NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUỐC TẾ VIỆT NAM
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NGÂN HÀNG TMCP QUỐC TẾ VIỆT NAM
VIETNAM INTERNATIONAL BANK

Số: 338467.26
No.: 338467.26

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

TP. Hồ Chí Minh, ngày 05 tháng 11 năm 2026
Ho Chi Minh City, 05 November 2026

CÔNG BỐ THÔNG TIN
INFORMATION DISCLOSURE

Kính gửi/*To*: Ủy ban Chứng khoán Nhà nước/*State Securities Commission*
Sở Giao dịch Chứng khoán Việt Nam/ *Vietnam Exchange*
Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh/*Hochiminh Stock Exchange*
Sở giao dịch Chứng khoán Thành phố Hà Nội/*Hanoi Stock Exchange*

1. Tên tổ chức/*Name of organization*: NGÂN HÀNG TMCP QUỐC TẾ VIỆT NAM (VIB)
VIETNAM INTERNATIONAL BANK (VIB)

Mã chứng khoán/*Stock code:* VIB

Địa chỉ trụ sở chính/*Address*: Tầng 1 (tầng trệt) và tầng 2 tòa nhà Sailing Tower, số 111A Pasteur, phường Sài Gòn, thành phố Hồ Chí Minh
1st floor (ground floor) and 2nd floor of Sailing Tower building, 111A Pasteur, Saigon ward, Ho Chi Minh city

Điện thoại/*Tel.*: (028) 62999039 Fax: (028) 62999040
Email: congbothongtin@vib.com.vn

2. Nội dung thông tin công bố/ *Contents of disclosure*:
Căn cứ Quyết định số 2344/QĐ-NHNN ngày 21 tháng 10 năm 2026 của Ngân hàng Nhà nước Việt Nam về việc ghi nhận vốn điều lệ mới của VIB trên Giấy phép thành lập và hoạt động là 37.353.862.520.000 đồng và Nghị quyết Phiên họp Đại hội đồng cổ đông thường niên năm 2026 của VIB số 1.001.26.GSM ngày 08.04.2026, VIB đã tiến hành sửa đổi Điều lệ theo số vốn điều lệ thực tế và ban hành Điều lệ vào ngày 05.11.2026.
Pursuant to Decision No. 2344/QĐ-NHNN dated 21 October 2026 of the State Bank of Vietnam, recording VIB's new charter capital of VND 37,353,862,520,000 in its License for Establishment and Operation, and Resolution No. 1.001.26.GSM dated 8 April 2026 of VIB's 2026 Annual General Meeting of Shareholders, VIB has amended its Charter to incorporate the updated charter capital and issued the amended Charter on 5 November 2026.

3. Thông tin trên được công bố trên trang thông tin điện tử của VIB vào ngày 05.11.2026 tại đường dẫn https://www.vib.com.vn/vn/nha-dau-tu/cong-bo-thong-tin
This information was published on the VIB's website on 05 November 2026, at the link https://www.vib.com.vn/vn/nha-dau-tu/cong-bo-thong-tin

M.S.D.N: 01002 NGÂN THƯƠNG MẠ QUỐ VIỆT THÀNH PHỐ

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

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Đại diện tổ chức/*Organization representative*

Người được ủy quyền CBTT

Person authorized to disclose information

M.S.D.N: 0100233488-C.T.C.P
NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUỐC TẾ VIỆT NAM
THÀNH PHỐ HỒ CHÍ MINH

Nguyễn Minh Huệ

Nguyen Minh Hue

Tài liệu đính kèm/*Attached documents*

- Điều lệ Ngân hàng TMCP Quốc Tế Việt Nam hiệu lực ngày 05.11.2026/ *Charter of Vietnam International Commercial Joint Stock Bank, effective as of 5 November 2026*

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I CỔ PHẦN
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1001.BOD.2026(2)

CHARTER

VIET NAM INTERNATIONAL COMMERCIAL JOINT STOCK BANK

Charter No. 1001.BOD Version 2026(2) on the organization and operation of Viet Nam International Commercial Joint Stock Bank (VIB) was approved by the General Meeting of Shareholders of VIB on 08 April, 2026 and shall take effect from 05 November, 2026.

CHAPTER 1. GENERAL PROVISIONS

Article 1. Interpretation of Terms and Abbreviations[1]

1. In this Charter, the following terms and abbreviations shall be construed as follows:

(a) "Charter" means the Charter of VIB.

(b) "SBV" means the State Bank of Vietnam.

(c) "GMS" means the General Meeting of Shareholders of VIB.

(d) "BOS" means the Board of Supervisors of VIB.

(e) "BOD" means the Board of Directors of VIB.

(f) "Legal Representative" means the legal representative of VIB.

(g) "CEO" means the Chief Executive Officer of VIB.

(h) "Manager" means any of the managers of VIB, including the Chairman and other members of the BOD, the CEO, Deputy CEOs, and the Chief Financial Officer (CFO) of VIB.

(i) "Executive" means any of the executives of VIB, including the CEO, Deputy CEOs, CFO, Heads of Divisions, Chief Accountant, and Branch Directors of VIB.

(j) "Charter Capital" means the charter capital of VIB, which is the total par value of Shares sold to Shareholders.

(k) "Share" means the Charter Capital divided into equal portions.

(l) "Stock" means a certificate issued by VIB, a book entry, or electronic data certifying the ownership of one or more Shares.

(m) "Shareholder" means a shareholder of VIB, being an individual or organization owning at least one Share.

(n) "Major Shareholder" means a Shareholder owning 5% or more of the total voting Shares of VIB, including Shares owned indirectly by such Shareholder.

(o) "Related Person" means any organization or individual related to VIB in accordance with the provisions of law.

(p) "Internal Person of VIB" means the Chairman of the BOD, other members of the BOD, the Legal Representative, the CEO, the Deputy CEOs; the Head of the BOS and other members of the BOS; the

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[1] Capitalized terms defined in this Article shall be used in the singular or plural form as the context requires.

CFO, the Chief Accountant, the Corporate Secretary, the Person in Charge of Corporate Governance, and the Person Authorized to Disclose Information of VIB.

(q) "Contact Address" means the registered head office address of an organization; the permanent residence or workplace, or other address of an individual registered with VIB as a contact address.

(r) "Law on Credit Institutions" means the Law on Credit Institutions No. 32/2024/QH15 and any laws amending, supplementing, or replacing it.

(s) "License" includes the Establishment and Operation License of VIB issued by the SBV and any documents issued by the SBV regarding the amendment, supplementation of the License.

(t) "Subsidiary of VIB" means a company that falls into one of the following cases:

i. VIB or VIB and its Related Person own more than 50% of the charter capital or more than 50% of the voting Shares of such company;

ii. VIB has the right to appoint a majority or all of the members of the Board of Directors, the Board of Members, the Chief Executive Officer (Director) of such company;

iii. VIB has the right to amend or supplement the Charter of such company;

iv. VIB or VIB and Related Person, directly or indirectly controls the approval of resolutions, decisions of the General Meeting of Shareholders, the Board of Directors, the Board of Members of such company.

(u) "Affiliate of VIB" means a company in which VIB or VIB and its Related Person owns more than 11% of the charter capital or more than 11% of the voting Shares, but which is not a Subsidiary of VIB.

(v) "Controlling Company" means a company that directly, indirectly owns more than 20% of the charter capital of a commercial bank, or a company that holds control over a commercial bank, or a commercial bank that has subsidiaries, affiliates.

(w) "Indirect Ownership" means the ownership of charter capital by an organization or individual through an investment trust or through an enterprise in which such organization or individual owns more than 50% of the charter capital.

(x) "VSDC" means the Vietnam Securities Depository and Clearing Corporation.

(y) "Strategic Investor" means a strategic investor, foreign strategic investor, strategic Shareholder, foreign strategic Shareholder selected by the GMS in accordance with the provisions of law.

2. Terms, expressions, and concepts not defined in this Charter shall be construed in accordance with the relevant provisions of law.

Article 2. Name, form, head office, branches, representative offices, and duration of operation

1. Name of the Bank

(a) Full name in Vietnamese: Ngan hang Thuong mai co phan Quoc Te Viet Nam.

(b) Full name in English: Viet Nam International Commercial Joint Stock Bank.

(c) Abbreviated name in Vietnamese: Ngan hang Quoc Te.

(d) Abbreviated name in English: Vietnam International Bank (VIB).

2. VIB is organized as a joint-stock company with legal entity status and conducts business in accordance with this Charter and the law.
3. Registered head office

(a) Head office address: 1st Floor (Ground Floor) and 2nd Floor, Sailing Tower, No. 111A Pasteur, Sai Gon Ward, Ho Chi Minh City, Vietnam.

(b) Telephone: 028 6299 9039

(c) Fax: 028 6299 9040

(d) Swift Code: VNIBVNVX

(e) E-mail: vib@vib.com.vn

(f) Website: www.vib.com.vn

4. VIB may establish branches, transaction offices, representative offices, non-business units, and other forms of commercial presence domestically and/or abroad to achieve its operational objectives in accordance with the law. The list of VIB branches is set out in Appendix 1 of this Charter.
5. Unless early terminated in accordance with this Charter, VIB's duration of operation shall be 99 years starting from January 25, 1996, the date on which the SBV issued the Establishment and Operation License to VIB. VIB's duration of operation may be extended in accordance with the provisions of law.

Article 3. Objectives of operation

1. VIB is established with the objective of becoming one of the most innovative and customer-centric banks in Vietnam.
2. The overall objective is to develop VIB into a strong, reputable and diversified joint-stock commercial bank with modern technology, safety risk management, and stable and sustainable development.
3. VIB defines its mission as follows:

(a) For customers: Excellence in providing innovative solutions that best satisfy customers' needs.

(b) For employees: Building a culture of effectiveness, an entrepreneurial spirit and a professional working environment.

(c) For Shareholders: Delivering attractive and sustainable value to the Shareholders.

(d) For the community: Contributing positively to community development.

Article 4. Organizational structure for management, governance, supervision and operation

1. The organizational structure of VIB's management

(a) GMS.

(b) BOD.

(c) BOS.

(d) CEO.

2. The organizational structure of VIB's operations includes:

(a) The head office.

(b) Branches, transaction offices.

(c) Subsidiary.

3. The organizational structure of the head office

(a) BOD.

(b) BOS.

(c) CEO.

(d) Divisions, Departments and Centers under the head office.

(e) Internal Audit.

Article 5. Seal of VIB

1. The seal of VIB (or corporate seal of VIB) includes seals engraved by a seal-engraving service provider or seals in the form of digital signatures in accordance with the law on electronic transactions.
2. The BOD shall decide on matters relating to seals engraved by a seal-engraving service provider, including the quantity, form, contents, management, use and retention of VIB's seal.
3. The CEO shall decide on matters relating to seals in the form of digital signatures, including the quantity, form, contents, management, use and retention of VIB's digital signature, unless otherwise decided by the BOD.
4. The CEO shall decide on the type, number, form, contents, management, use and retention of the seals of VIB's branches and transaction offices.
5. VIB shall use its seal in transactions in accordance with the provisions of law and VIB's regulations.

Article 6. Legal Representative

1. The CEO is the Legal Representative of VIB. VIB must notify the SBV of the Legal Representative within 10 days from the date of election, appointment or change of the person holding the position of Legal Representative.
2. The Legal Representative is the individual representing VIB to exercise rights and perform the obligations arising from transactions of VIB, representing VIB as the petitioner in civil matters, the plaintiff, the defendant or a person with related rights and obligations before arbitration tribunals, courts, and performing other rights and obligations in accordance with provisions of the law.
3. The Legal Representative must reside in Vietnam, in case of absence from Vietnam, the Legal Representative must authorize in writing another person who is a Manager or an Executive residing in Vietnam to exercise the rights and obligations of the Legal Representative. In such case, the Legal Representative shall remain responsible for the performance of the authorized rights and obligations. If the authorization expires and the Legal Representative has not returned to Vietnam and no other authorization is granted, the authorized person shall continue to exercise the rights and obligations of the Legal Representative within the authorized scope until the Legal Representative returns to work at VIB or until the BOD decides to appoint another person as Legal Representative.
4. If the Legal Representative is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and obligations of the Legal Representative, or dies, is missing,

is being prosecuted for criminal liability, is detained, is serving a prison sentence, is serving an administrative measure in a correctional institution or rehabilitation center, has restricted or lost legal capacity, has difficulties in cognition and behavior control, or is prohibited by the Court from holding positions or practicing certain professions, the BOD shall appoint another person as the Legal Representative.

5. Responsibilities of the Legal Representative:

(a) To perform the assigned rights and obligations honestly, in a prudent manner and to the best of their ability, so as to ensure the lawful interests of VIB.

(b) To remain loyal to the interests of VIB; not to abuse position or title or use information, secrets, business opportunities or other assets of VIB for self-interest or for the benefit of other organizations or individuals.

(c) To be personally liable for any damage to VIB arising from violations of the obligations stipulated in this Article.

(d) Other responsibilities in accordance with the provisions of law and VIB's regulations.

Article 7. Permitted business activities of VIB

The banking activities and other business activities of VIB are specified in the License or other documents issued by the SBV to VIB.

Article 8. Electronic transactions in operations of VIB

1. Operations of VIB shall be conducted through electronic means in accordance with the regulations of the SBV and the laws on electronic transactions.
2. VIB must ensure the safety and security of electronic transactions in banking activities in accordance with the regulations of the SBV and the laws on electronic transactions.

Article 9. Banking activities of VIB

1. Receiving demand deposits, time deposits, savings deposits and other types of deposits.
2. Issuing deposit certificates.
3. Extending credit in the following forms:

(a) Lending;

(b) Discounting and re-discounting;

(c) Bank guarantee;

(d) Issuance of credit card;

(e) Domestic factoring; international factoring;

(f) Letters of credit;

(g) Investment in corporate bonds in the form of credit extension;

(h) Other forms of credit extension as prescribed by the SBV.

4. Opening payment accounts for customers.
5. Providing payment instruments.
6. Providing via-accounts payment services as follows:

(a) Providing domestic payment services including check, payment order, payment mandates, collection order, collection mandates, money transfer, bank card, and collection and payment services;

(b) Providing international payment services upon written approval of the SBV; other payment services in accordance with the regulations of the SBV.

Article 10. Borrowing, depositing, buying, selling valuable papers of VIB

1. VIB is entitled to borrow loans from the SBV in the form of re-financing in accordance with the Law on the State Bank of Vietnam.
2. VIB is entitled to buy and sell valuable papers with the SBV in accordance with the Law on the State Bank of Vietnam.
3. VIB is entitled to lend, borrow, place deposits, receive deposits, buy and sell valuable papers on a term basis with credit institutions and foreign bank branches in accordance with the regulations of the SBV.
4. VIB is entitled to borrow from abroad in accordance with provisions of law.

Article 11. Opening of accounts of VIB

1. VIB shall open payment accounts at the SBV and maintain the required reserve balance on these accounts.
2. VIB is entitled to open payment accounts at credit institutions providing via-accounts payment services.
3. VIB is entitled to open payment accounts abroad in accordance with provisions of the law on foreign exchange.

Article 12. Organization and participation in payment systems

1. VIB is entitled to organize its internal payment systems and participate in the national interbank payment system.
2. VIB is entitled to participate in international payment systems as specified in the License.

Article 13. Capital contribution and purchase of shares

1. VIB shall only use its Charter Capital and reserve funds to contribute capital or purchase shares as prescribed in clauses 2, 3, 4, and 8 of this Article.
2. VIB must establish, acquire subsidiaries, affiliates when conducting the following business activities:

(a) Securities underwriting, securities brokerage; management and distribution of securities investment fund certificates; management of securities investment portfolio, purchase and sale of stocks;

(b) Financial leasing;

(c) Insurance.

3. VIB is entitled to establish or acquire subsidiaries, affiliates operating in the fields of debt management and asset exploitation, remittance, gold, factoring, credit card issuance, consumer credit, intermediary payment services, credit information.
4. VIB is entitled to contribute capital or purchase shares of enterprises operating in the following fields:

(a) Insurance, securities, remittance, gold, factoring, credit card issuance, consumer credit, intermediary payment services, credit information;

(b) Other sectors not specified in point a of this clause after obtaining written approval from the SBV.

5. VIB shall establish or acquire subsidiaries, affiliates as per clauses 2 and 3 of this Article upon written approval by the SBV.

6. VIB must comply with regulations of the SBV regarding conditions, dossiers, and procedures for approval of commercial banks in establishing, acquiring subsidiaries, affiliates, and in contributing capital, purchasing shares; conditions for increasing capital at subsidiaries, affiliates; and the operation of subsidiaries and affiliates in the field of debt management and asset exploitation.

7. VIB shall establish subsidiaries, affiliates in accordance with the Law on Credit Institutions and other relevant laws.

8. VIB and Subsidiaries of VIB are entitled to purchase and hold shares in other credit institutions subject to the conditions and limits prescribed by the SBV.

Article 14. Foreign exchange trading, provision of foreign exchange services, and derivative products of VIB

1. VIB is entitled to trade and provide the following services, products to domestic and foreign customers in accordance with the License or SBV documents:

(a) Foreign exchange;

(b) Derivatives for interest rates, foreign exchange, currency and other financial assets.

2. Foreign exchange trading and provision of foreign exchange services by VIB to customers shall be carried out in accordance with provisions of law on foreign exchange.

Article 15. Entrustment and agents, assignment of agents of VIB

1. VIB is entitled to entrust, receive entrustment, act as an agent in banking activities, assign payment agencies in accordance with SBV regulations.

2. VIB is entitled to conduct insurance agency activities in accordance with provisions of law on insurance business and within the scope of insurance agency operations as prescribed by the SBV.

Article 16. Other business activities of VIB

1. VIB is entitled to conduct other business activities according to the License or SBV documents, including:

(a) Cash management services; treasury services for credit institutions and branches of foreign banks; asset custody services; security cabinets and safes for lease service;

(b) Providing money transfer, collection, and payment services not conducted through accounts;

(c) Buying and selling SBV bills, corporate bonds, and buying and selling other valuable papers, excluding those specified in point a clause 2 of this Article;

(d) Money brokerage services;

(e) Gold trading;

(f) Other services related to factoring and letters of credit;

(g) Advisory services on banking activities and other business activities as stipulated in the License.

2. VIB is entitled to conduct other activities in accordance with relevant laws:

(a) Buying and selling Government debt instruments, Government-guaranteed bonds, local government bonds;

(b) Issuing bonds;

(c) Conducting securities depository activities;

(d) Carrying out supervisory bank activities;

(e) Acting as agents that manage collateral of lenders which are international financial institutions, foreign credit institutions, credit institutions, foreign bank branches;

(f) Providing commodity price derivative products;

(g) Investing in Government bond futures contracts;

(h) Providing clearing and settlement services for securities transactions;

(i) Buying debt.

3. VIB is entitled to conduct other business activities related to banking operations beyond those specified in clauses 1 and 2 of this Article, in accordance with regulations of the SBV and other relevant laws.

4. VIB shall not engage in real estate business, except for the following cases:

(a) Purchasing, investing in, or owning real estate for use as business headquarters, offices, or warehouses directly serving VIB's operations;

(b) Leasing part of the business premises owned by VIB that are not yet fully utilized;

(c) Holding real estate resulting from debt settlement. Within 05 years from the date of decision to handle collateral being real estate, VIB must sell, transfer, or repurchase such real estate. In case of repurchase, it must ensure the purpose specified at point a of this clause and comply with the fixed asset investment ratio as prescribed in clause 3, Article 58 of this Charter.

Article 17. Charter capital, Share

1. The Charter Capital of VIB is VND 37,353,862,520,000 (Thirty-seven trillion, three hundred fifty-three billion, eight hundred sixty-two million, five hundred twenty thousand Vietnamese Dong).

   The total Charter Capital is divided into 3,735,386,252 ordinary Shares with a par value of VND 10,000/share.

   The Charter Capital is accounted for in Vietnamese dong.

2. VIB must maintain the actual value of its Charter Capital at not less than the legal capital level for a commercial bank in accordance with the provisions of law.

3. Charter Capital shall be used for VIB's purposes in compliance with the law and SBV regulations.

4. Change of Charter Capital:

(a) Any change (increase or decrease) must be approved by the GMS and subsequently approved in writing by the SBV before implementation.

(b) The order and procedures for changing Charter Capital shall be carried out in accordance with the

provisions of law.

(c) After a change in Charter Capital, VIB must amend this Charter in accordance with the new Charter Capital and submit the amended Charter to the SBV and disclose information in accordance with the provisions of law.

5. VIB may increase the number of Shares/Stock to be offered and sell such Shares/Stock in the course of its operations to increase Charter Capital in one of the following forms:

(a) Offering to existing Shareholders.

(b) Public offering.

(c) Private placement.

(d) Other forms of offering or issuance to existing Shareholders and other entities in accordance with the provisions of law.

6. As of the date of adoption of this Charter, all Shares of VIB are ordinary Shares. VIB may issue preference Shares upon approval of the GMS and in accordance with the provisions of law. The rights and obligations of ordinary Shareholders and Shareholders holding preference Shares shall be in accordance with the provisions of law and this Charter.

7. Ordinary shares must be offered first to existing Shareholders in proportion to their ownership of ordinary shares in VIB, unless otherwise decided by the GMS. In case the number of shares offered is not fully subscribed by the Shareholders or persons receiving the pre-emptive rights, the BOD shall have the right to decide to sell the remaining shares to Shareholders and other persons on conditions not more favorable than those offered to the existing Shareholders, unless otherwise approved by the GMS or provided otherwise by securities laws.

8. A Shareholder or a Shareholder and their related persons shall not own Shares in excess of the share ownership limits prescribed by the Law on Credit Institutions and this Charter.

   From the effective date of this Charter, any Shareholders, Shareholders and related persons holding shares in excess of the share ownership limits prescribed in Article 63 of the Law on Credit Institutions may continue to maintain such shareholding but shall not increase their shareholding until they comply with the share ownership limits prescribed by law, except in the case of receipt of dividends in the form of shares.

9. The maximum shareholding ratio for foreign investors is 4.99% of the Charter Capital. This ratio may be adjusted by a resolution of the GMS.

   From the effective date of this Charter, any shareholding ratio of foreign Shareholders in VIB in excess of 4.99% of the Charter Capital shall be maintained, foreign Shareholders holding Shares in excess of 4.99% of the Charter Capital are entitled to maintain their Shares and shareholding ratio, such foreign Shareholders are only permitted to sell their Shares to domestic investors until the total foreign ownership ratio in VIB is equal to or less than 4.99%, except for: receiving dividends in Stock/Shares, receiving bonus Shares/Stock, purchasing Stock/Shares in additional issuances to existing Shareholders based on the exercise ratio, receiving Stock/Shares resulting from a consolidation,

receiving Stock/Shares resulting from a business merger, receiving Stock/Shares through inheritance or according to judgments, decisions of a Court, Arbitration, judgment enforcement agency, transferring their portfolio of Stocks to a new securities depository account corresponding to the granted securities transaction code and cases as otherwise provided by relevant law or where VIB repurchases Shares in accordance with the provisions of law and this Charter.

Article 18. Stock

1. Shareholders shall be granted Stock corresponding to the number and class of Shares owned.
2. In case Stock is issued in the form of physical certificates, VIB shall, upon Shareholder's request, issue the certificates within 30 days from the date the Shareholders fully pay for the committed Shares or when VIB completes the issuance of bonus Stock to increase Charter Capital. Shareholders shall not be required to pay VIB for the cost of printing Stock.
3. VIB may manage Stock on behalf of Shareholders at the request of the Shareholders, except in cases where Shareholders have deposited their Stock at VSDC in accordance with the provisions of law.
4. In the event of errors in the content or form of Stock due to VIB's fault, the rights and interests of the owning Shareholders shall not be affected. The Legal Representative shall be held liable for damages caused by such errors.
5. In case physical Stock is lost, damaged, or otherwise destroyed, Shareholders shall be re-issued Stock by VIB upon request. The Shareholder's request must be in writing, containing at least the following information and bearing signature authentication by competent authorities:

(a) Information about Stock that has been lost, damaged, or otherwise destroyed.

(b) A commitment to bear responsibility for any disputes arising from the reissuance of the new Stock.

6. VIB's Stock shall not be used as collateral at VIB.
7. The order and procedures for applying for the split or consolidation of Stock, or for correcting information on Stock, shall be prescribed by the BOD in accordance with the provisions of law, except in cases where Stock has been deposited at VSDC.

Article 19. Transfer of Shares

1. The content and authority to decide on the transfer of Shares, Share purchase rights shall comply with the Law on Credit Institutions and this Charter. The order and procedures for the transfer of Shares listed and registered for trading of VIB shall comply with the law on securities.
2. The purchase, receipt of transfer of Shares that results in becoming a Major Shareholder must be approved in writing by the SBV prior to implementation. Shareholders, purchasers, or transferees of Shares shall be responsible for coordinating with VIB in carrying out approval procedures for the matters specified in this clause.
3. VIB is responsible for reporting promptly to the SBV in the following cases:

(a) Changes in the organization, governance, administration, or financial status of a Major Shareholder. Major Shareholders shall be responsible for promptly providing information and coordinating with VIB to report to the SBV in accordance with this point.

(b) The purchase, sale, transfer of Shares by a Major Shareholder. Major Shareholder shall be responsible for promptly providing information and carrying out relevant procedures, and for coordinating with VIB to report to the SBV in accordance with this point.

4. Individual Shareholders, organizational Shareholders whose representatives of contributed capital at VIB serve as members of the BOD, members of the BOS, the CEO, shall not transfer their Shares during their term of office. The capital representative referred to in this clause does not include the representative of State-owned capital at VIB.

5. During the period of resolving consequences arising from personal liability under resolutions or decisions of the GMS or decisions of the SBV, members of the BOD, members of the BOS, and the CEO shall not transfer their Shares, except in the following cases:

(a) The member of the BOD, member of the BOS, or the CEO is an authorized representative of the organizational Shareholders that are subject to merger, consolidation, division, separation, dissolution, or bankruptcy in accordance with the provisions of law.

(b) The member of the BOD, member of the BOS, or the CEO is compelled to transfer Shares under a legally effective Court judgment or decision.

(c) The member of the BOD, member of the BOS, or the CEO transfers Shares to another investor for the implementation of an approved recovery plan, a plan on transfer of the entire contributed capital, or a compulsory transfer plan.

Article 20. Repurchase of Shares from Shareholders

1. VIB may only repurchase Shares from Shareholders if after fully paying for the repurchased Shares, it still ensures safety ratios in banking operations and the actual value of Charter Capital does not fall below the legal capital requirement.
2. VIB has the right to repurchase Shares in accordance with the provisions of law and this Charter.
3. Shareholders have the right to demand that VIB repurchase their Shares in cases prescribed by law.

Article 21. Standards, conditions for members of the BOS, Managers and Executives

1. The standards and conditions for members of the BOS, Managers, and Executives shall comply with the law and VIB's regulation on internal corporate governance.
2. Cases where individuals are prohibited from holding positions or from concurrently holding positions shall comply with the law and VIB's regulation on internal corporate governance.
3. Cases where individuals automatically lose their capacity, are dismissed, or removed shall comply with the law and VIB's regulation on internal corporate governance.
4. Suspension or temporary suspension of rights and obligations of members of the BOD, BOS, and Executives shall comply with the law and VIB's regulation on internal corporate governance.

Article 22. Rights, obligations, and responsibilities of members of the BOS, Managers, and Executives

1. Comply with the law, this Charter, and resolutions and decisions of the GMS.
2. Exercise assigned rights and obligations honestly, prudently, and in the best interests of VIB and Shareholders.
3. Not to use information, know-how, or business opportunities of VIB, nor abuse position, title, or assets of VIB for personal gain or for the benefit of another organization or individual to the detriment of VIB and Shareholders.
4. Managers, Executives shall be responsible for complying with restrictions to ensure safety in banking operations of VIB in accordance with the Law on Credit Institutions.
5. Ensure the preservation of VIB's records in order to provide data for management, administration, and supervision of all operations of VIB, and for inspection, supervision, and examination by the SBV.
6. Have knowledge of the various risks in VIB's operations.
7. Promptly, fully, and accurately notify VIB of their interests in other organizations, and of transactions with other organizations or individuals that may cause conflicts with the interests of VIB, and to participate in such transactions only upon approval of the BOD (for Managers, Executives) or the BOS (for BOS members).
8. Not to allow themselves or their related persons to borrow, or to use other banking services of VIB, under preferential or more favorable conditions than general regulations of VIB.
9. Managers, Executives shall not increase remuneration, salaries, or request bonuses for themselves when VIB incurs losses.
10. Within the scope of their assigned rights and obligations, Managers, Executives shall be responsible for complying with written requests of the SBV on matters under the SBV's authority. Implementing recommendations, risk warnings and operational safety alerts, warnings of potential violations of monetary and banking laws; complying with conclusions, recommendations, and decisions on inspections handling.
11. To be liable under the law for damages caused, to be personally and/or jointly liable to compensate for lost benefits, return received benefits and fully compensate for damages caused to VIB and third parties in case of violation of their obligations.
12. Other rights and obligations in accordance with the provisions of law and VIB's regulations.

Article 23. Provision and public disclosure of information by members of the BOS, Manager, Executive, and Shareholders

1. Members of the BOD, members of the BOS, the CEO, and Deputy CEOs must provide VIB with the following information:

(a) Name, enterprise code, and head office address of enterprises or other economic organizations in which they, or they together with their related persons, hold ownership of contributed capital or shares representing 05% or more of the charter capital, including capital or shares authorized or entrusted to other organizations or individuals to hold in their name;

(b) Name, enterprise code, and head office address of enterprises or other economic organizations in which they and their related persons serve as members of the Board of Directors, members of the Board of Members, controllers, members of the Board of Supervisors or Chief Executive Officer (Director);

(c) Information on related persons who are individuals, including: full name; personal identification number; nationality, passport number, date and place of issuance for foreigners; relationship with the information provider;

(d) Information on related persons who are organizations, including: name, enterprise code, head office address, Enterprise registration certificate number or equivalent legal document; legal representative; relationship with the information provider.

2. Shareholders holding 01% or more of the Charter Capital must provide VIB with the following information:

(a) Full name; personal identification number; nationality, passport number, date and place of issuance for foreign Shareholders; Enterprise registration certificate number or equivalent legal document for organizational Shareholders; date and place of issuance of such document;

(b) Information on related persons as prescribed at points c and d, clause 1 of this Article;

(c) Number and percentage of Shares owned by such Shareholder at VIB;

(d) Number and percentage of Shares owned by related persons of such Shareholder at VIB.

3. The persons specified in clauses 1 and 2 of this Article must provide VIB with written information for the first time and upon any change in such information within 07 working days from the date of occurrence or change, unless otherwise provided by law with a shorter period.

With respect to information specified at points c and d, clause 2 of this Article, Shareholders shall only be required to provide information to VIB when the change results in their Share ownership ratio, the Share ownership ratio of themselves and their related persons from 01% or more of the Charter Capital compared to the previous information provided.

4. VIB must publicly post and retain at its head office the information specified in clauses 1 and 2 of this Article and must submit a written report to the SBV within 07 working days from the date VIB receives the provided information. Annually, VIB shall disclose the information specified at points a, b, and d, clause 1, and points a, c, and d, clause 2 of this Article to the GMS.

5. VIB must publicly disclose on its website the names of individuals and organizations being Shareholders holding 01% or more of the Charter Capital and the information specified at points c and d, clause 2 of this Article, within 07 working days from the date VIB receives the provided

information.

6. Members of the BOD, members of the BOS, and the CEO shall be responsible for reporting to the BOD and BOS in the following cases:

(a) Transactions between VIB and companies in which such persons are founding members or managers during the 03 years immediately preceding the time of the transaction;

(b) Transactions between VIB and companies in which related persons of such individuals are members of the Board of Directors, Chief Executive Officer (Director), or major shareholder.

7. Members of the BOD, members of the BOS, the CEO, and other Managers must notify the BOD and BOS in writing of transactions between VIB, subsidiaries, companies in which VIB holds 50% or more of charter capital, and such individuals themselves or their related persons, in accordance with the provisions of law.

8. Persons required to provide and publicly disclose information to VIB must ensure that the information provided and disclosed is truthful, accurate, complete, timely, and shall be responsible for the provision and disclosure of such information.

Article 24. Right to inspect books and records of VIB

1. Ordinary Shareholders shall have the right, either directly or by written request, through a lawyer or an authorized representative, to review, inspect, extract, or make copies of: Shareholders' information in the list of Shareholders maintained by VIB, this Charter, and the minutes and resolutions of the GMS at the head office of VIB (during business hours) or on VIB's website as published under clause 5 of this Article.

   The request of the authorized person must be accompanied by the original power of attorney of the Shareholders or group of Shareholders represented by that person, or a notarized, certified copy of such power of attorney.

2. An ordinary Shareholder or a group of ordinary Shareholders holding 5% or more of the total ordinary Shares shall also have the right to review, inspect, and extract minutes, resolutions, and decisions of the BOD, semi-annual and annual financial statements, reports of the BOS, contracts, and transactions subject to BOD approval, and other documents, except those relating to trade secrets or business secrets of VIB.

3. Members of the BOD, members of the BOS, the CEO, and Deputy CEOs shall have the right to inspect the Register of Shareholders, the list of Shareholders, and other books and records of VIB for purposes related to their positions, provided that such information must be kept confidential.

4. VIB shall preserve documents and records arising in the course of its operations at its head office or another location in accordance with the provisions of law and VIB's regulations.

5. This Charter, the minutes and resolutions of the GMS must be duly signed, issued and published on VIB's website and disclosed in accordance with the provisions of law and VIB's regulations.

Article 25. Internal control system

1. The internal control system of VIB comprises mechanisms, policies, processes, internal regulations, and organizational structure of VIB and is implemented to ensure the prevention, timely detection, and handling of risks.
2. VIB must establish the internal control system to ensure the following requirements:

(a) Effectiveness and safety in operations; protection, management, and safe, efficient use of assets and resources;

(b) Truthful, reasonable, complete, and timely financial information and management information systems;

(c) Compliance with the law and internal mechanisms, policies, processes, and regulations.

3. VIB shall establish the internal control system and implement the application of technology in internal control activities in accordance with regulations of the SBV.

CHAPTER 2. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 26. Shareholders

1. Shareholders are the owners of VIB and shall have rights and obligations corresponding to the number of Shares they own.
2. VIB must have at least 100 Shareholders. Foreign organizations and individuals may purchase and hold Shares in accordance with the provisions of law and this Charter.
3. Authorized representatives of organizational Shareholders:

(a) The authorized representative of an organizational Shareholder must be an individual authorized in writing to act on behalf of such Shareholder to exercise rights and obligations in accordance with the provisions of law and this Charter.

(b) An organizational Shareholder holding at least 10% of the total ordinary Shares may authorize up to 03 representatives.

(c) Where an organizational Shareholder appoints multiple authorized representatives, the Shareholder must specifically determine the number of Shares corresponding to each authorized representative. If the Shareholder does not specify the corresponding number of Shares for each representative, the Shares shall be equally allocated among all authorized representatives of the Shareholder, on the principle of rounding numbers.

(d) The appointment of authorized representatives of a Shareholder must be in writing and notified to VIB. The written authorization must include the following principal contents:

i. Name, enterprise code, and head office address of the Shareholder.

ii. Number of authorized representatives and the corresponding percentage of Shares of each authorized representative.

iii. Full name, contact address, nationality, citizen identification number, identity card, passport, or other lawful personal identification of each authorized representative.

iv. Corresponding authorization term of each authorized representative, clearly stating the commencement date of representation.

v. Full name and signature of each authorized representative and the legal representative of the Shareholder.

(e) The appointment of authorized representatives must be notified to VIB and shall only take effect with respect to VIB from the date VIB receives the lawful written document on the appointment of authorized representatives.

The termination of an authorized representative shall take effect from the date VIB receives a lawful written notice from the relevant Shareholders, except that the termination of authorization for participation in the GMS meeting shall be implemented in accordance with VIB's regulations.

(f) Authorized representatives must meet the following standards and conditions:

i. Having full legal capacity.

ii. Not being subject to any prohibition from establishing and managing enterprises in Vietnam.

iii. A Shareholder being a state-owned enterprise (organized in the form of a limited liability company or a joint stock company in which the State holds more than 50% of the charter capital or total voting shares, except for enterprises in which the State holds 100% of the charter capital) shall not appoint as its representative at VIB any person who is a family member of a Manager and of a person having the authority to appoint Managers.

(g) Responsibilities of authorized representatives of organizational Shareholders

i. The authorized representative shall, on behalf of the Shareholders, exercise the rights and obligations of the Shareholders at the GMS in accordance with the provisions of law and this Charter. Any restrictions imposed by the Shareholders on their authorized representatives in exercising Shareholders' rights and obligations at the GMS shall not be effective against third parties.

ii. The authorized representative shall be responsible for fully attending the meetings of the GMS and for exercising the rights and obligations authorized in an honest, prudent, and to the best of their ability to protect the lawful interests of the Shareholders who appointed the representative.

iii. The authorized representative shall be liable to the Shareholders for violations of responsibilities under this Article and the law. The Shareholders who appointed the representative shall be liable to third parties for obligations arising in relation to rights and obligations exercised through their authorized representative.

4. All notices, documents, information, and communications sent to Shareholders (including notices of invitation to attend the GSM and requests for Shareholders' opinions in writing) shall be

delivered by one of the following methods: mail, email, text message, electronic means, depository organization, or other communication methods/forms in accordance with the provisions of law and as decided by VIB.

Article 27. Register of Shareholders and register of securities holders

1. VIB must prepare and maintain the Register of Shareholders from the date of issuance of the Enterprise registration certificate until the Stock is centrally registered at VSDC. The Register of Shareholders may be in paper form or in the form of an electronic data record recording information on Share ownership of Shareholders. The Register of Shareholders shall be kept at the head office of VIB or other organizations authorized to maintain the Register of Shareholders.
2. For Stocks that have been centrally registered at VSDC: VSDC shall prepare and maintain the Register of securities holders for the Stock and shall prepare list, calculate and allocate entitlements to Shareholders in the proportion notified by VIB. Only those whose names appear in the Register of securities holders on the record date as notified by VIB shall be entitled to rights arising in relation to the Stock.

Article 28. Rights of ordinary Shareholders

1. Have the right to equal treatment. Each Share of the same type shall confer upon its holder equal rights, obligations, and benefits. In the event VIB issues types of preference Shares, the rights and obligations attached to such preference Shares must be approved by the GMS and fully disclosed to the Shareholders.
2. Attend and express opinions at the GMS meeting and exercise voting rights directly at the GMS meeting, through an authorized representative, or in another form as provided in this Charter or by the convener of the GMS meeting. Each ordinary Share shall carry one vote.
3. Receive dividends and bonus Stock as decided by the GMS.
4. To be given priority to purchase newly offered Shares in proportion to the percentage of ordinary Shares held by each Shareholder in VIB, unless otherwise decided by the GMS.
5. Transfer Shares, rights to purchase Shares to other Shareholders or to other organizations or individuals in accordance with the Law on Credit Institutions, the provisions of law and this Charter.
6. Review, inspect, and extract information on their own name and contact address in the list of Shareholders entitled to vote and in the list of Shareholders entitled to attend the GMS meeting; to request correction of inaccurate information or supplementation of necessary information in such list. The order and procedures for requesting the provision, update of Shareholders' information in the list of Shareholders shall comply with the law, this Charter, and the BOD's regulations.
7. Review, inspect, extract, and copy this Charter, minutes of the GMS meeting, and resolutions and decisions of the GMS.
8. Receive the remaining assets in proportion to the number of Shares owned upon dissolution or bankruptcy of VIB.

9. Authorize another person in writing to exercise their rights and obligations; the authorized person shall not stand as a candidate in their own capacity.
10. Stand for election and nominate candidates to the BOD and the BOS in accordance with this Charter and the regulations of VIB. The list of candidates must be submitted to the BOD within the time limit prescribed by the BOD.
11. Shareholders have the right to request the Court to suspend the implementation of any resolution passed by the BOD that contravenes the law or this Charter and causes damage to VIB.
12. A Shareholder or a group of Shareholders owning more than 10% of the total ordinary Shares has the right to request the convening of a GMS. The request to convene the GMS must be made in writing and must include: the full name, contact address, nationality, and legal document number for individual Shareholders; the name, enterprise code or legal document number, and head office address for organizational Shareholders; the number of Shares and the time of Share registration for each Shareholder, the total number of Shares of the group and their ownership percentage in the total Shares, as well as the grounds and reasons for requesting the convening of the GMS. The written request must contain the signatures of all relevant Shareholders, or it may be made in multiple copies and consolidated to gather all necessary signatures. The request to convene must be accompanied by documents and evidence regarding violations of the BOD, the severity of such violations, or decisions made in excess of authority. A Shareholder or group of Shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authorities when requesting the convening of the GMS.
13. Fully access periodic and extraordinary information disclosed by VIB in accordance with the provisions of law.
14. Other rights in accordance with the provisions of law and this Charter.

Article 29. Obligations of ordinary Shareholders

1. Comply with this Charter and VIB's internal regulations; to implement resolutions and decisions of the GMS and the BOD.
2. Make full payment for the amount corresponding to the number of Shares committed to purchase within the time limit prescribed by VIB.
3. To be liable for VIB's debts and other property obligations within the value of the shares contributed to VIB.
4. Not to withdraw contributed Share capital from VIB in any form leading to a reduction of Charter Capital, except as provided in Article 65 of the Law on Credit Institutions. In case a Shareholder withdraws part or all of the contributed Share capital in contravention of this clause, such Shareholder, together with members of the BOD, the Legal Representative, and persons having related interests in VIB, shall be jointly liable for VIB's debts and other property obligations within the value of the withdrawn Shares and for any damages caused.

5. To be legally responsible for the legitimacy of the capital used to contribute, purchase, or receive transfer of Shares in VIB; not to use funds borrowed from credit institutions or foreign bank branches, or funds raised from the issuance of corporate bonds to purchase or receive transfer of Shares; not to contribute or purchase Shares under the name of other individuals or legal entities in any form, except in cases of entrustment in accordance with the provisions of law.
6. Not to act in the name of VIB in any form to carry out unlawful acts or acts in violation of this Charter, or to conduct business or other transactions for personal gain or for the benefit of other organizations or individuals.
7. Keep confidential the information provided by VIB in accordance with the provisions of law, this Charter, and VIB's regulations; to use such information only to exercise and protect their lawful rights and interests; not to disseminate, copy, or provide such information to other organizations or individuals.
8. Provide accurate contact address when registering for purchase of Shares and upon any change in Contact Address information.
9. Major Shareholders shall not abuse their advantages to affect the rights and interests of VIB or of other Shareholders, in accordance with the provisions of law and this Charter.
10. Major Shareholder shall have the obligation to disclose information in accordance with the provisions of law.
11. Shareholders receiving entrusted investment from other organizations or individuals must provide VIB with information on the ultimate beneficial owners of the Shares held under entrustment. VIB shall have the right to suspend the Shareholders' rights of such Shareholders if they fail to provide or provide incomplete or inaccurate information regarding the ultimate beneficial owners.
12. Perform other obligations in accordance with the provisions of law and this Charter.

Article 30. General Meeting of Shareholders

1. The GMS comprises all Shareholders with voting rights and is the highest decision-making body of VIB. The GMS shall hold an annual meeting once each year. The Annual General Meeting of Shareholders (AGM) must be convened within 04 months from the end of the fiscal year, and the BOD shall have the right to extend the convening of the AGM in necessary cases, but no later than 06 months from the end of the fiscal year. In addition to the AGM, the GMS may be convened extraordinarily. The location of the GMS shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam. The GMS may be organized in the form of an in-person meeting, an online meeting, or a combination of both, in accordance with VIB's internal regulation on corporate governance.
2. The BOD shall convene the AGM and select an appropriate venue. The AGM shall decide on matters in accordance with the provisions of law and this Charter, particularly the approval of the audited annual financial statements. In the event that the audit report on VIB's annual financial statements

contains significant qualified opinions, adverse opinions or disclaimer of opinion, VIB must invite representatives of the independent audit organization to attend the AGM. Members of the BOD and the BOS must attend the AGM to answer Shareholders' questions (if any) at the meeting; in case of force majeure preventing attendance, such members must report in writing to the BOD and the BOS.

3. The BOD shall convene an Extraordinary General Meeting of Shareholders (EGM) in the following cases:

(a) When the BOD deems it necessary for the benefit of VIB.

(b) The number of remaining BOD members falls below the minimum number required under clause 1, Article 69 of the Law on Credit Institutions.

(c) The number of remaining BOS members falls below the minimum number required under clause 2, Article 51 of the Law on Credit Institutions.

(d) At the request of a Shareholder or a group of Shareholders holding more than 10% of the total ordinary Shares.

(e) At the request of the BOS.

(f) To decide on any matter at the request of the SBV when events affecting the safety of VIB's operations occur.

(g) Other cases as prescribed by law and this Charter.

4. The BOD must convene the GMS within 90 days from the date of occurrence of the events specified in points b and c, clause 3 of this Article, or from the date of receipt of the request to convene as specified in points d and e, clause 3 of this Article.

5. In the event that the BOD fails to convene the GMS as provided in clauses 3 and 4 of this Article, the BOS shall, within the following 30 days, replace the BOD in convening the GMS in accordance with the provisions of law and this Charter.

6. In the event that the BOS fails to convene the GMS as provided in clause 5 of this Article, within the following 30 days, a Shareholder or a group of Shareholders specified in point d, clause 3 of this Article shall have the right to represent VIB to convene the GMS in accordance with the provisions of law and this Charter.

7. All expenses for convening and conducting the GMS shall be reimbursed by VIB. Such expenses shall not include expenses incurred by Shareholders in attending the GMS, including accommodation and travel expenses.

8. Shareholders and authorized representatives of Shareholders that are organizations may directly attend the meeting, authorize in writing one or more other individuals or organizations to attend, through one of the methods provided in clause 9 of this Article. The authorization for attendance shall be conducted in accordance with VIB's internal regulation on corporate governance.

9. A Shareholder shall be deemed to have attended and voted at the GMS in any of the following cases:

(a) Attending and voting directly at the meeting.

(b) Authorizing another individual or organization to attend and vote at the meeting.

(c) Attending and voting via online meeting/ a combination of in-person and online meeting, electronic voting, or other electronic forms in accordance with VIB's regulations.

(d) Sending a voting slip to the meeting by postal mail or email.

(e) Sending a voting slip by another method as prescribed by the convener of the GMS.

Article 31. Duties and powers of the General Meeting of Shareholders

1. Approve VIB's development orientations and annual business plans.
2. Approve, amend, and supplement the Charter.
3. Approve the Regulations on the organization and operation of the BOD, the BOS, and VIB's regulations on internal corporate governance.
4. Decide on the number of members of the BOD and BOS for each term; elect, dismiss, remove, elect additional, or replace members of the BOD and the BOS in compliance with the standards and conditions prescribed by the Law on Credit Institutions and VIB.
5. Decide on the remuneration, bonuses, and other benefits for members of the BOD and BOS, and the operating budget of the BOD and BOS.
6. Review and handle, within its competence, violations by the BOD and BOS causing damage to VIB and Shareholders.
7. Decide on VIB's management organizational structure.
8. Approve plans to change the Charter Capital; to approve plans on the offering, issuance of Shares, including classes of Shares and the number of new Shares to be offered.
9. Approve plans on the repurchase of sold Shares.
10. Approve plans on the issuance of convertible bonds and bonds with warrants.
11. Approve proposed remedial plans in cases of early intervention.
12. Approve the annual financial statements; plans on distribution of profits after VIB has fulfilled its tax obligations and other financial obligations.
13. Approve reports of the BOD and BOS on the performance of their assigned duties and powers.
14. Decide on the establishment or conversion of the legal form of overseas commercial presences and Subsidiaries of VIB.
15. Approve plans on capital contribution, purchase, or sale of shares or capital contributions by VIB in other enterprises or credit institutions, where the proposed contribution amount, purchase price, or book value in case of sale equals or exceeds 20% of Charter Capital as recorded in the latest audited financial statements.
16. Approve decisions on investment in, purchase, or sale of VIB's fixed assets, where the proposed investment, purchase price, or historical cost in case of sale equals or exceeds 20% of Charter Capital

as recorded in the latest audited financial statements.

17. Approve contracts or other transactions with a value equal to or exceeding 20% of Charter Capital as recorded in the latest audited financial statements, entered into between VIB and a member of the BOD, a member of the BOS, the CEO, Deputy CEOs, CFO, Major Shareholder; related persons of the Managers, members of the BOS, Major Shareholder; Subsidiaries, Affiliates of VIB, except in cases where VIB is implementing a compulsory transfer plan.
The representative of VIB who signs such contract or transaction specified in this clause must notify the BOD and the BOS of the related parties and attach the draft contract or a notice of the principal contents of the transaction. The BOD shall present the draft contract or transaction, or provide an explanation of its principal contents, at the GMS or seek Shareholders' written opinions. In such cases, Shareholders with interests related to the parties to the contract or transaction shall not have voting rights; such contracts or transactions shall be approved in accordance with Article 35 of this Charter.
18. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or requesting the Court to open bankruptcy procedures for VIB.
19. Decide on the selection of the independent audit organization in accordance with Article 63 of this Charter.
20. Decide on remedial solutions for significant financial fluctuations of VIB.
21. Approve the listing, trading of securities or cancel listing, trading of securities on foreign stock exchanges; the listing/delisting of Stock, convertible bonds, bonds with warrants in the domestic market.
22. Approve the write-off of debts already handled through risk provisions from off-balance sheet records, provided that at least 05 years have passed since the use of provisions to handle such risks and after all measures for debt recovery have been exhausted but recovery is unsuccessful.
23. Approve the selection of strategic investors.
24. Approve changes to the name, head office location, duration of operation, business scope, or business lines of VIB.
25. Perform other duties and powers in accordance with the provisions of law and this Charter.
26. Shareholders shall not be entitled to vote in the following cases:

(a) Approval of contracts and other transactions specified in clause 17 of this Article.

(b) Other cases as prescribed by law.

27. The GMS may authorize the BOD to decide on and approve matters within the competence of the GMS, in accordance with the provisions of law.

Article 32. Convening, agenda and GMS invitation

1. The BOD shall convene the GMS, or the GMS shall be convened in accordance with this Charter and the provisions of law.

2. The convener of the GMS shall perform the following tasks:

(a) Prepare a list of Shareholders entitled to attend the meeting. The list of Shareholders entitled to attend the GMS shall be compiled based on the Register of Shareholders, the register of securities holders no more than 10 days before the date of sending the GMS invitation. VIB's internal regulations on corporate governance shall specify the details regarding the preparation of the list of Shareholders.

(b) Provide information and handle complaints related to the list of Shareholders.

(c) Prepare the meeting program and agenda.

(d) Prepare the meeting documents.

(e) Draft GMS resolutions/decisions in accordance with the proposed contents of the meeting; prepare the list and detailed information of candidates in case of election of members of the BOD, the BOS.

(f) Determine the time and venue of the meeting.

(g) Send the GMS invitation to all Shareholders in the list of Shareholders entitled to attend. The invitation must be sent by a method that ensures delivery to the Contact Address of the Shareholders.

(h) Perform other tasks to serve the meeting.

3. The convener of the GMS must send the invitation to all Shareholders on the list of Shareholders entitled to attend at least 21 days before the opening date of the meeting. The meeting materials accompanying the invitation may be replaced by publication on VIB's website.

4. A Shareholder or group of Shareholders that holds at least 5% of the total ordinary Shares shall have the right to propose matters to be included in the GMS agenda. Such proposal must be made in writing and sent to VIB at least 03 working days prior to the opening date of the meeting. The proposal must clearly state the name of the Shareholders, the number of each class of Shares held, the proposed matters for inclusion in the agenda.

5. In cases that the convener of the GMS refuses the proposal specified in Clause 4 of this Article, a written response and explanation must be provided at least 02 working days prior to the opening date of the GMS. The convener of the GMS may only refuse a proposal if it falls under one of the following cases:

(a) The proposal is not submitted in accordance with clause 4 of this Article.

(b) At the time of submission, a Shareholder or group of Shareholders does not hold at least 5% of the ordinary Shares.

(c) The proposed matter does not fall within the competence of the GMS or is inconsistent with VIB's interests.

(d) The proposed matter is inconsistent with this Charter and/or the law.

(e) Other cases as prescribed by law and this Charter.

6. The convener of the GMS must accept and include the proposal specified in clause 4 of this Article in

the draft agenda, except in the cases specified in clause 5 of this Article. The proposal shall be officially added to the agenda if approved by the GMS.

7. The BOD shall convene the GMS at least 07 months before the expiration of the duration of operation so that Shareholders may vote on the extension of VIB's operation as proposed by the BOD.

Article 33. Conditions for conducting the GMS meeting

1. The GMS shall be conducted when the attending Shareholders represent more than 50% of the total voting slips.
2. Where the first meeting does not satisfy the conditions specified in clause 1 of this Article within 90 minutes from the scheduled opening time, the convener shall cancel the meeting. The notice of invitation for the second meeting must be sent within 30 days from the scheduled date of the first meeting, unless otherwise decided by the BOD. The second GMS shall be conducted when the attending Shareholders represent at least 33% of the total voting slips and shall have the authority to decide on all matters intended to be approved and decided at the first GMS.
3. In cases that the second GMS does not satisfy the conditions specified in clause 2 of this Article within 90 minutes from the scheduled opening time, the convener shall cancel the meeting. The notice of invitation for the third meeting must be sent within 20 days from the scheduled date of the second meeting, unless otherwise decided by the BOD. The third GMS shall be conducted regardless of the total number of voting slips represented by the attending Shareholders, such meeting shall be deemed valid and have the authority to decide all matters intended to be approved and decided at the first and second GMS.

Article 34. Procedures for conducting and voting at the GMS meeting

1. Prior to the opening of the meeting, VIB must carry out the registration procedures for Shareholders attending the GMS meeting.
2. The election of the chairperson, secretary, and vote counting committee shall be conducted as follows:

(a) The Chairman of the BOD shall act as the chairperson or authorize another member of the BOD to act as the chairperson of the GMS convened by the BOD. In case the Chairman of the BOD is absent or temporarily unable to work, the remaining members of the BOD shall elect one among them to be the chairperson of the meeting by majority rule. If no chairperson is elected, the Head of the BOS shall preside over the meeting for the GMS to elect a chairperson from among the attendees, and the person with the highest number of votes shall act as the chairperson of the meeting.

(b) In other cases, the person who signs to convene the GMS shall preside over the meeting for the GMS to elect a chairperson and the person with the highest number of votes shall act as the chairperson of the meeting.

(c) The chairperson may propose that the GMS elect a Presidium to co-chair and manage the meeting.

(d) The chairperson shall appoint one or more persons to act as the secretary or secretariat of the

meeting.

(e) The GMS shall elect one or more persons into the vote counting committee or vote counting supervisors upon the chairperson's proposal.

3. The meeting agenda and content must be approved by the GMS at the opening session. The agenda must clearly and specifically determine the time allotted for each matter within the meeting agenda.

4. The chairperson has the right to take necessary and reasonable measures to manage the GMS in a valid, orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of the attendees.

5. The chairperson has the right to postpone the GMS that has a sufficient number of registered attendees for no more than 03 working days from the scheduled opening date, unless otherwise provided by law or guided by the SBV, and may only postpone or change the venue of the meeting in the following cases:

(a) The meeting venue does not have adequate seating for all attendees.

(b) The communication facilities at the meeting venue do not ensure that attending Shareholders can participate, discuss, and vote.

(c) Any person attending the meeting disrupts or disturbs order, creating a risk that the meeting cannot proceed fairly and legally.

In cases that the chairperson postpones or suspends the GMS contrary to the provisions of law and this Charter, the GMS shall elect another person from among the attendees to replace the chairperson to preside over the meeting until its conclusion, all resolutions and decisions approved at such meeting shall be effective.

6. The convener or chairperson of the GMS shall have the following rights:

(a) Request all attendees to facilitate inspection or other lawful and reasonable security measures;

(b) Request competent authorities to maintain order at the meeting; to expel those who do not comply with the chairperson's instructions, deliberately disturb order, obstruct the meeting progress, or fail to comply with security inspection requirements.

7. The GMS shall discuss and vote on each matter within the agenda. Voting shall be conducted in the form of agree, disagree and no opinion. The specific procedures of voting and vote counting shall be conducted in accordance with the provisions of law, VIB's internal regulation on corporate governance, and the voting rules of the GMS.

8. The GMS may be conducted in the form of in-person meeting, online meeting, or a combination of in-person and online in accordance with VIB's regulations.

Article 35. Approval of resolutions and decisions of the GMS

1. The GMS shall approve resolutions and decisions within its competence by voting at the meeting or collecting written opinions.

2. Resolutions and decisions on the matters specified in clauses 1, 4, 6, and 18 of Article 31 of this Charter must be approved by voting at the GMS.

3. Except as provided in clauses 4, 5, and 6 of this Article, a resolution or decision of the GMS shall be approved when it is voted in favor by Shareholders representing more than 50% of the total voting slips of all attending Shareholders, or representing more than 50% of the total voting slips of all Shareholders in cases of collecting written opinions.

4. Resolutions and decisions on the matters specified in clauses 8 and 16 of Article 31 of this Charter must be approved by Shareholders representing more than 65% of the total voting slips of all attending Shareholders or representing more than 65% of the total voting slips of all Shareholders in cases of collecting written opinions.

5. Resolutions and decisions on the matters specified in clause 18 of Article 31 of this Charter must be approved by Shareholders representing more than 65% of the total voting slips of all attending Shareholders.

6. The election of members of the BOD and the BOS shall be conducted by cumulative voting.

Article 36. Authority and procedures for collecting Shareholders' opinions in writing to approve resolutions, decisions of the GMS

1. The BOD has the right to collect Shareholders' opinions in writing to approve GMS resolutions and decisions when deemed necessary for the benefit of VIB. The preparation of the list of Shareholders to whom opinion ballots are sent shall be conducted in accordance with clause 2, Article 32 of this Charter.

2. The BOD must prepare and send the opinion ballots, draft GMS resolutions/decisions, and explanatory documents to all Shareholders entitled to vote no later than 10 days before the deadline for returning the opinion ballots. The requirements and methods of sending the opinion ballots and accompanying documents shall be implemented in accordance with Article 32 of this Charter.

3. The BOD shall organize the vote counting and prepare the vote counting minutes under the witness and supervision of a representative of the BOS or of Shareholders that are neither Executive nor holding managerial position of VIB. The vote counting minutes and the GMS resolution/decision must be made in Vietnamese and may be additionally prepared in English if necessary. Both the Vietnamese and English versions of the vote counting minutes and resolutions/decisions shall have the same legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.

   The members of the BOD, the vote counters and the vote counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote counting minutes; jointly liable for any damage arising from resolutions/decisions approved due to untruthful or inaccurate vote counting.

4. The vote counting minutes and the GMS resolution/decision in Vietnamese must be sent to the

Shareholders within 15 days from the date of completion of the vote counting. Sending of the vote counting minutes and the GMS resolution/decision may be replaced by publishing them on VIB's website.

5. The returned opinion ballots, vote counting minutes, approved resolutions/decisions, and accompanying documents must be archived at VIB's head office.

6. A resolution, decision approved by way of collecting Shareholders' opinions in writing shall have the same validity as a resolution, decision approved at a GMS meeting.

Article 37. Minutes of the GMS

1. The GMS meetings must be recorded in minutes and may also be audio recorded or recorded and stored in other electronic forms. The minutes and resolutions/decisions of the GMS must be prepared in Vietnamese, and may additionally be prepared in English. Both the Vietnamese and English versions of the minutes and resolutions/decisions shall have the same legal validity. In case of any discrepancy in content between the Vietnamese and English versions, the Vietnamese version shall prevail.

2. The Vietnamese version of the GMS meeting minutes must be completed and approved before the closing of the meeting, and must be signed by the chairperson and the secretary of the GMS. In case the chairperson or secretary refuses to sign the minutes, such minutes shall remain valid if they are signed by all attending members of the BOD and contain all required information as prescribed. The minutes must clearly state the refusal of the chairperson or secretary to sign. The chairperson and secretary of the meeting, or other person signing the minutes, shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

3. The Vietnamese version of the GMS meeting minutes and resolutions/decisions must be sent to all Shareholders by the methods prescribed in clause 4, Article 26 of the Charter within 15 days from the closing of the meeting. The sending of the minutes and GMS resolutions/decisions may be replaced by disclosure on VIB's website.

4. The GMS minutes, the annex of the list of registered Shareholders with their signatures (for in person GMS meetings), powers of attorney to attend the meeting, approved resolutions and decisions, and the relevant materials enclosed with the meeting notice must be archived at the head office of VIB.

Article 38. Effectiveness of resolutions, decisions of GMS

1. GMS resolutions, decisions shall take effect from the date of approval or from the effective date specified therein.

2. A GMS resolution, decision approved by 100% of the total voting Shares shall be lawful and effective even if the order and procedures for convening the meeting and adopting such resolution or decision violate the provisions of law and this Charter.

3. In case a Shareholder or group of Shareholders requests the Court or Arbitration to annul a GMS

resolution or decision as prescribed in Article 39 of this Charter, such resolution or decision shall remain in full force and effect until the decision to annul by the Court or Arbitration takes effect, except for the cases in which interim emergency measures are applied under a decision of the competent authority.

Article 39. Requesting invalidation of resolutions and decisions of the GMS

Within 90 days from the date VIB publishes on its website the GMS resolution, decision, or meeting minutes, or the minutes of the vote counting results of the GMS's opinion collection, a Shareholder or group of Shareholders holding at least 5% of the total ordinary Shares shall have the right to request the Court or Arbitration to review and annul the resolution, decision, or part of its content in the following cases:

1. The procedures for convening the meeting and approving the GMS resolution, decision seriously violate the provisions of law and this Charter, except for GMS resolutions, decisions that were approved by 100% of the voting Shares.
2. The contents of the resolution or decision violate the law or this Charter.

CHAPTER 3. THE BOARD OF DIRECTORS

Article 40. Nomination and candidacy of members of BOD

1. A Shareholder or group of Shareholders holding from 5% of the total ordinary Shares or more shall have the right to nominate candidates to the BOD as follows: a Shareholder or group of Shareholders holding from 5% to less than 15% of the total voting Shares, entitled to nominate 01 candidate; from 15% to less than 25%, entitled to nominate up to 02 candidates; from 25% to less than 35%, entitled to nominate up to 03 candidates; from 35% to less than 45%, entitled to nominate up to 04 candidates; from 45% to less than 55%, entitled to nominate up to 05 candidates; from 55% to less than 65%, entitled to nominate up to 06 candidates; from 65% to less than 75%, entitled to nominate up to 07 candidates; and from 75% to 100%, entitled to nominate up to 08 candidates.
2. In case the number of candidates nominated by a Shareholder or group of Shareholders as provided in clause 1 of this Article is fewer than the number of candidates they are entitled to nominate, the remaining candidates shall be nominated by the following entities in order of priority: (i) the BOD, (ii) the BOS, (iii) other Shareholders.
3. In case the total number of BOD candidates through nomination and candidacy is still insufficient as prescribed in clauses 1 and 2 of this Article, the incumbent BOD shall introduce additional candidates, such introduction must be clearly disclosed prior to the GMS voting on the election of BOD members in accordance with the provisions of law and this Charter.
4. Where BOD candidates have been determined, VIB must disclose information regarding the candidates at least 21 days prior to the opening of the GMS on VIB's website enabling Shareholders

to review the candidates before voting. Each BOD candidate must provide a written undertaking on the truthfulness and accuracy of the disclosed personal information and must commit to performing the duties of a BOD member honestly, prudently, and in the best interests of VIB if elected as a member of the BOD.
VIB shall be responsible for disclosing information about companies where the candidate currently holds a position as a member of the BOD, other managerial positions, and any interests related to VIB of the BOD candidate (if any).

Article 41. BOD and structure of BOD

1. The BOD is the governance body, vested with full authority to act on behalf of VIB to decide and exercise the rights and obligations of VIB, except for matters under the authority of the GMS or the BOS. The business operations and affairs of VIB shall be subject to the supervision and direction of the BOD in compliance with the provisions of law and VIB's regulations. The BOD shall be accountable to Shareholders for the operation of VIB, and must ensure that VIB's activities comply with the law, this Charter, and VIB's internal regulations. The BOD shall adopt resolutions and decisions by voting at meetings, collecting written opinions, or other forms as provided in the Regulation on the organization and operation of the BOD. Each member of the BOD shall have one vote.
2. Detailed provisions on meetings of the BOD, collection of written opinions to adopt resolutions and decisions of the BOD, and other matters related to the organization and operation of the BOD shall be stipulated in the Regulation on the organization and operation of the BOD.
3. The BOD shall use the seal of VIB in the performance of its duties and powers.
4. The term of office of the BOD shall be 05 years. The term of office of each BOD member shall coincide with the term of the BOD. The term of office of a member elected or appointed to replace another shall be the remaining period of the BOD's term. The BOD of the expiring term shall continue to operate until the new BOD of the new term assumes its duties.
5. The structure of the BOD shall be as follows:

(a) The BOD shall include the Chairman, Vice Chairman (unless the BOD decides not to elect/appoint a Vice Chairman), independent members and other members of the BOD.

(b) The BOD must have at least 05 members and not more than 11 members. The number of members for each term shall be decided by the GMS. The BOD must have at least 02 independent members, and two-thirds of the total members must be independent members and members who are not Executives.

(c) An individual and their related persons, or representatives of contributed capital of an organizational Shareholder and their related persons, may participate in the BOD but shall not exceed 02 BOD members, except in the case of representatives of State-owned capital or compulsory transferees.

6. The list of proposed candidates for election as BOD members must be approved in writing by the SBV prior to the election. Only candidates included in the list approved by the SBV may be elected as BOD members.

7. The election of BOD members must be carried out by the method of cumulative voting, whereby each Shareholder shall have a total number of votes equal to the total number of Shares owned multiplied by the number of BOD members to be elected, and each Shareholder may allocate all or part of their total votes for one or more candidates.

   Independent members of the BOD must be elected separately from other BOD members.

   The elected BOD members shall be determined in descending order of votes received, starting from the candidate with the highest votes until the required number of members as provided in this Charter is reached. In the event two or more candidates receive the same number of votes for the final BOD seat, a re-election shall be conducted among such candidates or a selection shall be made according to the criteria prescribed in the election rules of the GMS meeting.

8. The BOD shall elect among its members a Chairman and a Vice Chairman. The Chairman and Vice Chairman shall be elected, dismissed, or removed by a majority vote of the BOD.

9. The Chairman and Vice Chairman shall be elected at the first BOD meeting of the term within 07 working days from the conclusion of the election of that BOD term. This meeting shall be convened and chaired by the member with the highest number or proportion of votes. In case more than one member obtains the same highest number or proportion of votes, the members shall elect, by majority, one of them to convene the BOD meeting.

10. The election, appointment, dismissal, removal, and resignation of the Chairman, Vice Chairman, and other members of the BOD shall be carried out in accordance with the provisions of law, this Charter, the Regulation on internal corporate governance, and other regulations of VIB.

    The dossier and procedures for approval of the list of proposed candidates for election or appointment as Chairman, Vice Chairman, and other members of the BOD, as well as reporting on their election, appointment, dismissal, removal, automatic loss of capacity, shall comply with the law and VIB's regulations.

    VIB must notify the SBV of the persons elected or appointed to the positions specified in this Article within 10 days from the date of election or appointment.

11. Change of BOD members

(a) Within 15 days from the date the Chairman loses BOD membership, the BOD members shall convene a BOD meeting to elect a member (meeting the standards and conditions under the Law on Credit Institutions and this Charter) as the new Chairman.

(b) The Chairman wishing to resign must submit a resignation letter to the BOD. Within 60 days from the receipt of the letter, the BOD must convene a meeting to consider the resignation, conduct dismissal procedures, and elect a new Chairman from among the remaining BOD members in

accordance with the provisions of law. The resignation shall not take effect until the BOD has adopted a decision dismissing the Chairman.

(c) A BOD member wishing to resign must submit a resignation letter to the BOD and BOS for submission to the GMS for decision. The resignation shall not take effect until the GMS has adopted a resolution dismissing the BOD member. The BOD shall have the right to decide whether the resigning member may cease attending BOD meetings and performing other duties and powers until the resignation is approved by the GMS.

(d) In case the BOD has fewer members than the minimum number prescribed in point b, clause 5 of this Article, within 90 days from the date of deficiency, VIB must elect additional members to ensure the minimum number, unless otherwise decided by the SBV.

(e) In other cases, the nearest GMS shall elect new BOD members to replace those dismissed or removed, or to supplement the remaining vacancies.

12. Those elected or appointed as Chairman, Vice Chairman, and other BOD members shall immediately assume and perform the duties of their positions. The outgoing Chairman, Vice Chairman, and other BOD members whose term has expired, or who are dismissed, removed, automatically lose capacity, shall be responsible for handing over duties to the newly elected or appointed Chairman and BOD members, and shall remain liable for decisions made during the term of office.

13. The BOD shall be responsible to the GMS for the performance of its duties and powers as prescribed by the Law on Credit Institutions and this Charter.

Article 42. Duties and powers of BOD

1. Submit to the GMS for decision and approval the matters falling within the duties and powers of the GMS as provided in Article 31 of this Charter.
2. Decide on the establishment of branches, representative offices, and non-business units of VIB.
3. Elect, dismiss, and remove the Chairman and Vice Chairman of the BOD; appoint, dismiss, remove, discipline, suspend from office, and determine the salaries, remuneration, and other benefits of the CEO, Deputy CEOs, CFO, Heads of Divisions, Chief Accountant, the Person in Charge of Corporate Governance, Secretary/Assistant to the BOD, and Corporate Secretary (if any) of VIB; appoint, dismiss, or remove the Chairman, Controllers, and Directors of subsidiaries; and decide on other positions as prescribed by law or by resolutions of the BOD.
4. Appoint representatives of VIB's capital contributions in enterprises and other credit institutions; appoint representatives authorized to participate in the Board of Members or the General Meeting of Shareholders of other companies; determine the remuneration and other benefits of such representatives.
5. Approve capital contributions, the purchase, sale, or transfer of shares or capital contributions of VIB in enterprises and other credit institutions where the expected capital contribution, purchase

price, or book value in the case of sale is less than 20% of Charter Capital recorded in the most recent audited financial statements.

6. Approve investment in, purchase, or sale of fixed assets of VIB where the expected investment, purchase price, or original cost in the case of sale has a value of 10% or more of Charter Capital recorded in the most recent audited financial statements, except for investments in, purchases, or sales of fixed assets within the competence of the GMS.

7. Decide on credit extension in accordance with clause 7, Article 136 of the Law on Credit Institutions, except for contracts or transactions falling within the competence of the GMS.

8. Approve contracts or transactions with a value of less than 20% of the Charter Capital, as recorded in the most recent audited financial statements, entered into between VIB and (i) members of the BOD, members of the BOS, the CEO, Deputy CEOs, CFO, Major Shareholder; (ii) related persons of Managers, members of the BOS, Major Shareholder; (iii) Subsidiaries, Affiliates of VIB. Approve transactions between subsidiaries, companies in which VIB holds 50% or more of charter capital and Managers, BOS members, or their related persons.

   The representative of VIB signing such contracts or transactions must notify the members of the BOD and the BOS of the relevant parties and provide either the draft contract or the principal contents of the transaction.

   The BOD must decide on the approval of such contracts or transactions within 15 days from the date of receipt of the notice, and in such cases, any member of the BOD with an interest related to the parties to the contract or transaction shall not have the right to vote.

9. Approve credit extensions, contracts, or other transactions with a value of 10% or more of Charter Capital recorded in the most recent audited financial statements.

10. Supervise, inspect, and direct the CEO, Deputy CEOs, CFO, and Heads of Divisions in the performance of their assigned duties; and conduct annual evaluations of their performance.

11. Issue internal regulations relating to the organization, governance, and operation of VIB in accordance with the Law on Credit Institutions and other relevant laws, except for matters within the competence of the GMS. Issue professional codes of ethics (except for codes of ethics applicable to BOS members and internal auditors), regulations on the authority to decide compensation for losses caused by the subjective fault of individuals or collectives, regulations on the authority to liquidate fixed assets of VIB, and regulations on information disclosure; approve the financial regulations, risk management policies, internal regulations on minimum capital adequacy ratio compliance, and key contents of the internal credit rating system.

12. Determine risk management policies and supervise the implementation of measures for risk prevention at VIB.

13. Review and approve the annual report.

14. Decide on the issuance of new shares within the total number of shares permitted for sale.

15. Decide on the offering price of shares and convertible bonds of VIB.
16. Decide on the repurchase of shares of VIB in accordance with the plan approved by the GMS.
17. Recommend to the GMS plans for profit distribution, dividend payments, and determine the schedule and procedures for dividend payments or on the handling of business losses.
18. Prepare contents and documents to be submitted to the GMS for decision and approval on matters within the competence of the GMS, except for matters within the competence of the BOS.
19. Approve programs and plans of the BOD, the agenda, contents, and documents for GMS meetings; convene the GMS or collect written opinions of Shareholders to approve GMS resolutions or decisions.
20. Organize the implementation, inspection, and supervision of the implementation of resolutions and decisions of the GMS and of the BOD.
21. Promptly notify the SBV of any information negatively affecting the qualifications of BOD members, BOS members, or the CEO.
22. Determine the organizational structure of Divisions/Departments and equivalent units at the head office; the management structure and operational regulations of branches and representative offices; and decide and perform matters relating to the rights, obligations, and responsibilities of the owner or contributing member at Subsidiaries of VIB (including decisions on charters and organizational structures) and Affiliates of VIB.
23. Approve business operation plans proposed by the CEO.
24. Decide on private placement of bonds and public issuance of bonds, except for convertible bonds and bonds with warrants which fall under the competence of the GMS; and decide on medium- and long-term foreign loans.
25. Decide on the appointment of VIB's representatives to settle legal procedures relating to the Legal Representative.
26. Decide on frameworks for market development strategies, marketing, and technology.
27. Approve or authorize the Chairman of the BOD to approve proposals for the provision of new products or operations in new markets based on proposals from the CEO.
28. Ensure equal treatment of all Shareholders and respect the interests of persons having related rights and interests in VIB.
29. Supervise and prevent conflicts of interest of BOS members, Managers, and Heads of Divisions, including misuse of VIB's assets and abuse of related-party transactions.
30. Supervise the CEO in managing the capital adequacy ratio and in the implementation and maintenance of the internal credit rating system; to perform supervisory functions in model governance as prescribed by law.
31. Perform the functions, duties, powers, and responsibilities in accordance with the provisions of

law and VIB's internal regulations on the internal control system, capital adequacy ratio, and internal credit rating system.

32. Decide on VIB's medium-term development strategy and plans. Decide on VIB's annual business plan to be submitted to the GMS for approval.
33. Approve restructuring plans of VIB associated with the handling of non-performing loans as required by the SBV.
34. Pay dividends to Shareholders in accordance with the provisions of law after approval by the annual GMS.
35. Exercise other duties and powers as provided by law, this Charter and other VIB's regulations.

Article 43. Rights and obligations of Chairman of BOD

1. Formulate the programs and activity plans of the BOD.
2. Prepare the agenda, contents, and documents for BOD meetings, organize the collection of written opinions to approve BOD resolutions and decisions; convene, preside over and act as chairperson of BOD meetings or organize the collection of written opinions to approve BOD resolutions and decisions.
3. Sign, on behalf of the BOD, documents falling within the authority of the BOD.
4. Organize the adoption of BOD resolutions and decisions.
5. Supervise and organize the supervision of the implementation of BOD resolutions and decisions.
6. Act as a chairperson of the General Meeting of Shareholders.
7. Ensure that BOD members receive complete, objective, and accurate information and have sufficient time to discuss matters that the BOD must consider.
8. Assign specific tasks to each BOD member.
9. Supervise BOD members in the performance of their rights, obligations, and assigned duties.
10. May authorize only another BOD member to exercise the rights and obligations of the Chairman during periods of absence or inability to perform duties.
11. Conduct an annual assessment of the performance of each BOD member and of the BOD's Committees, and report the assessment results to the GMS.
12. Request the CEO and VIB personnel to provide reports, information, and documents related to VIB in order to ensure safe and effective business operations.
13. Other rights and obligations as provided by law and by VIB's regulations.
14. Be responsible for the performance of the rights and obligations of the Chairman in accordance with the provisions of law, the Charter, and VIB's internal regulations.

Article 44. Rights and obligations of BOD members

1. Exercise the rights and obligations of BOD members in accordance with the Charter, the

Regulations on organization and operation of the BOD, VIB's internal regulations, and assignments of the Chairman of the BOD in a truthful, prudent manner for the benefit of VIB and Shareholders. Independent members of the BOD shall ensure independence in performing their rights and obligations. Members are responsible for the performance of their rights and obligations as prescribed by law, the Charter, and VIB's internal regulations.

2. Review the audited financial statements prepared by the independent auditor, and provide opinions or request the Executives, independent auditor, and internal auditor to explain or clarify matters related to the reports.
3. Request the Chairman of the BOD to convene extraordinary meetings of the BOD.
4. Attend BOD meetings, discuss, and vote at such meetings, and vote in writing when the BOD seeks written opinions of its members on matters within the competence of the BOD. Each member shall be personally responsible before the law, the GMS, and the BOD for their decisions. A member with a conflict of interest regarding a matter under consideration shall not participate in the voting.
5. Members of the BOD shall not authorize another person to attend a meeting or to vote by written ballot of the BOD on matters stipulated under clauses 1, 3, 5, 6, 7, 8, 9, 11, 12, 13, and 17 of Article 42 of this Charter.
6. Implement resolutions and decisions of the GMS and the BOD.
7. Provide explanations to the GMS and the BOD regarding the performance of the assigned duties upon request.
8. Report in a timely and complete manner to the BOD all remuneration received from subsidiaries, affiliates, and other organizations.
9. Disclose information in accordance with the provisions of law when conducting Stock transactions.
10. Request the CEO, other Executives and units of VIB to provide information and documents relating to the financial status and business operations of VIB and its units. The order and procedures for requesting and providing information shall be regulated by the competent authority of VIB from time to time.
11. Disclose and report to VIB all related interests and the list of related persons immediately upon being elected as a member of the BOD and upon any changes during the term of office, except where the law and/or the Charter stipulate a longer time limit for implementation, but ensuring timely disclosure and reporting to VIB so that VIB can report and disclose information within the time frame and content required by law.
12. Each independent member of the BOD shall prepare an assessment report on the performance of the BOD.
13. Report to the BOD at the nearest meeting regarding transactions between VIB, subsidiaries, companies in which VIB holds more than 50% or more of charter capital, and the member of the

BOD or their related persons; as well as transactions between VIB and companies in which the member of the BOD has been a founding member or a manager within the past 03 years prior to the transaction.

14. Other rights and obligations as prescribed by law and VIB's regulations.

Article 45. Remuneration and other benefits of members of BOD

1. Members of the BOD (excluding authorized representatives by institutional Shareholders) are entitled to remuneration for their service as members of the BOD, as well as annual or term-based bonuses. The total remuneration and other benefits of the BOD shall be determined by the GMS at its annual meeting. The BOD shall decide the specific remuneration and other benefits for each member. Independent members of the BOD shall not receive salaries or regular remuneration from VIB, except for the remuneration determined by the BOD and annual or term-based bonuses.
2. Members of the BOD who hold executive positions, or members of the BOD serving on BOD Committees/Councils, or performing other duties deemed by the BOD to be outside the ordinary responsibilities of a BOD member, may be paid additional remuneration in the form of lump-sum payments, salaries, commissions, profit shares, or in another form as decided by the BOD.
3. Members of the BOD are entitled to reimbursement of all reasonable expenses for travel, accommodation, meals, and other expenses incurred in the performance of their duties as BOD members, including expenses incurred for attending meetings of the GMS, the BOD, or BOD Committees/Councils.
4. Members of the BOD shall be covered under liability insurance purchased by VIB; such insurance shall not cover liabilities of BOD members relating to violations of law or this Charter.
5. The remuneration of each member of the BOD must be separately stated in VIB's annual financial statements and reported to the GMS at its annual meeting.

Article 46. Committees/Councils of BOD

1. The BOD shall establish committees to assist it in performing its duties and powers, including at least the Risk Management Committee and the Human Resources Committee. The BOD shall determine the duties and powers of such committees in accordance with the regulations of the SBV.
2. In addition to the committees specified in clause 1 of this Article, the BOD may establish other Committees/Councils, if necessary and/or as required by law. The BOD shall prescribe the organizational structure, operation, duties, and powers of such Committees/Councils in compliance with the provisions of law.

Article 47. Supporting unit of the BOD and the Person in Charge of Corporate Governance

1. Supporting unit of BOD

   The BOD shall have a supporting unit. The functions and duties of the supporting unit shall be prescribed by the BOD. The BOD has the authority to appoint, dismiss, remove, discipline, suspend, and determine the salary and other benefits of personnel belonging to the supporting unit.

2. The Person in Charge of Corporate Governance

The BOD shall appoint at least one Person in Charge of Corporate Governance to assist in ensuring that corporate governance activities at VIB are carried out effectively. The functions and duties of the Person in Charge of Corporate Governance shall be stipulated in VIB's Regulation on internal corporate governance.

CHAPTER 4. BOARD OF SUPERVISORS

Article 48. Nomination and candidacy of the members of the BOS

1. The nomination and candidacy of BOS members shall be carried out in accordance with the provisions set forth in clause 1 and clause 4 of Article 40 of the Charter.
2. In the event that the number of candidates nominated by a Shareholder or group of Shareholders is fewer than the number of candidates they are entitled to nominate, the remaining candidates shall be nominated by the following entities, in order of priority: (i) the BOS, (ii) the BOD, and (iii) other Shareholders.
3. In cases where the number of BOS candidates nominated and proposed is still insufficient as required under clauses 1 and 2 of this Article, the incumbent BOS shall introduce additional candidates. Such nominations must be clearly disclosed prior to the GMS voting on the election of BOS members in accordance with the provisions of law and VIB's regulation.

Article 49. BOS and BOS structure

1. The BOS is responsible for supervising and evaluating compliance with the law, internal regulations, the Charter, and resolutions/decisions of the GMS and the BOD. The BOS shall deliberate and vote on matters within its duties and powers through meetings, written resolutions, or other forms as stipulated in the BOS's organizational and operational regulations. Each member of the BOS shall have one vote.
2. Detailed provisions on BOS meetings, written consultations to approve BOS resolutions and/or decisions, other matters related to the organization and operations of the BOS shall be stipulated in its organizational and operational regulations.
3. The BOS shall use the seal of VIB in the performance of its duties and powers.
4. The term of office of the BOS is 05 years. The term of each BOS member coincides with the BOS's term. Any member elected or replaced during a term shall serve for the remainder of that term. The BOS of the expiring term shall continue to operate until the new BOS of the new term assumes its duties.
5. The structure of the BOS is as follows:

(a) The BOS shall include a Head of the BOS and other members.

(b) The BOS must have at least 05 members. The number of members for each term shall be decided by the GMS.

6. The list of candidates proposed for election as BOS members must be approved in writing by the SBV prior to the election. Only candidates approved by the SBV may be elected as BOS members.

7. The election of BOS members shall be conducted by cumulative voting, under which each Shareholder has a total number of votes equal to the number of Shares owned multiplied by the number of BOS members to be elected. Each Shareholder may allocate all or part of their votes to one or more candidates.

   The elected BOS members shall be determined based on the highest number of votes, ranked from the highest downward, until the required number of members under the Charter is reached. In the case where two or more candidates receive an equal number of votes for the final seat, a re-election shall be conducted among such candidates, or the selection shall be made based on criteria stipulated in the election regulations adopted by the GMS.

8. The BOS members shall elect one among themselves as the Head of the BOS. The Head of the BOS shall be elected, dismissed, or removed based on the majority rule.

9. The Head of the BOS must be elected at the first meeting of the BOS's term within 07 working days after the election of the BOS for that term. This meeting shall be convened and chaired by the member with the highest number or proportion of votes. If two or more members obtain the same highest number or proportion of votes, the members shall vote by majority to select one of them to convene the BOS meeting.

10. The election, appointment, dismissal, removal, and resignation of the Head of the BOS and other BOS members shall be conducted in accordance with the provisions of law, the Charter, the Regulation on internal corporate governance, and other VIB's regulations.

    The dossiers and procedures for approval of the proposed list of candidates for Head of the BOS and BOS members, as well as the reporting of elections, appointments, dismissals, and removals, shall comply with the law and VIB's regulations.

    VIB must notify the SBV of the list of persons elected or appointed to the positions prescribed in this Article within 10 days from the date of election or appointment.

11. Change in BOS member

(a) Within 15 days from the date the Head of the BOS ceases to be a member, the BOS members must convene a meeting to elect a new Head of the BOS who meets the standards and conditions stipulated by the Law on Credit Institutions and VIB's regulations.

(b) If the Head of the BOS wishes to resign, a resignation letter must be submitted to the BOD and the BOS. Within 60 days from the date of receipt, the BOS must convene a meeting to consider and decide on the dismissal of the current Head and the election of a new Head. The resignation shall not be effective until the BOS has approved the dismissal.

(c) If a BOS member wishes to resign, a resignation letter must be submitted to the BOD and the BOS for submission to the GMS for decision. The resignation shall not be effective until the GMS has approved

it. The BOS may decide whether such member may suspend participation in meetings or duties pending GMS approval.

(d) If the BOS has fewer members than the minimum number prescribed in point b, clause 5 of this Article, within 90 days from the date of shortage, VIB must elect additional members to ensure the minimum requirement, unless otherwise decided by the SBV.

(e) In other cases, the next GMS meeting shall elect new BOS members to replace those who were dismissed, removed, or to fill vacancies.

12. Those elected as Head of the BOS or other BOS members must assume their roles immediately upon election. Head of the BOS and other BOS members whether due to the end of term, dismissal, removal, automatic loss of capacity, must hand over their duties to the newly elected Head and BOS members and shall remain personally responsible for decisions made during the term of office.

13. The BOS shall have an internal audit unit and a supporting unit to assist in the performance of its duties.

Article 50. Duties and powers of the BOS

1. Supervise VIB's governance and management in terms of compliance with laws, internal regulations, the Charter, and resolutions/decisions of the GMS and the BOD; bear responsibility before the law and the GMS for the performance of its duties and powers in accordance with the Law on Credit Institutions, the provisions of law, and VIB's regulations.

2. Issue internal regulations of the BOS, codes of ethics for BOS members and internal auditors; issue regulations, rules, procedures, methods for conducting internal audits, and the annual internal audit plan in accordance with the provisions of law and ensuring the safety of VIB's business operations; annually review BOS internal regulations, and VIB's internal regulations on accounting and reporting; prepare organizational and operational rules of the BOS for submission to the GMS for approval.

3. Organize the performance of internal audits; access and be provided with full, accurate, and timely information and documents related to VIB's governance and management; be entitled to use VIB's resources to carry out its assigned duties and powers; be entitled to hire external experts, independent consultants, and organizations to support its tasks but shall remain responsible for the execution of the BOS's duties.

4. Monitor VIB's financial situation, appraise the semi-annual and annual financial statements; report to the GMS on the results of such appraisal, including assessments of the legality, reasonableness, accuracy, and prudence in accounting, statistics, and financial reporting. The BOS may consult with the BOD before submitting its report and recommendations to the GMS.

5. Supervise the approval and implementation of investment projects, purchase and sale of fixed assets, contracts, and transactions within the decision-making authority of the GMS and the BOD; prepare and submit annual supervision reports to the GMS and the BOD.

6. Supervise the compliance with regulations on restrictions to ensure safety in VIB's operations and

regulations on capital adequacy ratios in accordance with the provisions of law.

7. Inspect accounting books, other documents, and the management and operational activities of VIB when deemed necessary or in the following cases:

(a) Pursuant to the resolution or decision of the GMS;

(b) At the request of the SBV or a Major Shareholder or group of Major Shareholders in accordance with the provisions of law. The inspection must be conducted within 07 working days from the date of receipt of the request. Within 15 days from the completion of the inspection, the BOS must report and provide explanations on the matters requested for inspection to the requesting organization or individual.

The inspection by the BOS as prescribed in this clause must not obstruct the normal activities of the BOD or cause disruption to the business operations of VIB.

8. Upon detecting that a Manager, an Executive has committed violations of the law, the Charter, VIB's regulations, or resolutions/decisions of the GMS or the BOD, the BOS must promptly notify the GMS and the BOD in writing within 48 hours; and request the violator to immediately cease the violation and take remedial measures (if any).
9. Prepare a list of Shareholders owning 01% or more of the Charter Capital and related persons of members of the BOD, members of the BOS, the CEO and Shareholders owning 01% or more of the Charter Capital; maintain and update changes to this list.
10. Propose that the BOD convene an extraordinary meeting or request the BOD to convene an EGM in accordance with the provisions of law and the Charter.
11. Convene an EGM in cases where the BOD makes decisions that seriously violate the Law on Credit Institutions or exceed its delegated authority, or in other cases as prescribed by law.
12. Recruit, appoint, dismiss, discipline, suspend, and decide on the salaries and other benefits of positions within the internal audit unit and the supporting unit of the BOS.
13. Promptly report to the SBV on violations stipulated in clauses 6, 8, and 11 of this Article, as well as violations regarding shareholding ratios, capital contributions, and related persons as prescribed under the Law on Credit Institutions.
14. Through the Head of the BOS, have the right to attend and participate in discussions at GMS meetings, BOD meetings, and other meetings of VIB.
15. Propose that the GMS select an independent audit organization to audit the financial statements and provide assurance about its internal control systems over formulation and presentation of financial statements in the preparation and presentation of financial statements for the next fiscal year.
16. Report on the activities of the BOS and other matters at the GMS in accordance with the provisions of law, the Charter, and other regulations of VIB. The BOS may consult the BOD prior to presenting reports, conclusions, and recommendations to the GMS.
17. Supervise the approval of credit extension (except in cases where credit extension is prohibited by

current law) to Subsidiaries, Affiliates of VIB; founding Shareholders, Major Shareholder, members of the BOD, members of the BOS, Executive, other managerial positions of VIB, and their related persons.

18. Recommend to the BOD or the GMS measures to amend, supplement, or improve the organizational structure, supervision, and management of VIB's business operations.
19. Perform the functions, duties, powers, and responsibilities in accordance with the provisions of law and VIB's regulations on the internal control system and capital adequacy ratio.
20. Other duties and powers as prescribed by law, the Charter, and other regulations of VIB.

Article 51. BOS's right to be provided with information

1. Documents and information must be provided to members of the BOS at the same time and in the same manner as those provided to members of the BOD, including:

(a) Notices of meeting invitations, ballots for collecting opinions of members of the BOD and accompanying documents.

(b) Resolutions, decisions and minutes of meetings of the GMS and the BOD.

(c) Reports of the CEO submitted to the BOD or other documents issued by VIB to be sent to Shareholders and the BOD.

2. Members of the BOS have the right to access VIB's records and documents kept at the head office, branches and other locations; and have the right to visit the workplaces of Managers and employees of VIB during working hours.
3. The BOD, Managers, Executives must provide complete, accurate and timely information and documents regarding the management, administration and business operations of VIB at the request of a member of the BOS or the BOS.
4. Other matters shall be implemented in accordance with the provisions of law, the Charter and other regulations of VIB.

Article 52. Rights, obligations of the Head of the BOS

1. Organize the implementation of the duties and powers of the BOS and be responsible for the performance of the rights and obligations of the Head of the BOS in accordance with the provisions of law, the Charter and VIB's internal regulations.
2. Prepare the agenda, contents and documents for BOS meetings; organize the collection of written opinions to approve BOS resolutions and decisions; convene, preside over and act as a chairperson of BOS meetings or organize the collection of written opinions to approve BOS resolutions and decisions.
3. Organize the adoption of resolutions and decisions of the BOS. Supervise and organize the supervision of the implementation of resolutions and decisions of the BOS.
4. Sign documents on behalf of the BOS within the authority of the BOS. Prepare and sign reports of the BOS (which may consult the BOD) to be submitted to the GMS.

5. On behalf of the BOS, to convene EGM as prescribed in clause 5 Article 30 and clause 11 Article 50 of the Charter or request the BOD to convene an extraordinary meeting.
6. Attend meetings of the BOD and have the right to express opinions but not to vote.
7. Request that the opinions be recorded in the minutes of meetings of the BOD if such opinions differ from the resolutions or decisions of the BOD and to report such opinions to the GMS.
8. Prepare the working plan of the BOS and assign specific tasks to each member of the BOS.
9. Ensure that members of the BOS receive complete, objective and accurate information and have sufficient time to discuss matters that the BOS must consider.
10. Supervise and direct the performance of assigned duties and the exercise of rights and obligations of members of the BOS.
11. Authorize only another member of the BOS to perform the rights and obligations of the Head of the BOS during periods of absence or inability to perform duties.
12. Other rights and obligations in accordance with the provisions of law, the Charter and other regulations of VIB.

Article 53. Rights, obligations of Members of the BOS

1. Comply with the laws, the Charter, internal regulations of the BOS and perform duties as assigned by the Head of the BOS in order to implement the duties and powers of the BOS honestly, prudently and in the interests of VIB and Shareholders; and to be responsible for the performance of their rights and obligations in accordance with the provisions of law, the Charter and internal regulations of VIB.
2. Elect one member of the BOS as the Head of the BOS.
3. Request the Head of the BOS to convene an extraordinary meeting of the BOS.
4. Supervise business operations; to inspect accounting books, assets and financial statements of VIB and propose remedial measures.
5. Request Managers to report and explain the financial status, business performance of Subsidiary of VIB, development investment plans, projects, programs and other decisions in the management and administration of VIB.
6. Request Managers, Executives and employees of VIB to provide data and explanations regarding business activities to perform assigned duties.
7. Report to the Head of the BOS on any abnormal financial activities of VIB and to be responsible for the assessments and conclusions made.
8. Attend meetings of the BOS, discuss and vote on matters within the duties and powers of the BOS, except for matters involving conflicts of interest with such member.
9. At least once a month, to submit a written report to the Head of the BOS on the status and results of supervision in the area assigned to that member.
10. If detecting that a member of the BOS violates assigned rights and obligations, to notify the BOS in writing; request the person committing the violation to cease the violation and remedy the consequences.

11. To disclose and report related interests and the list of related persons to VIB immediately upon being elected as a member of the BOS and whenever changes occur during the term of office, unless the laws and/or the Charter stipulate a longer time limit, provided that disclosure and reporting to VIB must be made in a timely manner for VIB to report and disclose information in accordance with the provisions of law.
12. Other rights and obligations in accordance with the provisions of law, the Charter and other regulations of VIB.

Article 54. Remuneration and Other Benefits of Members of the BOS

1. The total annual operating budget and the total remuneration and other benefits of the BOS shall be decided by the GMS at the annual meeting. The BOS shall determine the remuneration and other benefits for each member.
2. Members of the BOS shall be reimbursed for accommodation, travel expenses, expenses for independent consulting services and other reasonable expenses incurred. The total remuneration and expenses shall not exceed the total annual operating budget of the BOS approved by the GMS, unless otherwise decided by the GMS.
3. Payments made to members of the BOS must be recorded as a separate item in VIB's annual financial statements.

Article 55. Internal Audit

1. VIB must establish an internal audit function under the BOS to perform internal audit of VIB.
2. The internal audit shall perform independent and objective reviews and assessments of the adequacy and compliance of VIB's internal mechanisms, policies, procedures, and regulations; perform independent and objective reviews and assessments of the operations of units within the internal control system; and provide recommendations to enhance the effectiveness of systems, procedures, regulations, and internal control activities, contributing to ensuring that VIB operates safely, effectively, and in accordance with the provisions of law.
3. The results of internal audit must be reported to the BOS and sent to the BOD and the CEO.

CHAPTER 5. THE CHIEF EXECUTIVE OFFICER (CEO)

Article 56. The Chief Executive Officer

1. The CEO is the highest-ranking Executive of VIB, under the supervision of the BOD, and is responsible before the law and the BOD for the exercise of the CEO's rights and obligations.
2. The BOD shall appoint the CEO for a term not exceeding 05 years. The CEO may be re-appointed for an unlimited number of terms.
3. The list of candidates proposed for appointment as CEO must be approved in writing by the SBV prior to appointment. The person appointed as CEO must be included in the list approved by the SBV. VIB must notify the SBV of the person appointed as CEO within 10 days from the date of appointment.
4. The appointment, dismissal, removal, and resignation of the CEO must be carried out in accordance with the provisions of law, the Charter, the Regulation on internal corporate governance, and other

regulations of VIB. The dossier and procedures for obtaining approval of the list of candidates proposed for appointment as CEO, and for reporting on the appointment, dismissal, and removal of the CEO shall comply with the law and VIB's regulations.

Within 10 days from the date of passing the resolution on dismissal or removal of the CEO, the BOD must submit a written report together with relevant documents to the SBV.

5. Change of CEO:

(a) In case of vacancy in the CEO position (including but not limited to cases of automatic loss of capacity as CEO, or dismissal/removal by the BOD), the BOD must appoint a new CEO within 90 days from the date of vacancy. During the vacancy period, the BOD must immediately appoint a Deputy CEO or a Head of Division who satisfies the statutory conditions to act as CEO, and promptly report such appointment in writing to the SBV.

(b) A CEO who wishes to resign must submit a resignation letter to the BOD and the BOS.

6. The person appointed as CEO is responsible for assuming and performing the duties of the newly appointed position. The outgoing CEO is responsible for handing over duties to the newly appointed CEO and remains liable for all decisions made during the term of office.

7. The BOD shall determine the salary and other benefits of the CEO. The CEO's salary must be recorded as a separate line item in VIB's annual financial statements and reported at the AGM.

Article 57. Rights, obligations of the CEO

1. Organize the implementation of resolutions and decisions of the GMS and the BOD.
2. Decide on matters within their authority relating to VIB's daily business operations; decide on business activities and other activities not under the authority of the GMS, BOD, or BOS, ensuring compliance with VIB's regulations and the authorization of the BOD.
3. Establish and maintain an effective internal control system.
4. Prepare and submit financial statements for approval by the BOD or report to the GMS for approval; be responsible for the accuracy and truthfulness of financial statements, statistical reports, settlement data, and other financial information.
5. Issue internal regulations within authority, including regulations, procedures, and guidelines for system operations, business management, and management information systems.
6. Perform the functions, duties, powers, and responsibilities in accordance with the provisions of law and VIB's regulations on the internal control system, capital adequacy ratio, and internal credit rating system.
7. Report to the BOD, BOS, GMS and competent state authorities on VIB's operations and business results.
8. Decide on measures beyond personal authority in cases of natural disasters, enemy sabotage, fires, or incidents, and take responsibility for such decisions, while promptly reporting to the BOD.

9. Recommend and propose VIB's management structure to the BOD or GMS within authority.
10. Request the BOD to convene an extraordinary meeting.
11. Appoint, dismiss, and remove VIB's managerial and executive positions, except for positions under the authority of the GMS and BOD.
12. Sign contracts and other transactions on behalf of VIB in accordance with the provisions of the Charter and internal regulations of VIB.
13. Propose plans for profit distribution and handling of business losses of VIB.
14. Recruit employees; determine salaries, bonuses, and other benefits for employees within authority.
15. Prepare and submit the annual business plan, business operation plans, and annual financial plan of VIB for approval by the BOD.
16. Regulate interest rates, commission rates, penalties, and fines applicable to customers in compliance with law.
17. Establish Committees/Councils in accordance with the law and VIB's operations.
18. Other rights and obligations as prescribed by law, this Charter, VIB's internal regulations, resolutions and decisions of the GMS and BOD, and the labor contract signed with VIB.

CHAPTER 6. FINANCE

Article 58. Capital and Use of Capital

1. VIB's capital includes equity, mobilized capital, and other capital sources in accordance with the law.
2. VIB is entitled to use its capital for business activities in compliance with the Law on Credit Institutions and other relevant laws.
3. VIB may purchase and invest in fixed assets directly serving its operations, provided that the residual value of such fixed assets does not exceed 50% of the Charter Capital and the Charter Capital supplementary reserve fund as recorded in the accounting books.

Article 59. Fiscal Year

The fiscal year of VIB starts on January 1 and ends on December 31 of the calendar year.

Article 60. Accounting and Bookkeeping

VIB must conduct accounting and bookkeeping in accordance with the law on accounting; shall be legally responsible for the accuracy and truthfulness of its revenues and expenditures and comply with regulations on accounting invoices and documents.

Article 61. Financial Regime

1. VIB is financially autonomous.
2. The financial regime of VIB shall be implemented in accordance with the Law on Credit Institutions and other relevant laws.

Article 62. Distribution of profits and funds

1. The remaining profit of VIB, after offsetting previous years' losses as prescribed by the Law on Corporate Income Tax and after payment of corporate income tax, shall be distributed in accordance with Government regulations and VIB's regulations.
2. Each year, VIB must appropriate a portion of after-tax profit to establish and maintain the following funds:

(a) The charter capital supplementary reserve fund, appropriated annually at the rate of 10% of after-tax profit. The maximum amount of this fund must not exceed the Charter Capital;

(b) The financial reserve fund;

(c) Other reserve funds as required by law.

3. VIB shall manage and use the funds in accordance with the law and VIB's regulations.
4. Dividends shall be declared and paid from VIB's remaining profits pursuant to resolutions of the GMS and provisions of the law, but shall not exceed the level approved by the GMS.
5. Dividends must be fully paid within 06 months from the ending date of the AGM. The BOD shall prepare the list of Shareholders or set a record date to determine eligible Shareholders for dividend payments in accordance with the law. The BOD shall also determine the dividend per Share, payment time, and payment method at least 30 days prior to each dividend payment. Notice of dividend payment must be sent by an appropriate method to ensure delivery to Shareholders at the addresses registered in the Register of Shareholders/ Register of securities holders of VIB at least 15 days before payment. The notice must include the contents required by law.
6. VIB shall not pay interest on dividends or on any amounts related to a class of Stock.
7. Dividends may be paid in cash, in Shares, or in other assets as decided by the GMS. If paid in cash, such payments must be made in Vietnamese dong and via payment methods in accordance with the provisions of law.
8. Other issues related to profit distribution shall be carried out in compliance with the law and VIB's regulations.

Article 63. Independent audit

1. Before the end of a fiscal year, VIB must select an independent audit organization qualified under the law to audit its financial statements and provide assurance about its internal control systems over formulation and presentation of financial statements for the next fiscal year.
2. Within 30 days from the date of deciding on the selection of the independent audit organization, VIB must notify the SBV of the selected independent audit organization.
3. Independent auditors performing the audit of VIB are entitled to attend GMS meetings, to receive notices and other information relating to GMS meetings that Shareholders are entitled to, and to express their opinions at the meetings on issues related to the audit of VIB's financial statements.

Article 64. Reporting and disclosure of information

1. VIB must comply with the reporting and information disclosure regime as prescribed by laws on

accounting, statistics, and statistical investigation.

2. VIB must periodically report on its professional operations in accordance with regulations of the SBV.

3. In addition to the reports specified in Clauses 1 and 2 of this Article, VIB must promptly report to the SBV in the following cases:

(a) Occurrence of unusual developments in business operations that may seriously affect VIB's business situation;

(b) The case specified in clause 3, Article 19 of the Charter;

(c) Change of name of a VIB branch;

(d) Temporary suspension of transactions for less than 05 working days;

(e) Listing of Stock on the domestic stock market.

4. VIB must prepare and disclose its Annual Report in accordance with the provisions of law.

5. Within 90 days from the end of the fiscal year, VIB must submit its annual report to the SBV in accordance with the provisions of law.

6. VIB shall disclose information on its official website and/or via other information disclosure channels in accordance with laws and VIB's regulations.

Article 65. Financial statements

1. VIB must prepare financial statements in accordance with the law and VIB's regulations.
2. Financial statements must be made public, disclosed, and reported to competent state authorities in accordance with laws and VIB's regulations.

Article 66. Reports of VIB (when VIB is the controlling company)

1. Within 120 days from the end of the fiscal year, in addition to reports and documents required by law, VIB must prepare and submit to the SBV its audited consolidated financial statements in accordance with accounting laws.

2. Within 90 days from the end of the fiscal year, VIB must prepare and submit to the SBV a consolidated report on purchase, sale and other transactions between VIB and its subsidiaries and affiliates.

CHAPTER 7. MISCELLANEOUS PROVISIONS

Article 67. Employees and trade union

1. Matters relating to employees and the trade union shall be carried out in accordance with VIB's regulations.

2. The CEO must prepare a plan for the BOD's approval on issues concerning VIB's relations with trade unions, in accordance with best management standards, practices, and policies, as provided under the Charter, VIB's internal regulations, and the provisions of law.

Article 68. Dissolution

1. VIB shall be dissolved if it does not request an extension of its operation term or if such extension is not approved in writing by the SBV upon expiry of the operation term.
2. VIB shall be dissolved if its License is revoked.
3. VIB may voluntarily dissolve if it is able to fully settle all debts and obtains written approval from the SBV.
4. VIB shall be dissolved if it is subject to early intervention or special control and another credit institution assumes all of its debt obligations.

Article 69. Liquidation of assets upon dissolution

1. VIB must liquidate its assets under the supervision of the SBV and in accordance with the asset liquidation procedures prescribed by the SBV.
2. VIB is responsible for covering all costs related to asset liquidation.

Article 70. Resolution of internal disputes

1. In the event of disputes or complaints related to VIB's operations, or to the rights and obligations of Shareholders under the law, the Charter, or agreements between:

(a) Shareholders and VIB.

(b) Shareholders and the BOD, BOS, CEO, or other Executives.

The parties involved shall seek to resolve such disputes through negotiation and mediation. Except in disputes involving the BOD or the Chairman of the BOD, the Chairman of the BOD shall chair the dispute resolution process and request each party to present information related to the dispute within 21 working days from the date of the dispute. In disputes involving the BOD or the Chairman of the BOD, any party may request the appointment of an independent expert as mediator or refer the matter to a competent authority.

2. If no mediated resolution is reached within 06 weeks from the start of the mediation process, or if the mediator's decision is not accepted by the parties, either party may refer the dispute to arbitration or a competent court in accordance with law.
3. Each party shall bear its own costs related to negotiation and mediation. The costs of arbitration or court proceedings shall be borne as decided by the arbitral tribunal or the court.

Article 71. Provision of information

1. VIB shall provide account holders with information on transactions and account balances in accordance with the agreements between VIB and the account holders.
2. VIB must report business-related information to the SBV and may be provided with customer information by the SBV in accordance with regulations of the SBV.
3. VIB may exchange information with other credit institutions or foreign bank branches regarding the operations of VIB, those institutions, or branches.

4. Customers transacting with VIB must provide true, accurate, complete, and timely information, documents, and data, and shall be responsible for the accuracy of the information provided.

Article 72. Confidentiality of information

1. Managers, Executives and employees of VIB must not disclose customer information or VIB's business secrets.
2. VIB must ensure the confidentiality of customer information in accordance with Government regulations.
3. VIB must not provide customer information to any organizations or individuals except when required by competent state authorities under the law or with the customer's consent.

Article 73. Implementation provisions

1. This Charter replaces Charter No. 1001.BOD Version 2026(1). Where matters related to VIB's organization or operations are not provided for in this Charter, or where new legal provisions differ from this Charter, the relevant provisions of law shall automatically apply to and govern VIB's operations.
2. Managers, Executives, and other titles of VIB elected or appointed before July 1, 2024, who do not satisfy the provisions of Articles 41, 42, and 43 of the Law on Credit Institutions and Article 21 of this Charter shall be permitted to continue their positions until the end of their term or the expiration of their election and appointment period.
3. The BOD elected before July 1, 2024, that does not satisfy the provisions of clauses 1 and 3 of Article 69 of the Law on Credit Institutions and point b, clause 5, Article 41 of this Charter shall be permitted to continue its operations until the end of its term.
4. As of July 1, 2024, if the BOS does not have the number of members required under Clause 2, Article 51 of the Law on Credit Institutions and point b, clause 5, Article 49 of this Charter, it may continue to operate with the number of members prescribed in Clause 2, Article 44 of the Law on Credit Institutions No. 47/2010/QH12, as amended by the Law No. 17/2017/QH14, until the end of the term of the BOS or the BOS members, unless VIB elects or appoints additional or replacement members of the BOS.
5. Amendments or supplements to this Charter shall be decided by the GMS.
6. Copies or extracts of this Charter shall be valid when signed by the Chairman of the BOD/ the Legal Representative, or by a person authorized by the Chairman of the BOD/ the Legal Representative, or by at least half of the total members of the BOD.

1001.BOD.2026(2)

ON BEHALF OF VIB GMS

CHAIRMAN OF THE BOD

DANG KHAC VY

LEGAL REPRESENTATIVE

CHIEF EXECUTIVE OFFICER

HAN NGOC VU

1001.BOD.2026(2)

Appendix 1. Branches of VIB

No.	Establishment date	Name	Province/City
1	17/12/1999	Ho Chi Minh City Branch	Ho Chi Minh
2	07/08/2002	Cau Giay Branch	Ha Noi
3	26/11/2002	Dong Da Branch	Ha Noi
4	28/10/2003	Go Vap Branch	Ho Chi Minh
5	21/01/2004	Hai Ba Trung Branch	Ha Noi
6	13/04/2004	Ba Dinh Branch	Ha Noi
7	23/04/2004	Ky Hoa Branch	Ho Chi Minh
8	18/06/2004	Hai Phong Branch	Hai Phong
9	01/07/2004	Ha Thanh Branch	Ha Noi
10	12/09/2004	Binh Thanh Branch	Ho Chi Minh
11	29/09/2004	District 2 Branch	Ho Chi Minh
12	30/11/2004	Tan Binh Branch	Ho Chi Minh
13	07/12/2004	Da Nang Branch	Da Nang
14	27/12/2004	Transaction Center Branch	Ha Noi
15	05/04/2005	Ha Noi Branch	Ha Noi
16	08/04/2005	District 10 Branch	Ho Chi Minh
17	09/05/2005	Nha Trang Branch	Khanh Hoa
18	11/05/2005	Quang Ninh Branch	Quang Ninh
19	27/05/2005	District 1 Branch	Ho Chi Minh
20	11/07/2005	Thanh Khe Branch	Da Nang
21	21/07/2005	Long Bien Branch	Ha Noi
22	26/07/2005	Can Tho Branch	Can Tho
23	16/08/2005	Hong Bang Branch	Hai Phong
24	18/10/2005	Dong Nai Branch	Dong Nai
25	10/11/2005	Binh Duong Branch	Ho Chi Minh

1001.BOD.2026(2)

No.	Establishment date	Name	Province/City
26	11/11/2005	District 11 Branch	Ho Chi Minh
27	04/12/2005	Thanh Do Branch	Ho Chi Minh
28	02/08/2006	Hai Duong Branch	Hai Phong
29	02/08/2006	Vinh Phuc Branch	Phu Tho
30	10/10/2006	An Giang Branch	An Giang
31	12/10/2006	Vung Tau Branch	Ho Chi Minh
32	27/10/2006	Vinh Branch	Nghe An
33	30/01/2007	Quang Ngai Branch	Quang Ngai
34	07/02/2007	Ha Dong Branch	Ha Noi
35	09/02/2007	Sai Gon Branch	Ho Chi Minh
36	18/06/2007	Thanh Hoa Branch	Thanh Hoa
37	11/07/2007	Binh Dinh Branch	Gia Lai
38	08/08/2007	Hue Branch	Hue
39	28/08/2007	Dak Lak Branch	Dak Lak
40	20/09/2007	Kien Giang Branch	An Giang
41	16/10/2007	Thai Nguyen Branch	Thai Nguyen
42	16/10/2007	Viet Tri Branch	Phu Tho
43	26/03/2008	Cam Pha Branch	Quang Ninh
44	21/07/2008	Ca Mau Branch	Ca Mau
45	23/07/2008	Dong Thap Branch	Dong Thap
46	30/07/2008	Lam Dong Branch	Lam Dong
47	07/08/2008	Tay Ninh Branch	Tay Ninh
48	18/08/2008	Ly Thuong Kiet Branch	Ha Noi
49	06/11/2008	Thai Binh Branch	Hung Yen
50	18/09/2017	Nguyen Van Troi Branch	Ho Chi Minh
51	28/07/2020	Bien Hoa Branch	Dong Nai

No.	Establishment date	Name	Province/City
52	12/12/2020	Song Be Branch	Ho Chi Minh
53	19/04/2022	Hung Phu Branch	Can Tho
54	05/05/2022	Binh Chanh Branch	Ho Chi Minh
55	04/07/2022	Tien Giang Branch	Tien Giang
56	06/07/2022	Hoc Mon Branch	Ho Chi Minh
57	07/07/2022	Nguyen Huu Tho Branch	Ho Chi Minh
58	05/10/2023	Phu My Branch	Ho Chi Minh
59	01/11/2023	Dan Phuong Branch	Ha Noi
60	14/11/2023	Nam Thanh Hoa Branch	Thanh Hoa
61	29/12/2023	Gia Lam Branch	Ha Noi
62	30/12/2023	Bac Ninh Branch	Bac Ninh
63	05/11/2024	Vinh Long Branch	Vinh Long
64	09/11/2024	Binh Phuoc Branch	Dong Nai
65	15/01/2025	Binh Thuan Branch	Lam Dong
66	24/03/2025	Ha Tinh Branch	Ha Tinh
67	26/06/2025	Bac Giang Branch	Bac Ninh