.</p>	<p>appoint a Deputy CEO or a Head of the Department (if there is no Deputy CEO) who meets the conditions prescribed by the State Bank of Vietnam and is not on the list of prohibited persons under Article 37 of this Charter, to take over the CEO's duties. A written report, along with supporting documents proving the automatic disqualification of the CEO, must be sent to the State Bank of Vietnam within five (5) working days from the date the disqualification is confirmed. The Board is responsible for the accuracy and honesty of this report.</p>	
	<p>5. In case the CEO seriously violates the regulations of the law, the State Bank of Vietnam, and the Charter of EVN Finance, the Board of Directors has the right to temporarily suspend the CEO's executive authority, and must immediately appoint a Deputy CEO or a Head of the Department (if there is no Deputy CEO) who meets the conditions prescribed by the State Bank of Vietnam, and who is not on the list of prohibited persons under Article 36 of this Charter, to take over the CEO's duties. A written report, along with a proposal for handling violations and the CEO position, must be sent to the State Bank</p>	<p>5. In case the CEO seriously violates the regulations of the law, the State Bank of Vietnam, and the Charter of EVN Finance, the Board of Directors has the right to temporarily suspend the CEO's executive authority, and must immediately appoint a Deputy CEO or a Head of the Department (if there is no Deputy CEO) who meets the conditions prescribed by the State Bank of Vietnam, and who is not on the list of prohibited persons under Article 36 and Article 37 of this Charter, to take over the CEO's duties. A written report, along with a proposal for handling violations and the CEO position, must be sent to the State Bank of Vietnam for resolution in accordance with current regulations.</p>	<p>Modify the reference to provisions for consistency</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	of Vietnam for resolution in accordance with current regulations.		
37	Article 54. Rights and Duties of the CEO		
	5. Issue internal regulations; operational procedures for the management system of business operations and reporting information system.	5. Issue internal regulations; operational procedures for the management system of business operations and management information system.	Modified wording according to Article 56 of the Law on Credit Institutions
	8. Recommend and propose the organizational structure and operations of EVN Finance for approval by the Board of Directors or the General Shareholders' Meeting as authorized.	8. Recommend and propose the organizational structure and management of EVN Finance for approval by the Board of Directors or the General Shareholders' Meeting as authorized.	Modified wording according to Article 56 of the Law on Credit Institutions
	11. Sign contracts on behalf of EVN Finance in accordance with the provisions of the Charter and internal regulations of EVN Finance.	11. Sign contracts and other transactions on behalf of EVN Finance in accordance with the provisions of the Charter and internal regulations of EVN Finance.	Modified wording according to Article 56 of the Law on Credit Institutions
38	Article 55. Standards of the CEO		
	1) Not belonging to the group specified in Clause 1, Article 36 of this Charter	1. Not belonging to the group specified in Clause 1, Article 37 of this Charter;	Updated reference to the clause
	2) Ensure professional ethics;	2) Have professional ethics as prescribed by the Governor of the State Bank;	Modified wording according to Article 41 of the Law on Credit Institutions
	3) Hold a bachelor's degree or higher in one of the fields of economics, business administration, law;	3) Hold a bachelor's degree or higher in one of the fields of finance, banking, economics, business administration, law, accounting, auditing;	Modified wording according to Article 41 of the Law on Credit Institutions

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	4) Have at least 05 (five) years as an executive of a credit institution; or have at least 05 (five) years as CEO or Deputy CEO of a company with equity capital no less than the legal capital required for the corresponding type of credit institution and at least 05 years of direct work experience in finance, banking, accounting, or auditing; or have at least 10 (ten) years of direct work experience in finance, banking, accounting, or auditing;	4) Have at least one of the following conditions: Have at least 05 (five) years as an executive of a credit institution; or have at least 05 (five) years as CEO (Director) or Deputy CEO (Deputy Director) of a company with equity capital no less than the legal capital required for the corresponding type of credit institution and at least 05 years of direct work experience in finance, banking, accounting, or auditing; have at least 10 (ten) years of direct work experience in finance, banking, accounting, or auditing;	Modified wording according to Article 41 of the Law on Credit Institutions
	6) Should not be a person with family relations to the management of EVN Finance, members of the Supervisory Board of EVN Finance; state capital representatives, representatives of company capital in EVN Finance;	Remove this Clause	The Law on Credit Institutions has introduced a new definition for related parties, and family relations are included in this definition and governed by Clause 1 of this Article -> Remove
39	Article 55. Composition, Term, and Structure of the Supervisory Board	Article 56. Composition, Term, and Structure of the Supervisory Board	
	1) The Supervisory Board is responsible for conducting internal audits, controlling, and evaluating the compliance with legal regulations, internal regulations, the Charter, and the resolutions and decisions of the General Shareholders' Meeting and the Board of Directors.	1) The Supervisory Board is responsible for supervising and evaluating the compliance with legal regulations, internal regulations, the Charter, and the resolutions and decisions of the General Shareholders' Meeting and the Board of Directors.	- Update the content according to Article 51 of the Law on Credit Institutions. - Remove the content regarding full-time members.

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	2) The Supervisory Board must have at least 03 (three) members and no more than 05 (five) members, with at least half of the total members being full-time members who do not concurrently hold other positions or duties at EVN Finance or other companies.	2) The Supervisory Board must have at least 03 (three) members and no more than 05 (five) members.	
	3) The term of the Supervisory Board is no more than 05 (five) years. The term of each member of the Supervisory Board is in line with the term of the Supervisory Board. Members of the Supervisory Board may be re-elected or reappointed for an unlimited number of terms. The term of any member appointed or replaced is the remaining term of the Supervisory Board. The outgoing Supervisory Board shall continue to operate until the newly elected Supervisory Board takes over the responsibilities.	3) The term of the Supervisory Board is no more than 05 (five) years. The term of each member of the Supervisory Board is in line with the term of the Supervisory Board. The term of any member appointed or replaced is the remaining term of the Supervisory Board. The outgoing Supervisory Board shall continue to operate until the newly elected Supervisory Board takes over the responsibilities.	
	4) The principle of nominating individuals to the Supervisory Board is as follows: a. Shareholders or groups of shareholders owning from 10% to under 20% of the total common shares may nominate a maximum of one candidate.	4) The principle of nominating individuals to the Supervisory Board is as follows: a. Shareholders or groups of shareholders owning from 5% to under 20% of the total common shares may nominate a maximum of one candidate.	
	5) The Supervisory Board has a supporting unit and an internal audit department, which may use EVN Finance's resources and hire external experts and organizations to carry out its tasks.	5) The Supervisory Board has a supporting unit and an internal audit department to carry out its tasks.	

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40	Điều 56. Duties, Powers, and Responsibilities of the Supervisory Board	Điều 57. Duties, Powers, and Responsibilities of the Supervisory Board	
	2) The Supervisory Board has the following duties, powers, and responsibilities: a. Be loyal to the interests of EVN Finance and its shareholders; not to use EVN Finance’s information, secrets, business opportunities, position, office, or assets for personal gain or to serve the interests of other organizations or individuals.	2) The Supervisory Board has the following duties, powers, and responsibilities: a. Be loyal to the interests of EVN Finance and its shareholders; not to use EVN Finance’s information, secrets, business opportunities, position, office, or assets for personal gain or to serve the interests of other organizations or individuals.	Update the content in more detail according to Article 52 of the Law on Credit Institutions
	b. Supervise the compliance with legal regulations and the Charter of EVN Finance in the management and operation; and be accountable to the General Shareholders' Meeting for the performance of its assigned duties and powers	b. Supervise the management and operation of EVN Finance in compliance with legal regulations, internal regulations, the Charter, and the resolutions and decisions of the General Shareholders’ Meeting and the Board of Directors; and be accountable to the General Shareholders’ Meeting for the performance of its assigned duties and powers, as stipulated by the Law on Credit Institutions and this Charter.	
	c. Issue internal regulations of the Supervisory Board; annually review the internal regulations of the Supervisory Board, as well as key policies regarding accounting and reporting.	c. Issue internal regulations of the Supervisory Board; annually review the internal regulations of the Supervisory Board, as well as the internal regulations on accounting and reporting.	
	d. Perform the internal audit function; have the right to use independent consultants and the right to access and be provided with sufficient, accurate, and timely	d. Organize the internal audit function, with the right to access and be provided with sufficient, accurate, and timely information and documents related to the	

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	information and documents related to the management and operation of EVN Finance to carry out the assigned duties and powers.	management and operation of EVN Finance to carry out the assigned duties and powers; have the right to use the resources of EVN Finance to carry out the assigned duties and powers; may hire experts, independent consultants, and external organizations to perform tasks but must still be responsible for the performance of the duties of the Supervisory Board.	
	e. Appraise the financial statements for the first 06 (six) months and annually of EVN Finance; report to the General Meeting of Shareholders on the results of the financial statement appraisal, evaluating the reasonableness, legality, honesty, and prudence in accounting, statistics, and the preparation of financial statements. The Supervisory Board may consult with the Board of Directors before presenting the report and making recommendations to the General Meeting of Shareholders. Review contracts and transactions with related parties that fall under the approval authority of the Board of Directors or the General Meeting of Shareholders and provide recommendations regarding contracts or transactions that require approval from the Board of Directors or the General Meeting of Shareholders.	e. Monitor the financial status, appraise the financial statements for the first 06 (six) months and annually of EVN Finance; report to the General Meeting of Shareholders on the results of the financial statement appraisal, evaluating the reasonableness, legality, honesty, and prudence in accounting, statistics, and the preparation of financial statements. The Supervisory Board may consult with the Board of Directors before presenting the report and making recommendations to the General Meeting of Shareholders. Review contracts and transactions with related parties that fall under the approval authority of the Board of Directors or the General Meeting of Shareholders and provide recommendations regarding contracts or transactions that require approval from the Board of Directors or the General Meeting of Shareholders.	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		f. Monitor the approval and implementation of investment projects, purchase, sale of fixed assets, contracts, and other transactions of EVN Finance within the decision-making authority of the General Meeting of Shareholders and the Board of Directors. Annually, prepare and submit a monitoring report to the General Meeting of Shareholders and the Board of Directors.	
		g. Monitor the compliance with the provisions of Chapter VII of the Law on Credit Institutions regarding restrictions to ensure safety in EVN Finance’s operations.	
	f. Inspect the accounting books, other documents, and the management and operational activities of EVN Finance when deemed necessary or based on a resolution or decision of the General Meeting of Shareholders or at the request of major shareholders or a group of major shareholders in accordance with the law. The Supervisory Board must conduct the inspection within 7 (seven) working days from the date of receiving the request. Within 15 (fifteen) days from the completion of the inspection, the Supervisory Board must report and explain the issues subject to inspection to the requesting organization or individual.	h. Inspect the accounting books, other documents, and the management and operational activities of EVN Finance when deemed necessary or in the following cases: (i) Based on a resolution or decision of the General Meeting of Shareholders; (ii) At the request of the State Bank, major shareholders, or a group of major shareholders in accordance with the law. The Supervisory Board must conduct the inspection within 7 (seven) working days from the date of receiving the request. Within 15 (fifteen) days from the completion of the inspection, the Supervisory Board	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		must report and explain the issues subject to inspection to the requesting organization or individual.	
	g. Promptly notify the Board of Directors when discovering that the management of EVN Finance has committed violations; request the violator to immediately cease the violation and propose solutions to remedy any consequences, if any.	i. Promptly notify the General Meeting of Shareholders, the Board of Directors, when discovering that the management or executive officers of EVN Finance have committed violations; request the violator to immediately cease the violation of laws, the Charter, internal regulations of EVN Finance, and the resolutions and decisions of the General Meeting of Shareholders or the Board of Directors, and require the violator to immediately cease the violation and provide solutions to remedy any consequences (if any).	
	h. Prepare a list of founding shareholders, major shareholders, and related persons of the members of the Board of Directors, members of the Supervisory Board, and the CEO of EVN Finance; maintain and update any changes to this list.	j. Prepare a list of founding shareholders within 05 years from the date of becoming a founding shareholder, shareholders owning at least 01% of the charter capital, members contributing capital, and related persons of the members of the Board of Directors, members of the Supervisory Board, and the CEO of EVN Finance; maintain and update any changes to this list.	
		o. Promptly report to the State Bank of Vietnam regarding violations specified in clauses g, i, and l of this Article, as well as violations related to the shareholding	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
		ratio and related persons as per the regulations of the Law on Credit Institutions	
	m. Other duties and powers as stipulated by law and this Charter.	p. Other duties and powers as stipulated by law and this Charter.	
41	Điều 57. Rights and Obligations of the Chairman and Members of the Supervisory Board	Rights and Responsibilities of the Chairman and Members of the Supervisory Board	
	1) The Chairman of the Supervisory Board has the following rights and obligations: a. Organize and implement the duties and powers of the Supervisory Board as stipulated in Article 56 of this Charter.	1) The Chairman of the Supervisory Board has the following rights and obligations: a. Organize the implementation of the tasks and powers of the Supervisory Board as stipulated in Article 57 of this Charter and be responsible for the execution of their rights and obligations.	Adjust the content according to Articles 53 and 54 of the Law on Credit Institutions
	b. Prepare the agenda for the Supervisory Board meetings based on the proposals of members of the Supervisory Board related to the duties and powers of the Supervisory Board; convene and preside over the Supervisory Board meetings.	b. Convene and preside over meetings of the Supervisory Board.	
	d. On behalf of the Supervisory Board, convene an extraordinary General Meeting of Shareholders as stipulated in Article 56 of this Charter or propose the Board of Directors to hold an extraordinary meeting.	d. Represent the Supervisory Board in convening an extraordinary General Meeting of Shareholders as provided in Article 57 of this Charter or requesting the Board of Directors to hold an extraordinary meeting.	
	e. Attend meetings of the Board of Directors, express opinions but not vote.	e. Attend meetings of the Board of Directors, with the right to express opinions but not to vote.	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	g. Prepare the work plan and assign tasks to members of the Supervisory Board.	g. Prepare the work plan of the Supervisory Board and assign tasks to members of the Supervisory Board.	
	j. Authorize another member of the Supervisory Board to perform their duties during their absence.	j. Only delegate authority to another member of the Supervisory Board to exercise the rights and duties of the Chairman in the event of absence or inability to perform duties.	
	k. Perform other tasks and exercise rights as stipulated by law and this Charter.	k. Perform other tasks and exercise rights as stipulated by law and this Charter.	
	2) The members of the Supervisory Board have the following rights and obligations: a. Comply with the laws, this Charter, and the internal regulations of the Supervisory Board faithfully and cautiously for the benefit of EVN Finance and its shareholders.	2) The members of the Supervisory Board have the following rights and obligations: a. Comply with the law, this Charter, and the internal regulations of the Supervisory Board, and perform duties assigned by the Chairman of the Supervisory Board faithfully and cautiously for the benefit of EVN Finance and its shareholders, being responsible for the execution of their rights and obligations.	
	e. Have the right to request officers and employees of EVN Finance to provide data and explanations about business activities in order to perform assigned duties.	e. Request the managers, executives, officers, and employees of EVN Finance to provide data and explanations about business activities in order to perform the assigned duties.	
42	Article 59. Standards for Members of the Supervisory Board	Article 60. Standards for Members of the Supervisory Board	
	1) Not part of the group defined in Clause 1, Article 36 of this Charter;	1) Not part of the group defined in Clause 1, Article 37 of this Charter;	Update references

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>2) Has professional ethics;</p> <p>3) Holds a university degree or higher in one of the fields of economics, business administration, law, accounting, or auditing; has at least 03 (three) years of direct work experience in banking, finance, accounting, or auditing;</p> <p>4) Is not a family member or a related person of EVN Finance's management; is not a representative of the capital contribution of EVN Finance or of the state capital at EVN Finance;</p> <p>5) Full-time members of the Supervisory Board must reside in Vietnam during their term.</p>	<p>2) Possesses professional ethics as regulated by the Governor of the State Bank of Vietnam;</p> <p>3) Holds a university degree or higher in one of the fields of economics, finance, banking, business administration, law, accounting, or auditing; has at least 03 (three) years of direct work experience in banking, finance, accounting, or auditing;</p> <p>5) Is not related to the management of EVN Finance;</p> <p>6) The Chairman of the Supervisory Board must reside in Vietnam during their term.</p>	<p>Add specific criteria for determining professional ethics</p> <p>Adjust content according to Clause 3, Article 41 of the Law on Credit Institutions</p> <p>Change the regulation regarding full-time members of the Supervisory Board to a requirement that the Chairman of the Supervisory Board must reside in Vietnam</p>
43	Article 60. Replacement of Members of the Supervisory Board	Article 61. Replacement of Members of the Supervisory Board	
	<p>1) A member of the Supervisory Board will automatically lose their position or be removed, dismissed according to the provisions of Articles 38 and 39 of this Charter. The procedures and documents for requesting changes and approvals for the election, appointment, dismissal, or removal of the Chairman and members of the Supervisory Board will follow the regulations of the State Bank of Vietnam.</p>	<p>1) A member of the Supervisory Board will automatically lose their position or be removed, dismissed according to the provisions of Articles 39 and 40 of this Charter. The procedures and documents for requesting changes and approvals for the election, appointment, dismissal, or removal of the Chairman and members of the Supervisory Board will follow the regulations of the State Bank of Vietnam.</p>	<p>Adjust the legal basis</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	5) If the Supervisory Board does not have two-thirds of its total members or lacks the minimum number of members required by the EVN Finance Charter, within no more than 60 (sixty) days from the date the number of members falls short, the Supervisory Board must request the Board of Directors to convene the General Meeting of Shareholders to elect additional members to the Supervisory Board.	5) If the Supervisory Board does not meet the minimum number of members as stipulated in the EVN Finance Charter, within no more than 90 (ninety) days from the date the number of members falls short, the Supervisory Board must request the Board of Directors to convene the General Meeting of Shareholders to elect additional members to the Supervisory Board.	Change the deadline for replacing members of the Supervisory Board from 60 days to 90 days according to Article 51 of the Law on Credit Institutions
44	Article 61. Right to Investigate Books and Records	Article 62. Right to Investigate Books and Records	
	1) Voting shareholders have the right, directly or through a lawyer or authorized person, by a written request, to inspect the shareholder list of EVN Finance and the minutes of the General Meeting of Shareholders during working hours at the headquarters of EVN Finance and to photocopy or extract records. A request by an authorized person must be accompanied by the shareholder's authorization letter or a notarized copy of the authorization letter.	1) Voting shareholders have the right, directly or through a lawyer or authorized person, by a written request: <ul style="list-style-type: none"> a. To inspect and extract information about the names and contact addresses in the list of voting shareholders; request the correction of inaccurate information about themselves; examine, inspect, extract, or photocopy the company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders. A request by an authorized person must be accompanied by the authorization letter from the shareholder they represent or a notarized copy of the authorization letter. b. Shareholders or groups of shareholders owning 5% or more of the total voting shares have the right to examine, inspect, extract minutes, resolutions, decisions of the 	Provide more details about the right to investigate books and records according to Article 49 of Circular 116/2020/TT-BTC, which guides certain provisions on corporate governance for public companies under Decree 155/2020/ND-CP dated December 31, 2020, by the Government, detailing the implementation of some provisions of the Securities Law.

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		Board of Directors, semi-annual and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring Board of Directors' approval, and other documents, excluding those related to trade secrets or business secrets of the company.	
	2) Members of the Board of Directors, members of the Supervisory Board, the CEO, and other members of the Executive Board have the right to inspect EVN Finance's ledgers, shareholder lists, and other records of EVN Finance for purposes related to their duties and powers, provided that this information is kept confidential.	2) Members of the Board of Directors, members of the Supervisory Board, the CEO, and other members of the Executive Board have the right to inspect the company's shareholder register, shareholder list, and other records of EVN Finance for purposes related to their duties and powers, provided that this information is kept confidential.	
	3) EVN Finance must keep its Charter and its amendments, the business establishment and operation license, the certificate of business registration, regulations, documents proving ownership of assets, audited annual financial statements, minutes of shareholders' meetings and Board of Directors meetings, reports of the Supervisory Board, accounting books, and any other documents as required by law at its headquarters or another location within the area of its operations, provided that shareholders and business registration	3) EVN Finance must retain its Charter and amendments, the establishment and operation license, the business registration certificate, regulations, documents proving ownership of assets, audited annual financial reports, resolutions, minutes of shareholders' and board meetings, reports from the Supervisory Board, accounting books, and any other documents required by law, either at its head office or another location within the operating area of the head office, provided that shareholders and business registration authorities are notified about the storage location of these documents.	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	authorities are notified of the document storage location.		
45	Article 62. Employees	Article 63. Employees	
	1) The General Director must develop regulations on recruitment, employment, dismissal, salary, social insurance, benefits, rewards, and disciplinary actions for EVN Finance employees for submission to the Board of Directors for review or approval.	1) The General Director must develop regulations regarding recruitment, employment, letting the employee leave, salary, social insurance, benefits, rewards, and discipline for EVN Finance employees, which will be presented to the Board of Directors for approval.	Change the phrase ‘dismissal’ to ‘letting the employee leave’ in accordance with the guidance in Article 50 of Circular 116/2020/TT-BTC.
46	Article 64. Internal Control System	Article 65. Internal Control System	
	1) The internal control system is a set of mechanisms, policies, procedures, internal regulations, and the organizational structure of EVN Finance, designed according to the guidelines of the State Bank of Vietnam and implemented to ensure the prevention, detection, and timely handling of risks to achieve the set objectives.	1) The internal control system is a set of mechanisms, policies, procedures, internal regulations, and organizational structure of EVN Finance, implemented to prevent, detect, and timely address risks.	Reword to align with Article 57 of the 2024 Law on Credit Institutions
	Article 65. Internal Audit	Article 66. Internal Audit	
	1) Internal audit is the independent, objective review and evaluation of the internal control system; an independent evaluation of the appropriateness and compliance with policies, procedures, and processes established within EVN Finance, providing recommendations and advice to improve the effectiveness and efficiency of systems, processes,	1) Internal audit is an independent, objective review and assessment of the internal control system; an independent evaluation of the appropriateness and compliance with established mechanisms, policies, procedures, and internal regulations within EVN Finance. It provides recommendations and advice to improve the efficiency and effectiveness of systems,	Reword to align with Article 57 of the 2024 Law on Credit Institutions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	and regulations, contributing to ensuring the safety, effectiveness, and legal compliance of EVN Finance.	processes, and regulations, ensuring EVN Finance operates safely, effectively, and legally.	
	3) The internal audit results must be reported promptly to the Board of Directors, the Supervisory Board, and sent to the General Director of EVN Finance.	3) The internal audit results must be reported to the Supervisory Board and sent to the Board of Directors and the General Director of EVN Finance.	
47	Article 69. Accounting and Tax	Article 70. Accounting and Taxes	
	2) The financial year of EVN Finance begins on January 1st and ends on December 31st of the calendar year. The first financial year starts from the commencement of operations and ends on December 31st of the same year.	2) The financial year of EVN Finance begins on January 1 and ends on December 31 of the same calendar year. The first financial year begins on the date of receiving the operating license and ends on December 31 of that year.	Reword to align with Article 144 of the 2024 Law on Credit Institutions
48	Article 70. Reports	Article 71. Reports	
	1) EVN Finance must comply with the reporting regime in accordance with accounting, statistics laws, and regular operational reports as required by the State Bank of Vietnam.	1) EVN Finance must comply with the reporting regime and provide information in accordance with accounting, statistics, and survey laws.	Add the obligation to provide information in Clause 1
		2) EVN Finance must report operational activities periodically as required by the Governor of the State Bank of Vietnam.	Add Clause 2 regarding periodic reporting
	2) In addition to the reports specified in Paragraph 1, EVN Finance is required to report in writing to the State Bank of Vietnam in the following cases:	3) In addition to the reports required in Paragraphs 1 and 2, EVN Finance must also report in writing to the State Bank of Vietnam in the following cases:	Add the obligation to report on the purchase, sale, or transfer of shares

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	<p>a. Abnormal developments in operations that could significantly impact EVN Finance’s business;</p> <p>b. Changes in organization, management, operations, or the financial situation of major shareholders, and other changes that could significantly affect EVN Finance’s operations;</p> <p>c. Changes to EVN Finance’s branch names; temporary suspension of business for less than five working days; listing shares on the domestic stock market;</p>	<p>a. Unusual developments in operations that could significantly impact the business situation of EVN Finance;</p> <p>b. Changes in the organization, management, operations, or financial situation of major shareholders, or other changes that could significantly affect EVN Finance's business; buying, selling, or transferring shares or equity of major shareholders;</p> <p>c. Changes in the names of EVN Finance branches; temporary suspension of business operations for fewer than five working days; listing shares on the domestic stock market.</p>	<p>or equity contributions by major shareholders.</p> <p>Reword to align with Article 152 of the 2024 Law on Credit Institutions</p>
49	Article 72. Independent Audit	Article 73. Independent Audit	
	<p>1) Before the end of the financial year, EVN Finance must select a qualified independent auditing organization, as prescribed by the State Bank of Vietnam, to audit its operations for the following financial year. Within 30 (thirty) days from the selection of the auditing organization, EVN Finance must notify the State Bank of Vietnam about the chosen auditor.</p>	<p>1) Before the end of the financial year, EVN Finance must select a qualified independent audit organization as prescribed by the Governor of the State Bank of Vietnam to audit the financial statements and provide assurance services for the internal control system in preparing and presenting financial reports for the next financial year.</p>	<p>Article 59 of the 2024 Law on Credit Institutions</p> <p>Adjust the purpose of using independent audits to include auditing financial statements and providing assurance services for the internal control system in preparing and presenting financial statements</p>

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	7) EVN Finance must conduct a re-audit if the audit report contains an excepted opinion from the independent auditor.	Remove clause 7	Remove the requirement for credit institutions to conduct an additional independent audit when an auditor’s report includes a qualified opinion.
	CHAPTER XIX. EARLY INTERVENTION, SPECIAL CONTROL, RESTRUCTURING, BANKRUPTCY, LIQUIDATION	CHAPTER XIX. EARLY INTERVENTION, SPECIAL CONTROL, RESTRUCTURING, BANKRUPTCY, AND ASSET LIQUIDATION	Ensure consistency with the 2024 Law on Credit Institutions
50	Article 73. Early Intervention for EVN Finance	Article 74. Early Intervention for EVN Finance	
	<p>1) The State Bank of Vietnam will consider applying early intervention for EVN Finance if it faces any of the following situations but has not yet been placed under special control as prescribed in Paragraph 2 of Article 74 of these Articles:</p> <ul style="list-style-type: none"> a. Failing to maintain the liquidity ratio as prescribed in Point a, Clause 1, Article 130 of the Law on Credit Institutions for 3 consecutive months; b. Failing to maintain the capital adequacy ratio as prescribed in Point b, Clause 1, Article 130 of the Law on Credit Institutions for 6 consecutive months; 	<p>1) The State Bank of Vietnam will consider applying early intervention to EVN Finance when one of the following occurs, but the institution has not yet been placed under special control as prescribed in Paragraph 2 of Article 75:</p> <ul style="list-style-type: none"> a. Failing to maintain the liquidity ratio prescribed in Point a, Clause 1, Article 138 of the Law on Credit Institutions for three consecutive months; b. Failing to maintain the capital adequacy ratio prescribed in Point b, Clause 1, Article 138 of the Law on Credit Institutions for six consecutive months. 	Update legal references according to the 2024 Law on Credit Institutions

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	Article 74. Report of Payment Difficulty and Special Control	Article 75. Report of Payment Difficulty and Special Control	
	<p>2.Failure to maintain the capital adequacy ratio as prescribed in Point b, Clause 1, Article 130 of the Law on Credit Institutions for 12 consecutive months, or a capital adequacy ratio lower than 4% (four percent) for 6 consecutive months;</p> <p>3. EVN Finance is placed under special control, is eligible for special loans from the State Bank of Vietnam, the Vietnam Deposit Insurance Corporation, the Vietnam Cooperative Bank, and other credit institutions as prescribed in Clause 1, Article 146d of the Law on Credit Institutions.</p>	<p>2. Failing to maintain the capital adequacy ratio as prescribed in Point b, Clause 1, Article 138 of the Law on Credit Institutions for 12 consecutive months or maintaining a capital adequacy ratio lower than 4% for six consecutive months;</p> <p>3. EVN Finance is placed under special control and eligible for special loans from the State Bank of Vietnam, the Vietnam Deposit Insurance Corporation, the Vietnam Cooperative Bank, and other credit institutions as prescribed in the Law on Credit Institutions.</p>	Update legal references according to the 2024 Law on Credit Institutions
51	Article 75. Restructuring of EVN Finance	Article 76. Restructuring EVN Finance	
	EVN Finance can be reorganized through division, separation, consolidation, merger, or conversion of its legal form after receiving written approval from the State Bank of Vietnam.	EVN Finance can be reorganized through division, separation, merger, consolidation, conversion of its legal form, or conversion into a non-bank credit institution after obtaining written approval from the State Bank of Vietnam.	Add the content 'conversion of non-bank credit institutions' as per Article 201 of the 2024 Law on Credit Institutions
52	Article 76. Bankruptcy of EVN Finance	Article 77. Bankruptcy of EVN Finance	
	Bankruptcy of EVN Finance is carried out in accordance with Article 155 of the Law on Credit Institutions and bankruptcy law.	The bankruptcy of EVN Finance follows the provisions in Article 203 of the Law on Credit Institutions and bankruptcy law.	Revise the legal basis according to the 2024 Law on Credit Institutions
53	Article 78. Liquidation of EVN Finance Assets	Article 79. Asset Liquidation of EVN Finance	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	2) Upon dissolution as prescribed in Article 77 of these Articles, EVN Finance will liquidate its assets under the supervision of the State Bank of Vietnam.	2) Upon dissolution, as prescribed in Article 78 of these Articles, EVN Finance will liquidate its assets under the supervision of the State Bank of Vietnam, following the asset liquidation procedures set by the Governor of the State Bank of Vietnam.	
	3) During the supervision of EVN Finance's asset liquidation as prescribed in Paragraph 2, if it is found that EVN Finance cannot pay off its debts in full, the State Bank of Vietnam will issue a decision to terminate the liquidation and require EVN Finance to submit a bankruptcy filing as prescribed in Article 155 of the Law on Credit Institutions.	3) During the asset liquidation supervision process, if EVN Finance is unable to fully pay its debts, the State Bank of Vietnam will issue a decision to halt the liquidation and require EVN Finance to implement a bankruptcy plan for the credit institution as prescribed in Chapter X, Section 5, and Article 203 of the Law on Credit Institutions.	Revise according to the provisions of Article 204 of the 2024 Law on Credit Institutions
54	Article 79. Confidentiality Obligations	Article 82. Confidentiality Obligation	
	1) Employees, managers, and executives of EVN Finance, and related persons, must not disclose any business secrets of EVN Finance that they know.	1) Employees, managers, and executives of EVN Finance, along with related individuals, must not disclose customer information or any business secrets of EVN Finance.	Revise according to the provisions of Article 13 of the 2024 Law on Credit Institutions, adding the content 'customer information'.
	2) EVN Finance must ensure the confidentiality of information related to accounts, deposits, pledged assets, and customer transactions at EVN Finance.	2) EVN Finance must ensure the confidentiality of customer information in accordance with government regulations.	
	3) EVN Finance must not provide information related to accounts, deposits, pledged assets, and customer transactions at EVN Finance to any organization or	3) EVN Finance cannot provide customer information to other organizations or individuals unless required by a	

STT	CURRENT CHARTER OF EVNFINANCE	AMENDED CHARTER	LEGAL BASIS FOR AMENDMENT
	individual unless required by a competent state authority or with the customer's consent.	competent government authority or with the customer's consent.	
55	Article 82. Enforcement Provisions	Article 83. Enforcement Provisions	
	2) In the event that any legal provisions related to the activities of EVN Finance are not addressed in these Articles, or if there are new legal provisions that differ from the terms of these Articles, those legal provisions will automatically apply and govern the activities of EVN Finance.	2) In cases where legal provisions related to EVN Finance's activities are not addressed in these Articles, or if there are new legal provisions that differ from the terms in these Articles, those legal provisions will automatically apply and govern EVN Finance's activities.	Remove the word 'new' to expand the scope of application of Clause 2, Article 83 of the Charter in cases where there are current legal provisions differing from the clauses in this Charter.

*Trường hợp có sự khác biệt hoặc có cách hiểu khác giữa thông tin bằng tiếng Việt và tiếng Anh thì thông tin bằng tiếng Việt được áp dụng.
In case of any discrepancy in the meaning between the English disclosure and the Vietnamese disclosure, the Vietnamese disclosure shall prevail.*