#### LIST OF AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL GOVERNANCE REGULATION 2025

Noted: Caption marking content: Content removed (italicized strike through text)

Amended and supplemented content: bold italicized text

Current regulations	Amended regulations
Article 2. Interpretation of terms	Article 2. Interpretation of terms
i) <i>Major Shareholder:</i> means a shareholder directly or indirectly owning 5 per cent or more of the voting share capital of ABBANK.	i) Major Shareholder: means a shareholder owning 5 per cent or more of the voting share capital of ABBANK, including the number of shares that shareholder owns indirectly.
k) <i>Executive of ABBANK:</i> comprises General Director, Deputy General Directors, member of Executive Board, the Chief Accountant, Directors of Branches and other similar executive positions of ABBANK.	k) Executive of ABBANK: comprises General Director, Deputy General Directors, Member of Executive Board, the Chief Accountant, Directors of Branches and other similar executive positions of ABBANK (The title of Member of Executive Board is not equivalent to the title of Deputy General Director).
1) Related person: means any organization or individual related to another organization or individual (including ABBANK) in one of the following cases:	l) <i>Related person:</i> means any organization or individual related to another organization or individual (including ABBANK) in one of the following cases:
<ul> <li>(i) A parent company with its subsidiary company and vice versa; ABBANK with its subsidiary company and vice versa; among subsidiary companies of the same parent company; among subsidiary companies of ABBANK; a manager of ABBANK or member of the Board of Supervisors of a parent company or ABBANK, or an individual or organization with power to appoint such person with a subsidiary company and vice versa;</li> <li>(ii) A company or ABBANK with manager or member of the Board of Supervisors of such company or ABBANK, or in respect of the company, organization with power to appoint such person and vice versa;</li> </ul>	<ul> <li>(i). Parent company with subsidiary and vice versa; parent company with subsidiary of subsidiary and vice versa; credit institution with subsidiary of subsidiary of credit institution and vice versa; subsidiaries of the same parent company or of the same credit institution with each other; subsidiaries of subsidiaries of the same parent company or of the same credit institution with each other; managers, supervisors, Members of the Board of Supervisors of the parent company or of the credit institution, individuals or organizations with the authority to appoint these persons with the subsidiary and vice versa;</li> <li>(ii). A company or credit institution with the manager, controller, Member of the Board of Supervisors of that company or credit institution or with the company or organization with</li> </ul>

- (iii) A company or ABBANK with organization or individual owning 5 per cent or more of the charter capital or the voting share capital of the company or ABBANK and vice versa;
- (iv)An individual with his/her spouse, father, mother, child or sibling;

- (v) A company or ABBANK with an individual prescribed in subpoint (iv) of this point of a manager, member of the Board of Supervisors, capital contributor or shareholder owning 5% or more of the charter capital or voting share capital of such company or ABBANK and vice versa;
- (vi) An individual authorized to act as representative of an organization or individual prescribed in sub-points from (i) to (v) of this point with the organization or individual who is principal; among individuals authorized to act as representatives of capital contribution portions of a same organization.
- (vii) Any other legal entity or individual with a potentially risky relationship for the operation of ABBANK determined in accordance with the internal rules of ABBANK or pursuant to a written request from the SBV via an inspection or supervision on a case-by-case basis.

the authority to appoint those people and vice versa;

- (iii). A company or credit institution with an organization or individual owning 5% or more of the charter capital or voting shares of that company or credit institution and vice versa;
- (iv). An individual with a spouse; biological parents, adoptive parents, stepfather, stepmother, parents-in-law; biological children, adopted children, stepchildren of a wife or husband; daughter-in-law, son-in-law; full siblings; half siblings; siblings of spouse; brother-in-law, sister-in-law of a person with the same parents or half siblings (hereinafter referred to as wife, husband, father, mother, child, brother, sister); paternal grandparents, maternal grandparents; paternal grandchildren, maternal grandchildren; paternal uncles, paternal uncles and paternal nieces and nephews;
- (v). A company or credit institution with an individual having a relationship as prescribed in section (iv) above with a manager, supervisor, Member of the Board of Supervisors, capital contributor or shareholder owning 5% or more of the charter capital or voting shares of that company or credit institution and vice versa;
- (vi). An individual authorized to represent *the capital contribution* for an organization or individual specified in sections (i) to (v) above in relationship with the authorizing organization or individual; individuals authorized to represent the capital contribution of the same organization together;
- (vii). Other legal entities and individuals having a relationship that poses potential risks to ABBANK's operations are determined according to ABBANK's internal regulations or upon written request of the State Bank through inspection and

(Viii) Other cases stipulated in Clause 23 Article 4 of the Law on Enterprises, Clause 46 Article 4 of the Law on Securities.

m) *Internal Person:* means a person who holds an important position in the executive and managerial apparatus of ABBANK, comprising of the Chairperson, Vice-Chairperson, members of Board of Directors; the legal representative; General Director, Deputy General Directors; the Financial Director; *the* Chief Accountant and other management positions similar to the above-mentioned positions who are elected by the General Meeting of Shareholders or appointed by the Board of Directors; the head and members of the Board of Supervisors; the company secretary, person in charge of corporate governance, persons authorized to disclose information.

# **Article 5. Authority to convene a meeting of the General Meeting of Shareholders**

- 5.1. The Board of Directors shall convene the annual meeting of General Meeting of Shareholders within four months from the end of the financial year. Where necessary and at the decision of the Board of Directors, the time for annual meeting of General Meeting of Shareholders may be extended, but may not exceed six months from the end of the financial year.
- 5.2. The Board of Directors shall convene an extraordinary meeting of the General Meeting of Shareholders within 60 days upon the receipt of request or from date of occurring the following cases:

supervision activities.

The definition of "Related person" in this point applies to the contents of management organization, reorganization, dissolution and related activities according to the provisions of the Law on Credit Institutions. For the issue of information disclosure on the securities market and other issues that do not have specific provisions of the Law on Credit Institutions, the definition of Related Person according to the provisions of Clause 46, Article 4 of the Law on Securities, Clause 23, Article 4 of the Law on Enterprises shall apply in accordance with the principle of law application.

m) *Internal Person:* means a person who holds an important position in the executive and managerial apparatus of ABBANK, comprising of the Chairperson, Vice-Chairperson, Members of Board of Directors; the legal representative; General Director, Deputy General Directors; the Financial Director; *the* Chief Accountant and other management positions similar to the above-mentioned positions who are elected by the General Meeting of Shareholders or appointed by the Board of Directors; the Head and Members of the Board of Supervisors; *the Head and Members of the Internal Audit;* the Company Secretary, Person in charge of corporate governance, Persons authorized to disclose information.

# **Article 5. Authority to convene a meeting of the General Meeting of Shareholders**

- 5.1. The Board of Directors shall convene the annual meeting of General Meeting of Shareholders within four months from the end of the financial year.
- 5.2. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The Board of Directors must convene an extraordinary meeting of the General Meeting of

- b) The number of the Board of Directors's, members of Board of Supervisors is less than the minimum number of members stipulated by the laws and ABBANK's Charter; or the remaining members of the Board of Directors, or Board of Supervisors are less than two third (2/3) of the number of members of current term;
- d) Upon written request by a shareholder or a group of shareholders holding at least 10 per cent of the total ordinary shares of ABBANK *for at least consecutive 6 months.*

5.4. Where the Board of Supervisors fails to convene a meeting as stipulated in Clause 4 of this Article, within the next 30 (thirty) days thereafter, the shareholder or group of shareholders stipulated in point c Clause 2 of this Article has the right to, in place of Board of Directors, Board of Supervisors, convene a meeting of the General Meeting of Shareholders.

In this case, the shareholder or group of shareholders convening the meeting of General Meeting of Shareholders may request the business registration agency to supervise the sequence and procedure of convening, conducting and issuing the resolution of General Meeting of Shareholders.

# Article 6. Preparation the list of shareholders for the meeting of the General Meeting of Shareholders.

6.3. The list of shareholders entitled to attend the General Meeting of

Shareholders within 90 (ninety) days from the date of receipt of the request or the date of occurrence of one of the following cases:

- b) The number of remaining Members of the Board of Directors is less than the minimum number of Members prescribed in Clause 1, Article 69 of the Law on Credit Institutions;
- c) The number of remaining Members of the Board of Supervisors is less than the minimum number of Members prescribed in Clause 2, Article 51 of the Law on Credit Institutions;
- d) Upon request of a shareholder or group of shareholders owning more than 10% of the total number of common shares at ABBANK in case the Board of Directors seriously violates the rights of shareholders, the obligations of managers or makes decisions beyond its assigned authority. The request document in this case must include the contents specified in Clause 4, Article 115 of the Law on Enterprises. The shareholder or group of shareholders making the request must take full responsibility for the accuracy and truthfulness of the information and documents provided to the competent authority and/or as the basis for making the request;
- f) To decide on the content upon request of the State Bank when an event occurs affecting the operational safety of the credit institution.
- 5.4. Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as stipulated in clause 2 of this Article, within thirty (30) days thereafter, the Board of Supervisors shall, in place of the Board of Directors, convene a meeting of the General Meeting of Shareholders according to the provisions of this Charter and must take full responsibility for the accuracy and honesty of the information and documents provided to the competent authority and be responsible before the law and resolve related disputes (if any) when convening the General Meeting of Shareholders.

Article 6. Preparation the list of shareholders for the meeting of the General Meeting of Shareholders.

Shareholders is prepared based on the register of shareholders of ABBANK. When ABBANK's shares are centrally registered at the Vietnam Securities Depository, the list of shareholders provided by the Vietnam Securities Depository at the closing date *is grounded to determine* the rights of shareholders related to that meeting of the General Meeting of Shareholders.

#### The list of shareholders entitled to attend the General Meeting of Shareholders is prepared based on the register of shareholders of ABBANK. During the time ABBANK shares are centrally registered at the Vietnam Securities Depository and Clearing Corporation, the list of shareholders at the date of closing provided by the Vietnam Securities Depository and Clearing Corporation is the basis for determining the rights of shareholders related to that General Meeting of Shareholders. The list of shareholders entitled to attend a meeting of the General Meeting of Shareholders shall contains information on full name, contact address, nationality, and number of identification card/citizen's identification card/Passport number for foreigners (hereinafter referred to as ownership registration number) in respect of the shareholders being individual; name, head office address, nationality, enterprise code/establishment decision number (hereinafter referred to as ownership registration number) in respect of shareholders being organizations and number of shares of each type, number and date of shareholder registration of each shareholder.

#### Article 8. Program and agenda of meeting of General Meeting of Shareholders

- 8.2. A shareholder or group of shareholders holding at least 05% (five per cent) of the total ordinary shares of ABBANK may recommend items to be included in the agenda of a meeting of the General Meeting of Shareholders. The recommendation must be made in writing and be sent to ABBANK no later than 03 (three) business days prior to the date of opening. The recommendation must specify the full name, permanent residential address, nationality and number of citizen identification card, passport or other lawful personal identification in respect of shareholders being individuals; name, enterprise code or number of establishment decision, head office address in respect of shareholders being organizations, the number of shares of each class of shareholder(s), and the items recommended to be included in the agenda.
- 8.6. The annual meeting of the General Meeting of Shareholders shall discuss and pass the following issues:

# Article 8. Program and agenda of meeting of General Meeting of Shareholders

- 8.2. A shareholder or group of shareholders holding at least 05% (five per cent) of the total ordinary shares of ABBANK may recommend items to be included in the agenda of a meeting of the General Meeting of Shareholders. The recommendation must be made in writing and be sent to ABBANK no later than 03 (three) business days prior to the date of opening. The recommendation must specify the full name, ownership registration number of shareholder(s), the number of shares of each class of shareholder(s), and the items recommended to be included in the agenda.
- 8.6. The annual meeting of the General Meeting of Shareholders shall discuss and pass the following issues:
- a) Financial statement, business result and annual business plan of ABBANK;

- a) Financial statement, business result and annual business plan of ABBANK;
- b) Report of the Board of Directors regarding management by and operational results of the Board of Directors and each member of the Board of Directors;
- c) Report of the Board of Supervisors on its financial appraisal, regarding business results; operational results of the Board of Directors and *General Director*, and *self-evaluation* report on the operation result of the Board of Supervisors and its member;
- d) Amount of dividend payable on each class of share;

Article 10.

e) Other matters within the authority of the General Meeting of Shareholders.

- b) Report of the Board of Directors regarding management by and operational results of the Board of Directors and each Member of the Board of Directors;
- c) Report of the Board of Supervisors on its financial appraisal, business performance evaluation; results of monitoring the approval and implementation of investment projects, purchase and sale of fixed assets, contracts and other transactions under the decision-making authority of the General Meeting of Shareholders and the Board of Directors; and self-evaluation report on the operation result of the Board of Supervisors and its Member;
- d) Proposal for setting up funds and distributing after-tax profits;
- e) Report on remuneration of Members of the Board of Directors and the Board of Supervisors that has been implemented and proposed for the next planning year;
- f) Selection of an independent auditing organization according to the provisions of Article 59 of the Law on Credit Institutions;
- g) Other matters within the authority of the General Meeting of Shareholders.

# 10.4. The organization of a meeting of the shareholders holding preferred shares to approve the change of rights stated in Clause 5 Arrticle 13 of this Regulation is valid only when there are at least 02 shareholders (or their authorized representatives) and hold at least 1/3 (one third) of the par value of that type of shares. In case there are not enough delegates as mentioned above, the meeting will be re organized within the next 30 (thirty) days and the holders of such shares (regardless of the number of people and number of shares) are present directly or through an authorized representative are considered to be a sufficient number of delegates for the meeting. At the meetings of the shareholders holding preference shares mentioned above, those holding shares of that type who are present in person or through a representative can request a secret ballot. Each share

of the same type has equal voting rights at the above-mentioned meetings.

**Conditions for conducting meeting of General Meeting** 

#### **Article 10.** Conditions for conducting meeting of General Meeting

10.4. Only the General Meeting of Shareholders has the right to change the meeting agenda sent with the meeting invitation as prescribed in this Regulation.

# Article 13. Comdictions for a resolutions of the General Meeting of Shareholders to be approved

- 13.3.A resolution at the meeting shall be passed in accordance with the following provisions:
- a) Except cases stipulated in Point b and c, Clause 3 and Clause 5 of this Article, the resolution shall be passed if it is agreed by a number of shareholders representing more than *fifty one* (51) per cent of the total number of voting shares of all attending shareholders;
- b) The resolution in the following cases shall be passed if it is agreed by a number of shareholders representing more than sixty-five (65) per cent of the total number of voting shares of all attending shareholders:
- (i) Approval on plan of share offering, including the classes of shares and total number of shares of each class to be offered;
- (ii) Decision on investment, purchase or sale of assets of ABBANK valued equal to or more than twenty (20) per cent of the charter capital of ABBANK recorded in the most recent audited financial statements.
- (iii) Decision on amendments of and supplement to the Charter of ABBANK;
- (iv) Decision on restructure, dissolution of, or to request the court to open bankruptcy procedures;
- (v) Change of lines of business and business sectors;
- (vi) Change of the organizational and managerial structure of ABBANK.

# Article 15. Disclosure of resolutions and ways to oppose resolutions of the General Meeting of Shareholders

# Article 13. Comdictions for a resolutions of the General Meeting of Shareholders to be approved

- 13.3. A resolution at the meeting shall be passed in accordance with the following provisions:
- a) Except cases stipulated in Point b and c, Clause 3 and Clause 5 of this Article, a resolution shall be passed if it is agreed by a number of shareholders representing more than fifty (50) per cent of the total number of voting shares of all attending shareholders;
- b) A resolution of the General Meeting of Shareholders is passed when approved by shareholders representing more than 65% (sixty-five percent) of the total number of votes of all shareholders attending the meeting on the matters specified in sections (i), (ii) and (iii) below or when approved by shareholders representing more than 65% (sixty-five percent) of the total number of votes of all shareholders in the case of obtaining written opinions on the matters specified in sections (i) and (ii) below:
- (i) Approval on plan of share offering, including the classes of shares and total number of shares of each class to be offered;
- (ii) Decision on investment, purchase or sale of assets of ABBANK valued equal to or more than twenty (20) per cent of the charter capital of ABBANK recorded in the most recent audited financial statements.
- (iii) Decision to divide, separate, merge, consolidate, convert legal form, dissolve or request the Court to open bankruptcy proceedings for ABBANK.

# Article 15. Disclosure of resolutions and ways to oppose resolutions of the General Meeting of Shareholders

15.2. In case the General Meeting of Shareholders approves the election, dismissal or removal of Members of the Board of Directors or Members of the Board of Supervisors, the Board of Directors must submit a written report with relevant documents to the State Bank within 10 (ten) days from the date of approval.

# Article 20. Collecting shareholders' written opinions to approve decision of General Meeting of Shareholder

20.8. A resolution of the General Meeting of Shareholders in the form of collection of written opinions of shareholders shall be passed if that reaches the affirmative votes threshold to pass such resolution at a meeting. A decision passed by way of collecting written opinions of shareholders has the same value as a decision passed at the meeting of the General Meeting of Shareholders.

20.9. Within 15 days from the end of the vote counting, all resolutions and decisions must be sent to the SBV and ABBANK shareholders and disclosed information *in accordance with current legal regulations*. The sending of resolutions and minutes of counting of votes for the General Meeting of Shareholders to shareholders can be replaced by posting on the ABBANK's website.

#### Điều 22. Vai trò và trách nhiệm của Hội đồng Quản trị Article 22. Roles and duties of the Board of Directors

- 22.1. The Board of Directors is the governing body of ABBANK, has full authority in the name of ABBANK to decide and perform the rights and obligations of ABBANK, except for matters falling under the authority of the General Meeting of Shareholders; ensuring that ABBANK's operations comply with the laws, the Charter and internal regulations of ABBANK.
- 22.2. The specific powers and duties of the Board of Directors comply with the provisions of the Charter of ABBANK and the following responsibilities:

# Article 20. Collecting shareholders' written opinions to approve decision of General Meeting of Shareholder

- 20.8. A resolution of the General Meeting of Shareholders in the form of collection of written opinions of shareholders shall be passed as prescribed *in Point b Clause 13.3 Article 13 of this Regulation*. A decision passed by way of collecting written opinions of shareholders has the same value as a decision passed at the meeting of the General Meeting of Shareholders.
- 20.9. Resolutions passed by the General Meeting of Shareholders by way of obtaining written opinions of shareholders must be sent to the State Bank and ABBANK shareholders within 15 (fifteen) days *from the date of completion of vote counting* and shall be disclosed information *within 24 hours from the time the resolution is passed*. The sending of resolutions and minutes of counting of votes for the General Meeting of Shareholders to shareholders is replaced by posting on the ABBANK's website.

In case the General Meeting of Shareholders approves the election, dismissal or removal of Members of the Board of Directors or Members of the Board of Supervisors, the Board of Directors must submit a written report with relevant documents to the State Bank within 10 (ten) days from the date of approval.

#### Điều 22. Vai trò và trách nhiệm của Hội đồng Quản trị

#### Article 22. Roles and duties of the Board of Directors

- 22.1. The Board of Directors is the governing body of ABBANK, has full authority in the name of ABBANK to decide and perform the rights and obligations of ABBANK, except for matters falling under the authority of the General Meeting of Shareholders.
- 22.2. The specific powers and duties of the Board of Directors comply with the provisions of the Law on Credit Institutions, other relevant laws and Charter of ABBANK. At the same time, the Board of Directors performs the following roles and responsibilities:

- a) To be responsible to shareholders for the operations of ABBANK;
- b) Treat all shareholders equally and respect the interests of persons with interests related to ABBANK;
- c) Ensuring the compliance of ABBANK's operations with the provisions of law, the Charter and internal regulations;
- d) Monitoring and preventing conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, General Director and other managers, including misuse and abuse related party transactions.

- a) To be responsible to shareholders for *the governance* of operations of ABBANK;
- b) Treat all shareholders equally and respect the interests of persons with interests related to ABBANK;
- c) **Performing a senior monitoring role in the internal control system** to ensure the ABBANK's operations compliance with the provisions of law, the Charter and internal regulations;
- d) Monitoring and preventing conflicts of interest of Members of the Board of Directors, Members of the Board of Supervisors, General Director and other managers, including misuse and abuse related party transactions.

#### Article 23. Nomination candidates, election, removal and dismissal of Members of the Board of Directors

- 23.2. Membership of the Board of Directors
- a) Members of the Board of Directors must meet the criteria and conditions prescribed by the Law on Credit Institutions, *the Law on Securities, Law on Enterprises* and ABBANK's Charter.
- b) The Chairperson of the Board of Directors does not concurrently hold the position of General Director of ABBANK.
- c) A member of the Board of Directors of ABBANK may concurrently be a member of the Board of Directors at a maximum of 05 other companies.

### Article 23. Nomination candidates, election, removal and dismissal of Members of the Board of Directors

- 23.2. Membership of the Board of Directors
- a) Members of the Board of Directors must meet the criteria and conditions prescribed by the Law on Credit Institutions and ABBANK's Charter.
- b) The Chairperson of the Board of Directors does not concurrently hold the position of General Director of ABBANK.

#### Article 24. Meetings and collecting opinions to pass decisions of the Board of Directors

- 24.1. Process and procedures for holding meetings, form of meetings of the Board of Directors, eligibility for the meeting to be conducted, meeting minutes, methods of attending meetings of members of the Board of Directors and other issues In relation to the meeting of the Board of Directors, comply with the provisions of the Board of Directors' Regulations.
- 24.2. The Chairperson of the Board of Directors decides on collecting

#### Article 24. Meetings and collecting opinions to pass decisions of the Board of Directors

24.1. Process and procedures for holding meetings, form of meetings of the Board of Directors, eligibility for the meeting to be conducted, meeting minutes, methods of attending meetings of Members of the Board of Directors and other issues in relation to the meeting of the Board of Directors, comply with the provisions of *ABBANK Charter*, Regulation on Operation of the Board of Directors, *Regulation for the approval of decisions of the Board of Directors*.

written opinions of members of the Board of Directors, via email (email) or by other means to pass decisions of the Board of Directors according to the provisions of the Regulation on Operation of the Board of Directors.

24.2. The Chairperson of the Board of Directors decides on collecting written opinions of Members of the Board of Directors, via email (email) or by other means to pass decisions of the Board of Directors according to the provisions of the Regulation on Operation of the Board of Directors, *Regulation for the approval of decisions of the Board of Directors.* 

#### **Article 28.** Board of Supervisors

28.3. The Board of Supervisors of ABBANK shall have a minimum of 03 (three) members and maximum of 05 (five) members, in which at least 1/2 (one-half) of the total number of members shall be full-time members, without concurrently holding other positions or doing other jobs in ABBANK or other enterprises. Members of the Board of Supervisors shall elect one of them to be the head of the Board of Supervisors. A full-time member of the Board of Supervisors is the member of the Board of Supervisors who works permanently during the interval time between meeting sessions of the Board of Supervisors and undertake responsibility on one or a number of tasks assigned by the Board of Supervisors. 28.5. If the number of members of the Board of Supervisors is less than 2/3 (two third) of the number as required by General Meeting of Shareholders or if the number is less than the minimum required by laws, then ABBANK shall, within 60 (sixty) days from the date the number become so insufficient, supplement sufficient members of the Board of Supervisors in accordance with the laws.

#### **Article 28.** Board of Supervisors

28.3. The Board of Supervisors of ABBANK shall have a minimum of 05 (five) Members, in which at least 1/2 (one-half) of the total number of Members shall be full-time Members, without concurrently holding other positions or doing other jobs in ABBANK or other enterprises. A full-time Member of the Board of Supervisors is a Member who works regularly at ABBANK between meetings of the Board of Supervisors and is responsible for one or several tasks assigned by the Board of Supervisors. Members of the Board of Supervisors shall elect one of them to be the head of the Board of Supervisors. In case the Board of Supervisors has fewer Members than the minimum number of Members prescribed in this Clause, within 90 days from the date of insufficient minimum number of Members, ABBANK must elect additional Members to ensure the minimum number of Members, except for the case prescribed in Clause 5, Article 166 of the Law on Credit Institutions.

#### Article 29. General Director

29.1.The General Director is the Chief Executive Officer of ABBANK. The General Director is responsible before the Board of Directors and the laws for the daily operations of ABBANK.

29.6. The Chairperson of the Board of Directors or the Vice Chairperson of the Board of Directors under authorization of the the Chairperson on behalf of the Board of Directors signs the decisions to appoint and dismiss the General Director, Deputy General Director, and other positiona in management and executive levels according to the internal regulations issued by the Board of Directors; representing

#### Article 29. General Director

29.1. The General Director is the *highest* executive of ABBANK's operations, *appointed*, *dismissed*, *and removed by the Board of Directors*. The General Director is responsible to the Board of Directors and before the law *for the operations of ABBANK*. In case of vacancy of the General Director, the Board of Directors must appoint a General Director within 90 days from the date of vacancy of the General Director.

ABBANK to sign labor contracts with the General Director, Deputy General Director, Chief Accountant of ABBANK and other positions under the authority of the Board of Directors. 29.6. The General Director, Deputy General Director, and Chief Accountant must meet the standards and conditions prescribed by the Law on Credit Institutions and the ABBANK Charter.

#### CHAPTER VI: COORDINATION BETWEEN THE BOARD OF DIRECTORS,

THE SUPERVISORY BOARD AND THE BOARD OF MANAGEMENT

Article 30. Working relationship between the Board of Directors and the Executives

30.2. Working relations in the implementation of assigned tasks are performed as follows:

- c) The General Director reports periodically at least on a quarterly basis on the business results and operations of ABBANK to the Board of Directors. The content of the report includes indicators of scale, efficiency, profitability, financial safety indicators, risk management, results of the implementation of the directions of the Board of Directors / Chairperson of the Board of Directors and other contents as requested by the Chairperson of the Board of Directors, compared with the assigned targets and plans and compared with the performance results of the previous period.
- e) In addition to the periodic reports, the General Director, Deputy General Director, other executives must make direct reports or provide information, documents and explanations at the request of the Board of Directors, Chairperson or member of Board of Directors, the Board of Directors Committee according to the assigned functions and duties.

#### **CHAPTER VI:**

#### COORDINATION BETWEEN THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE GENERAL DIRECTOR

Article 30. Working relationship between the Board of Directors and *the General Director* 

- 30.2. Working relations in the implementation of assigned tasks are performed as follows:
- c) The General Director *is responsible* to report periodically at least on a monthly basis on the business results and operations of ABBANK to the Board of Directors. The content of the report includes indicators of scale, efficiency, profitability, financial safety indicators, risk management, results of the implementation of the directions of the BOD /Chairperson of the Board of Directors and other contents as requested by the *Board of Directors*/Chairperson of the Board of Directors. *Information and data content, with comparison with assigned targets and plans, with strategic goals/medium/long-term plans, performance results of the previous period and reference information from competitors (if any).*
- e) In addition to the periodic reports, the General Director, Deputy General Director, other Executives shall provide information, documents and explanations at the request of the Board of Directors, the Chairperson of Board of Directors. The General Director, Deputy General Director, and other Executives provide information, documents, and explanations upon request of Members of the Board of Directors/Committees of the Board of Directors in accordance with the tasks assigned and provisions of law and the Regulation on Operation ò the Board of Directors, the Regulation on the approval of decisions of the Board of Directors.

f) The General Director, Deputy General Director, other executives are

responsible for providing honest, complete, *punctuality and enforcing the request* to access information in the most convenient and fastest way for the Board of Directors.

- g) In case of detection of risks that could greatly affect the reputation or business operations of ABBANK or other necessary matters, the General Director, Deputy General Director and other Executives should report immediately to the Standing Board of Directors.
- 30.3. The Board of Directors *appoints* a functional unit to advise and assist the Board of Directors in ensuring the working relationship between the Board of Directors and the General Director according to this Regulation. Documents submitted to the Board of Directors, Chairperson of the Board of Directors must be done through the focal point for centralized monitoring, coordinating review, making recommendation and exchanging information.

# Article 31. Working relationship between the Board of Directors and the Board of Supervisors

31.4. The Board of Directors *appoints* a functional unit to advise and act as a focal point to help the Board of Directors ensure the working relationship between the Board of Directors and the Board of Supervisors.

- f) The General Director, Deputy General Director, other executives are responsible for providing the *necessary* information as conveniently and promptly as possible to the Board of Directors/Chairman of the Board of Directors/Board of Directors Committee/Board of Directors Members as prescribed in this Clause.
- g) In case of detection of risks that could greatly affect the reputation or business operations of ABBANK or other necessary matters, the General Director, Deputy General Director and other Executives should report immediately to the Standing Board of Directors/Chairperson of the Board of Directors.
- 30.3. The Office of the Board of Directors is appoints as the functional unit to advise and assist the Board of Directors in ensuring the working relationship between the Board of Directors and the General Director according to this Regulation. Documents submitted to the Board of Directors, Chairperson of the Board of Directors must be done through the Office of the Board of Directors as the focal point for centralized monitoring, coordinating review, making recommendation and exchanging information.

# Article 31. Working relationship between the Board of Directors and the Board of Supervisors

- 31.4. The Board of Supervisors may consult the Board of Directors before submitting reports and recommendations under the Board of Supervisors' authority to the General Meeting of Shareholders.
- 31.5. *The Office of the Board of Directors is appointed* as a functional unit to advise and act as a focal point to help the Board of Directors ensure the working relationship between the Board of Directors and the Board of Supervisors.

# CHAPTER VII: ASSESSMENT OF BOARD OF DIRECTORS AND SUPERVISORY BOARD OPERATION AND THE EXECUTIVES' PERFORMANCE

# Article 33. Assessment of the performance of members of the Board of Directors, members of the Board of Supervisors and Executives

- 33.1. Depending on the decision of the Board of Directors, the assessment of the performance of members of the Board of Directors, the Board of Supervisors, members of the Board of Management and other Executives may be conducted according to one or several the following method:
  - a) The individual's self-assessment combined with the supervisors;
  - b) Assessment performance periodically every 06 (six) months / annually, according to the appointment term (at the end of the appointment / re-appointment period) or another term according to ABBANK's internal regulations;

# CHAPTER VII: ASSESSMENT OPERATION OF THE BOARD OF DIRECTORS, SUPERVISORY BOARD; AND THE GENERAL DIRECTOR' PERFORMANCE

Article 33. Assessment of the performance of Members of the Board of Directors, Members of the Board of Supervisors and *The General Director* 

- 33.1. Depending on the decision, regulations of the Board of Directors, the assessment of the performance of Members of the Board of Directors, *the Board of Supervisors*, Members of the Board of Management and other Executives may be conducted according to one or several the following method:
- a) The individual's self-assessment combined with the supervisors;
- b) Assessment performance periodically *every month*, *quartly*, 06 (six) months, annually, according to the appointment term (at the end of the appointment / re-appointment period) or another term according to ABBANK's internal regulations;

In addition to the contents mentioned above, the draft regulation (amended) has been reviewed and revised for technical aspects, wording anh/or rearrangement of regulatory contents to ensure consistency and alignment with the provisions of ABBANK's Charter and Law of Credit institutions 2024.