

JOINT STOCK COMPANY
BV LIFE

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. 19/2025/CBTT - BVLIFE

Hanoi, ...2.14.../2025

**PUBLICATION OF INFORMATION ON ELECTRONIC INFORMATION PORTAL
OF THE STATE SECURITIES COMMISSION & HANOI STOCK EXCHANGE**

Dear :

- State Securities Commission
- Hanoi Stock Exchange

I. Company Information: BV LIFE Joint Stock Company

- Stock code: **VCM**
- Tax code: **0102234864**
- Head office: 5th Floor, Building 25T1, Tran Duy Hung Street, Trung Hoa Ward, Cau Giay District, Hanoi City, Vietnam.
- Phone: 024.62511300 Website: www.bvlife.com.vn
- Authorized Person Information Disclosure: Mr. Le Huy Giang - General Director and Head of Corporate Governance
- Address: No. 16, Alley 103/6, Group 57 Cu Chinh Lan, Khuong Mai Ward, Thanh Xuan District, Hanoi City
- Phone: (+84) 98 397 9009
- Type of information published :
 - ☒ 24 hours
 - ☐ Other abnormalities
 - ☐ On request
 - ☐ Periodic

II. Information disclosure content:

Resolution No.08/2025/NQ/HĐQT-BVLIFE dated April 1, 2025 of the Board of Directors of BV Life Joint Stock Company approving the agenda and documents of the 2025 Annual General Meeting of Shareholders. *(Details in attached document).*

This information is published on the Company's website on 2.14/2025 at the link <https://bvlife.com.vn/muc-quan-he-co-dong/cong-bo-thong-tin-vi/>

We hereby commit that the information published above is true and take full legal responsibility for the content of the published information.

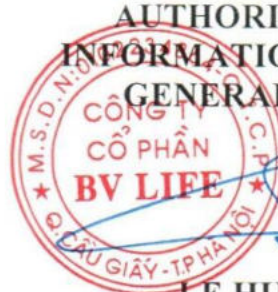
Recipient:

- As Dear;
- Save BOD Assistant Office.

**CÔNG TY
CỔ PHẦN
BV LIFE**

Digitally signed by CÔNG TY CỔ PHẦN
BV LIFE
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CN=CÔNG TY CỔ PHẦN BV LIFE,
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**AUTHORIZED PERSON
INFORMATION DISCLOSURE
GENERAL DIRECTOR**



LE HUY GIANG

No: 08/2025/NQ/BOD- BVLIFE

Date: 01/04/2025

RESOLUTION

Re: Approval of the agenda and documents for the 2025 Annual General Meeting of Shareholders

BOARD OF DIRECTORS BVLIFE JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14 of the 14th National Assembly of the Socialist Republic of Vietnam passed on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of organization and operation of BV LIFE Joint Stock Company;
- Pursuant to Minutes of Board of Directors meeting No.:08/2025/BBH/HĐQT-BVLIFE dated: 01/04/2025 regarding approval of the Agenda and Documents of the 2025 Annual General Meeting of Shareholders;
- To implement.



RESOLUTION :

Article 1. Approval of Submission No. 08/2025/TTr/CT.HĐQT-BVLIFE dated: 28/03/2025 regarding the approval of the agenda and documents for the 2025 Annual General Meeting of Shareholders. Details are in the Submission and attached documents. Including the following specific contents:

- ❖ **Approving the Agenda and Documents of the 2025 Annual General Meeting of Shareholders, including:**
 - Meeting agenda.
 - Working regulations of the 2025 Annual General Meeting of Shareholders.
 - Documents for the 2025 Annual General Meeting of Shareholders include:
 - (1) Report on business performance in 2024 and business plan in 2025;
 - (2) Report to the Board of Directors on 2024 performance results and 2025 performance plan;
 - (3) Report on the Board of Supervisors' activities in 2024 and the 2025 operation plan;
 - (4) Report on approval of the audited financial statements for 2024;
 - (5) Report on approval of salary, remuneration and allowance settlement for Board of Directors and Board of Supervisors in 2024 and Salary, remuneration and allowance plan for the Board of Directors and Board of Supervisors in 2025;
 - (6) Report on approval of the plan for fund allocation and profit distribution in 2024 and the plan for profit distribution in 2025;

- (7) Proposal to approve the selection of an auditor for the 2025 financial statements;
- (8) Proposal to promulgate the Internal Regulations on Corporate Governance, Regulations on the Organization and Operation of the Board of Supervisors, and Regulations on the Operation of the Board of Directors (amended for the second time);
- (9) Proposal for change of business lines and amendment of the Company Charter;
- (10) Proposal to approve the bidding policy for the supply of steel, electricity and water supply materials, and equipment of all kinds for the Diamond Hill Thai Nguyen Project.

(Details in attached files).

❖ **Authorization to implement**

The Board of Directors fully authorizes the Chairman of the Board of Directors to organize the General Meeting of Shareholders. Annual General Meeting 2025 , ensuring the successful organization of the General Meeting, in full compliance with the provisions of law and the Company's Charter. The authorization contents include but are not limited to:

- Adjusted and decided the time of the 2025 Annual General Meeting of Shareholders ;
- Decision to establish the Organizing Committee, the Shareholder Qualification Inspection Committee, and introduce personnel to participate in the Secretariat and the Vote Counting Committee of the 2025 Annual General Meeting of Shareholders
- Prepare meeting content and agenda, review and add shareholders' recommendations to the content and agenda of the 2025 Annual General Meeting of Shareholders
- Approve and sign documents related to the organization of the 2025 Annual General Meeting of Shareholders ;
- Other tasks under the authority of the Board of Directors as prescribed in the Charter and current Enterprise Law.

Article 2. This Resolution comes into force from the date of signing.

Article 3. The members of the Board of Directors and the General Director are responsible for implementing this Resolution.

Recipient:

- As above;
- BOS;
- Save: BOD Assistant Office.

ON BEHALF BOARD OF DIRECTORS

**CHAIRMAN OF BOARD OF
DIRECTORS**



LUU VU TRUONG DAM

No.: 08./2025/TTr/CT.HĐQT-BVLIFE

Date: 28./03./2025

PROPOSAL

(Re : Approval of the Agenda and Documents for the 2025 Annual General Meeting of Shareholders)

Respectfully submit to: Board of Directors of BV LIFE Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- Consider the actual situation.

The Chairman of the Board of Directors respectfully presents to the Board of Directors for approval the Agenda and Documents of the 2025 Annual General Meeting of Shareholders . Specifically as follows:

1. Content: Approving the Agenda and Documents of the 2025 Annual General Meeting of Shareholders. Specifically as follows:

- Meeting agenda.
- Working regulations of the 2025 Annual General Meeting of Shareholders.
- Documents for the 2025 Annual General Meeting of Shareholders include:
 - (1) Report on business performance in 2024 and business plan in 2025;
 - (2) Report to the Board of Directors on 2024 performance results and 2025 performance plan;
 - (3) Report on the Board of Supervisors' activities in 2024 and the 2025 operation plan ;
 - (4) Report on approval of the audited financial statements for 2024;
 - (5) Report on approval of salary, remuneration and allowance settlement for Board of Directors and Board of Supervisors in 2024 and Salary, remuneration and allowance plan for the Board of Directors and Board of Supervisors in 2025;
 - (6) Report on approval of the plan for fund allocation and profit distribution in 2024 and the plan for profit distribution in 2025;
 - (7) Proposal to approve the selection of an auditor for the 2025 financial statements;
 - (8) Proposal to promulgate the Internal Regulations on Corporate Governance, Regulations on the Organization and Operation of the Board of Supervisors, and Regulations on the Operation of the Board of Directors (amended for the second time);
 - (9) Proposal for change of business lines and amendment of the Company Charter;
 - (10) Proposal to approve the bidding policy for the supply of steel, electricity and water supply materials, and equipment of all kinds for the Diamond Hill Thai Nguyen Project.

(Details in attached files).

2. Authorization to implement

The Board of Directors fully authorizes the Chairman of the Board of Directors to organize



the 2025 Annual General Meeting of Shareholders , ensuring that the Meeting is held successfully, in full compliance with the provisions of law and the Company's Charter. The authorized contents include but are not limited to:

- Adjusted and decided the time of the 2025 Annual General Meeting of Shareholders;
- Decision to establish the Organizing Committee, the Shareholder Qualification Inspection Committee, and introduce personnel to participate in the Secretariat and the Vote Counting Committee of the 2025 Annual General Meeting of Shareholders;
- Prepare meeting content and agenda, review and add shareholders' recommendations to the content and agenda of the 2025 Annual General Meeting of Shareholders;
- Approve and sign documents related to the organization of the 2025 Annual General Meeting of Shareholders;
- Other tasks under the authority of the Board of Directors as prescribed in the Charter and current Enterprise Law.

Above is the content of the Proposal. Respectfully submit to the Board of Directors for consideration and approval!

Thank you very much !

Recipient:

- As above;
- Save: BOD Assistant Office.

**CHAIRMAN OF BOARD OF
DIRECTORS**



LUU VU TRUONG DAM



No: 1.1/2025/Report/BOD-BVLIFE

Date: 01/04/2025

REPORT ON 2024 PRODUCTION AND BUSINESS RESULTS & 2025 STRATEGY

PART 1.

2024 BUSINESS RESULTS REPORT

In 2024, Vietnam emerged as a bright spot in the region and the world, achieving a high economic growth rate of 7.09%. Overcoming the challenges of 2023, the real estate and construction markets in 2024 experienced positive changes and growth. However, as a highly open economy, Vietnam also faced significant challenges stemming from global geopolitical conflicts, tariff barriers, and trade tensions among major countries.

In the past year, the Company has stopped exporting labor since May 2023 because the Ministry of Labor, War Invalids and Social Affairs revoked the Company's labor export license. In that context, the Company focused on the field of trade - services, providing construction materials, and at the same time promoting the exploitation of revenue from leasing premises and Phu Cuong Training Center. This activity has contributed to additional revenue and helped the Company maintain stability during challenging times.

Despite facing many difficulties, the Company has proactively adjusted its business strategy to adapt to the new situation, optimize resources and seek opportunities in potential areas.

I. RESULTS OF IMPLEMENTATION OF 2024 PRODUCTION AND BUSINESS TARGETS

1. Report on production and business results in 2024

No.	Target	Plan 2024	Results 2024	Completion rate (%) Result/Customer
1	Sales and service revenue	94,824,845,686	58,714,086,272	61.92%
2	Cost of goods sold	84,802,459,275	49,133,866,598	57.94%
3	Gross profit from sales and service provision	10,022,386,410	9,580,219,674	95.59%
4	Financial revenue	915,754,000	1,272,083,433	138.91%
5	Financial costs	506,250,000	216,431,228	42.75%
6	Cost of sales	1,936,420,000	1,372,790,246	70.89%
7	Business management costs	5,357,618,325	4,901,870,262	91.49%
8	Other income		150,973,867	
9	Other costs		32,817,903	
10	Total accounting profit before tax	3,137,852,085	4,479,367,335	142.75%

11	Current corporate income tax expense	627,570,417	921,082,239	146.77%
12	Profit after corporate income tax	2,510,281,668	3,558,285,096	141.75%
	Profit/Delivery Ratio	2.65%	6.06%	

Evaluate:

In 2024, although the target of sales revenue and service provision only reached 58,714 million VND (reaching 61.92% of the plan), the targets of cost of goods sold and financial expenses decreased, financial revenue increased (financial revenue reached 138.91% of the plan). Therefore, the pre-tax profit of the year was 4,479 million VND, reaching 142.75% of the plan.

II. COMPANY PERFORMANCE REPORT

1. Highlights of 2024

- Changed the company name from Vinaconex Human Resources and Trading Joint Stock Company to BV Life Joint Stock Company.
- Appoint Mr. Luu Vu Truong Dam - Chairman of the Board of Directors to hold the position of Legal Representative of the Company and complete the procedures for changing business registration.
- Strengthening the personnel of the Board of Directors, Board of Supervisors, and Board of General Directors. Specifically:
 - On April 24, 2024, the Annual General Meeting of Shareholders approved the dismissal of Ms. Pham Thi Quynh Nhu and elected Ms. Phung Thi Thao to hold the position of member of the Company's Board of Supervisors for the remaining term of 2022 - 2027.
 - On August 23, 2024, the 2nd Extraordinary General Meeting of Shareholders in 2024 approved the dismissal of Mr. Huynh The Trung and Mr. Than The Ha and elected Ms. Nguyen Thi Thuy Thiep and Mr. Than The Son Ngoc to hold the position of members of the Board of Directors for the remaining term of 2022 - 2027.
 - On December 30, 2024, the Board of Directors decided to appoint Mr. Le Huy Giang as General Director and Mr. Nguyen Vu Thien as Deputy General Director of the Company.
- Successfully organize the Annual General Meeting of Shareholders and 02 Extraordinary General Meetings of Shareholders in 2024.
- Completed the issuance of shares to pay dividends to shareholders from after-tax profits and development investment funds. Accordingly, the Company's charter capital was increased to 60 billion and the 11th change in business registration certificate was granted on December 2, 2024.
- The General Meeting of Shareholders approved the issuance of shares to existing shareholders, increasing charter capital to 120 billion.

2. Executive management & shareholder management

2.1. Management and administration

In 2024, the Company has implemented strict governance and management, complied with the provisions of law and the Company's charter, ensuring transparency and efficiency in business operations. The Board of Directors has proactively oriented strategies, closely monitored operations and promptly made important decisions to promote the Company's sustainable development.

In order to implement the Resolution of the 2nd Extraordinary General Meeting of Shareholders on changing business lines and amending the charter, the Company has amended the charter and submitted documents to change the business registration. However, the change could not be implemented because some business lines did not meet the registration conditions. Therefore, the Company has temporarily suspended the procedure to amend the documents and submit them to the 2025 Annual General Meeting of Shareholders for approval.

Also at the 2nd Extraordinary General Meeting of Shareholders, the General Meeting approved the issuance of shares to existing shareholders and increased charter capital to VND 120 billion. In order to implement the Resolution of the General Meeting, the Company signed a consulting contract with National Securities Corporation (NSI), completed the issuance dossier and submitted it to the State Securities Commission. The State Securities Commission has announced the amendment and supplementation of the dossier. Currently, the Company is coordinating with the consulting unit NSI to complete the re-submission dossier and will continue to carry out the next steps after receiving approval from the State Securities Commission.

During the past year, the Board of Directors held 34 meetings, approving many important issues such as financial issues, business strategies, senior personnel appointments, etc. Board members actively participated and discussed.

The Board of Directors and the Board of Management have also closely coordinated in implementing the Resolutions of the General Meeting of Shareholders, ensuring timely and effective implementation in accordance with regulations.

In addition, the Company focuses on building a professional working environment, promoting corporate culture, creating cohesion among employees, thereby improving labor productivity and contributing to long-term sustainable development.

2.2. Shareholder Management

The company has done a good job of managing shareholder information, receiving requests and supporting shareholders to change information in accordance with the law.

In 2024, the Company made 82 disclosures to the Hanoi Stock Exchange and the company website, and sent 07 hard copies as requested to the Hanoi Stock Exchange. The disclosures were made in a timely manner and in accordance with regulations.

3. Labor export and training activities

3.1. Labor export activities

Since 2023, the company has had its labor export license revoked, so it cannot operate in this industry. Instead, the company has signed a service contract to transfer the management of Japanese trainees still working at BV LIFE Company's partner unions to VINA-MEC HR Human Resources and Trade Joint Stock Company. This is to allow the company to focus its human resources and capital on other commercial business activities.

3.2. Training activities

About vocational training: In 2024, the company will mainly implement the training cooperation contract No. 03/2022/HDLKDT/VINACONEXMEC/VINAMEX signed with Vietnam Human Resources Development and Trade Joint Stock Company from 2022.

Regarding language training activities: In 2024, the Company trained 10 employees to learn Japanese.

4. Commercial and construction business activities

With the strategic orientation of identifying the provision of construction materials and construction installation as the core area, aiming to become the exclusive distributor of major

brands, in 2024 the Company focused on expanding cooperation to become a distributor of prestigious manufacturers and brands in the field of electrical and water equipment and supplies. At the same time, the Company increased its quotation and bidding activities for domestic projects and works at competitive prices. As a result, in addition to continuing to implement the contracts signed in 2022 - 2023, the Company successfully negotiated and signed 09 new contracts. The total value of implemented contracts recorded revenue in 2024 reaching more than 48 billion VND.

5. Leasing activities

The Company's commercial and office premises have been effectively managed and leased, contributing to the Company's revenue results in 2024. Specifically as follows:

No.	Name of the premises	2024 Implementation Results
1	Floor plan 6, building number 8 Quang Trung street, Ha Dong district, Hanoi city	Continue to lease to Son Ha General Trading Development Investment Joint Stock Company according to Lease Contract No. 09-2022/VCM-SONHA signed on September 1, 2022
2	Floor plan 5, building 25T1-N05 Tran Duy Hung street, Cau Giay, Hanoi	<ul style="list-style-type: none"> + On March 19, 2024, the Company signed contract 01/HD/BVLIFE-NGUYENDINHLINH to lease 500 m2 of space on the 5th floor to Mr. Nguyen Dinh Linh, for a lease term of 03 years. However, at the end of June 2024, the two parties signed a contract termination, ending the lease. + On July 1, 2024, the Company signed a Premises Lease Contract No. 0107/HĐTMB/BVLIFE-LICOG with Licog Company Limited. Lease term is 33 months (from July 1, 2024 to March 30, 2027). + On July 1, 2024, the Company signed a Lease Contract No. 0107/HĐTMB/BVLIFE-MERCURY with Mercury International Company Limited. Lease term is 33 months (from July 1, 2024 to March 30, 2027). + On October 1, 2024, the company signed a Lease Contract with Balimas Construction Joint Stock Company.
3	Floor plan of 1st floor, building 17T6, Trung Hoa-Nhan Chinh urban area, Cau Giay, Hanoi	Continue to lease to NROLL Vietnam Co., Ltd. under Lease Contract No. 10/2023/VCM-VNR

6. Financial and Accounting Situation

- The Company has completed the audit of the 2023 financial statements, reviewed and handled incorrect accounting data from previous years related to the audit opinion excepted on the 2023 audited financial statements, and audited the first 6-month financial statements of 2024.
- Complete the drafting and submission for promulgation of Financial Regulations and Payment Procedures.

- Work with Military Commercial Joint Stock Bank, Son Tay branch to open a credit limit and provide documents to open a credit limit at MSB Bank under program 040 to serve the implementation of project 90 Duong Lang and project 136 Ho Tung Mau .
- The outstanding debt situation at the Military Commercial Joint Stock Bank arising during the period is as follows:
 - Loan repayment: 500,000,000 VND
 - New disbursement: 1,957,881,147 VND
 - Ending balance: 1,457,881,147 VND

7. Human resource management situation

7.1. General situation

As of December 31, 2024, the total number of employees was 24, an increase of 6 people compared to the beginning of 2024. The Company has recruited a number of additional positions to replace retired employees and improve the organizational structure in line with the Company's production and business orientation. After being recruited, the employees have met the job requirements well and are suitable for the Company's culture. In addition, the Company has fully implemented the salary and bonus regime, benefits and paid full insurance for employees. The material and spiritual life of employees continues to be improved.

7.2. Training and human resource development

Training activities are one of the highlights in the Company's human resources work in 2024. Training activities have taken place in many diverse forms such as (i) workshops, (ii) knowledge and skills training programs, (iii) professional activities, (iv) book reading and discussion activities. In particular, in 2024, the Company sent 03 employees to participate in the mini MBA training program organized by Foreign Trade University to improve professional qualifications, update knowledge and develop the next generation of human resources.

7.3. Corporate culture

In 2024, the Company effectively organized internal events to connect employees and promote corporate culture building. The activities attracted employees to participate and brought an exciting atmosphere to workers, while helping employees better understand the corporate culture values that the Company built.

PART 2.

2025 BUSINESS PRODUCTION PLAN

Moving into 2025, the world economy is forecast to grow between 2.6% and 3.3%. However, growth is uneven across regions and the global economy still faces many challenges from trade and geopolitical tensions, US tariff policies, inflation and monetary policy, supply chain shifts and technology.

Vietnam aims for GDP growth of over 8%, striving for 10%. This is a relatively challenging target and is subject to many impacts from complex and unpredictable fluctuations in the world economic and political situation.

In that context, the Company's Board of Directors has developed a cautious but flexible operational plan for 2025 to ensure stable development and create a solid foundation for the following years. The Company focuses on developing existing industries and expanding production and business activities, including two main areas: (i) supplying and installing

construction materials and equipment for projects; (ii) trading and distributing fresh tea products and other agricultural products. Along with that, strengthening the internal management system, improving service quality and expanding the market will also be important priorities in BV Life's development strategy.

1. Production and business plan for 2025

No.	Target	Results 2024	Plan 2025	Plan/Results ratio (%)
1	Sales and service revenue	58,714,086,272	171,009,135,543	291.26%
2	Cost of goods sold	49,133,866,598	155,307,319,188	316.09%
3	Gross profit from sales and service provision	9,580,219,674	15,701,816,355	163.90%
4	Financial revenue	1,272,083,433	1,589,000,000	124.91%
5	Financial costs	216,431,228	1,363,333,333	629.92%
6	Cost of sales	1,372,790,246	3,656,573,000	266.36%
7	Business management costs	4,901,870,262	4,560,766,894	93.04%
9	Other income	150,973,867		
10	Other costs	32,817,903		
12	Total accounting profit before tax	4,479,367,335	7,710,143,128	172.13%
13	Current corporate income tax expense	921,082,239	1,542,028,625	167.41%
14	Profit after corporate income tax	3,558,285,096	6,168,114,503	173.35%

2. Key tasks 2025

2.1. In administration

- Successfully organize the 2025 Annual General Meeting of Shareholders and fully and effectively implement the Resolution of the Congress.
- Completed the issuance of shares to existing shareholders to increase the charter capital to 120 billion. Thereby, supplementing capital for production and business activities and successfully M&A Dong Nai Production and Service Joint Stock Company (Donatraco) to take advantage of Donatraco's existing advantages to improve capacity and expand production and business activities.
- Having innovative business solutions, strengthening BV Life brand in the field of business
 - installation of electrical - water construction equipment and materials. At the same time, improving competitiveness to participate in large bidding packages and projects; moving towards becoming an exclusive distributor for large manufacturers with reputable brands.
- Tightly control cash flow, ensure financial security and arrange sufficient capital for the Company's production and business activities.

2.2. In business

- Strengthening the human resources of the Sales Department to suit the Company's business fields in the new period.

- Focus on expanding cooperative relationships, strengthening close cooperative relationships and mutual trust between the Company and major manufacturers and brands in the Company's business lines.
- Increase search, bid quotation for projects and sign implementation contracts. Manage contracts well, economic plans and construction implementation, collect debts effectively, create prestige with partners. Be ready to seize opportunities to provide additional products and materials for projects if economic efficiency is assessed and potential is seen.
- In the field of trading tea products and other agricultural products: carry out preparation work, pilot implementation and evaluate implementation effectiveness. On that basis, have a clear business orientation and strategy to penetrate the market, create a brand impression and increase revenue results.
- In leasing: continue to effectively exploit existing office and commercial rental space.

2.3. Other tasks

a. In the work of finance and accounting

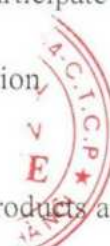
- Tightly control cash flow, ensure no imbalance
- Work with credit institutions to increase loan limits, promptly meeting the Company's production and business needs.

b. In human resource management and corporate culture building

- Recruit additional personnel with expertise and appropriate knowledge of corporate culture to promptly meet the work requirements of the Departments.
- Fully implement salary and welfare regime for employees
- Continue to strengthen internal training activities. Send middle managers to participate in management skills training courses to improve the quality of human resources.
- Effectively organize internal events to build corporate culture and internal cohesion.

c. In brand communication work

- Promote communication for BV Life brand.
- Market research and development of marketing plans, communication of key products and new products of BV Life.



Above is the report on the 2024 Business Performance Results and the 2025 Business Performance Plan of BV Life Joint Stock Company. The Board of Directors respectfully submits it to the 2025 Annual General Meeting of Shareholders for consideration and approval.

Best regards!

CHAIRMAN OF BOARD OF
DIRECTORS



LUU VU TRUONG DAM

No. 1.2/2025/Report/BOD-BVLIFE

Date: 1.4/2025

REPORT OF THE BOARD OF DIRECTORS ON 2024 PERFORMANCE RESULTS AND 2025 PLAN

Respectfully submit to: Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV LIFE Joint Stock Company.

The Board of Directors (BOD) respectfully reports to the General Meeting of Shareholders (GMS) on the results of the BOD's management work in 2024 and the 2025 operating plan as follows:

I. GENERAL COMMENTS

In 2024, Vietnam's GDP growth rate reached 7.09% (exceeding the target plan), a bright spot in economic growth in the region and the world. At the same time, the real estate, construction and public investment markets have had positive changes and growth. In addition, as a highly open economy, Vietnam also faces major challenges from global geopolitical conflicts, tariff barriers and trade tensions between major countries. In the context of many macroeconomic fluctuations, the Board of Directors and the Board of Management have closely followed the developments of the market situation, clearly defined the Company's development strategy, and been flexible in management and operation to lead BV Life to complete the planning goals assigned by the General Meeting of Shareholders.

II. BOARD OF DIRECTORS ACTIVITIES REPORT 2024

1. Corporate Governance

In 2024, the Board of Directors held 34 meetings to approve important contents including: (i) approval of the annual /extraordinary General Meeting of Shareholders' documents, (ii) regular Board of Directors meetings to approve quarterly business results and plans, (iii) Board of Directors meetings to approve financial, business, and personnel issues... Details in the attached Appendix.

2. The Board of Directors' direction and supervision of the Board of Directors.

Based on the resignation letter of Mr. Vu Minh Phu, the General Director of the Company, the Board of Directors held a meeting and decided to approve the dismissal of Mr. Vu Minh Phu from his position as General Director. On January 16, 2024, the General Meeting of Shareholders approved the change in the title of the legal representative, appointing Mr. Luu Vu Truong Dam, Chairman of the Board of Directors, as the legal representative of the Company and amending the Company's Charter.

On March 6, 2024, the Board of Directors decided to appoint Mrs. Tran Hai Yen as the person in charge of corporate governance to replace Mrs. Pham Thi Quynh Nhu, and at the same time appointed Mrs. Tran Hai Yen to continue holding the position of Deputy General Director for a term of 05 years from August 5, 2024.

On December 30, 2024, the Board of Directors approved the appointment of Mr. Le Huy Giang as General Director of the Company and Mr. Nguyen Vu Thien as Deputy General Director of the Company. Accordingly, after the appointment of the personnel, the Board of Directors of the Company consists of 04 members, including 01 General Director and 03 Deputy General Directors. The completion of the leadership structure will help BV Life strengthen its management and operation capacity, promote the completion of the production and business plan goals and lead the Company to develop rapidly and make breakthroughs in line with the strategic development orientation.

Through the inspection and supervision mechanism, the Board of Directors evaluated that the resolutions of both the Board of Directors and the General Meeting of Shareholders were implemented in a timely and effective manner. The Board of Directors has performed well the assigned rights and duties in accordance with the provisions of law and the Company's Charter, ensuring the rights and maximizing the legitimate interests of shareholders. The Board of Directors prioritizes risk management and internal control, ensuring that the appointment and dismissal of managers adhere to the Company's Charter. Additionally, corporate cultural activities are encouraged, creating a cohesive and engaging work environment for employees.

3. Evaluation of the performance of the Board of Directors and each member

In 2024, the Board of Directors for the 2022-2027 term underwent some personnel changes. Specifically, these changes are as follows:

No.	Full name	Title	Note
1	Mr. Luu Vu Truong Dam	Chairman of the Board	
2	Mrs. Tran Hai Yen	Board Member	
3	Mr. Trinh Duc Manh	Board Member	Dismissed from 23/08/2024
4	Mr. Huynh The Trung	Board Member	
5	Mr. Than The Ha	Board Member	
6	Mrs. Nguyen Thi Thuy Thiep	Board Member	Appointed from 23/08/2024
7	Mr. Than The Son Ngoc	Board Member	
8	Mr. Dang Ngoc Phan	Independent Board Member	

The members of the Board of Directors consistently attended all Board meetings and contributed their opinions on issues within the Board's purview with a strong sense of responsibility, effectively promoting the role of each member to benefit shareholders and support the Company's sustainable growth. The Board of Directors has always performed its roles and tasks seriously, determined the medium and long-term direction and goals for the Company and proposed solutions to realize the development strategies of BV LIFE.

4. Independent Board Member's Assessment Report on Board of Directors' Performance

Throughout 2024, the Board of Directors has seriously implemented the Resolutions approved by the General Meeting of Shareholders with high efficiency, making important contributions to the development of the Company and bringing benefits to shareholders. The Board of Directors and the Board of Management have demonstrated determination in directing and operating, flexibly adapting to fluctuations in the macro situation. At the same time, they are always ready to accept recommendations from independent members of the Board of Directors on financial and investment activities as well as the 2024 business goals and the Company's medium and long-term development strategy.

III. ORIENTATION OF BOARD OF DIRECTORS' ACTIVITIES IN 2025

In 2025, Vietnam is forecast to continue to make strong breakthroughs with a GDP growth target of over 8%. However, Vietnam's economy will also face major challenges from global geopolitical conflicts, trade tensions, and balancing economic and political relations between countries. At the same time, it will continue to face internal challenges from economic structure, labor productivity and population, natural disasters, and climate change.

In response to the dynamic macro environment, the Board of Directors of BV Life Joint Stock Company has formulated an operational plan centered on the following strategic priorities:

1. Closely follow the macroeconomic situation, promptly issue and adjust policies, decisions and plans in accordance with market developments;

2. Resolutely direct and supervise the Board of Directors to implement effective business solutions to complete the 2025 business targets assigned by the General Meeting of Shareholders;
3. Improve the quality and efficiency of the Company's management and administration; continue to promote the role of internal audit in advising and supporting the Board of Directors to minimize risks in production and business activities; strengthen the risk management system;
4. Control and effectively use the Company's resources; focus on accumulating resources and improving human resource quality;
5. Continue to implement brand building activities and brand recognition for BV Life;
6. Effectively perform the functions and duties of the Board of Directors as prescribed in the Company Charter and current Enterprise Law.

Above is the report of the Board of Directors on the results of the Board of Directors' activities in 2024 and the direction of activities in 2025, respectfully submitted to the General Meeting of Shareholders for approval.

Best regards./.

Recipient:

- Shareholders;
- Member of Board of Directors;
- Board of Supervisors member;
- Save to BOD Assistant Office.

On behalf of the Board of Directors

CHAIRMAN OF BOARD OF
DIRECTORS ✓



LUU VU TRUONG DAM


APPENDIX 01.
LIST OF BOARD OF DIRECTORS MEETINGS IN 2024

No.	Resolution/Decision No.	Date	Content	Approval rate
1	02/2024/NQ/HĐQT-BVLIFE	23/01/2024	Approval of the Business Production Results Report for the Fourth Quarter of 2023 and the Plan for the First Quarter of 2024	100%
2	03/2024/NQ/HĐQT-BVLIFE	06/03/2024	Change of company administrator	100%
3	04/2024/NQ/HĐQT-BVLIFE	07/03/2024	Approval of the last registration date to exercise shareholders' rights and the organization plan the Company's 2024 Annual General Meeting of Shareholders	100%
4	05/2024/NQ/HĐQT-BVLIFE	12/03/2024	Approval of the contents: Request for credit, using real estate on 5th Floor 25T1 as collateral, assigning the company's legal representative or authorized person to sign the credit contract.	100%
5	06/2024/NQ/HĐQT-BVLIFE	28/03/2024	Conduct the loan procedures at MB Bank's Son Tay branch	100%
6	07/2024/NQ/HĐQT-BVLIFE	29/03/2024	Approval of the 2024 Annual General Meeting of Shareholders agenda	100%
7	08/2024/NQ/HĐQT-BVLIFE	29/03/2024	Registration of changes in land and assets attached to land	100%
8	09/2024/NQ/HĐQT-BVLIFE	29/03/2024	Issue the BVLIFE Company's Organization and Operation Regulations – 1st revision	100%
9	10/2024/NQ/HĐQT-BVLIFE	12/06/2024	Approval the signing of an economic contract between BV JSC and BV JSC on the supply electric cables	100%
10	11/2024/NQ/HĐQT-BVLIFE	12/06/2024	Borrowing capital, issuing guarantees, LCs, and XNCCTDs at Military Commercial Joint Stock Bank - Son Tay Branch - Hoa Lac Hi-Tech Park Transaction Office	
11	12/2024/NQ/HĐQT-BVLIFE	25/06/2024	Approval of resignation letter of member of Board of Directors of BV LIFE JSC	100%



12	13/2024/NQ/HĐQT-BVLIFE	02/07/2024	Approval of the signing of an economic contract on the supply of water pumps between BV LIFE JSC and BV Invest JSC	100%
13	14/2024/NQ/HĐQT-BVLIFE	05/07/2024	Approval of the last registration date to exercise shareholders' rights and the organization plan the 2nd Extraordinary General Meeting of Shareholders in 2024	100%
14	15/2024/NQ/HĐQT-BVLIFE	31/07/2024	Approval of the content of the Board of Directors' report on the Company's business results for the first 6 months of 2024 and its business plan for the last 6 months of 2024.	100%
15	16/2024/NQ/HĐQT-BVLIFE	01/08/2024	Approval of the content and agenda of the 2nd Extraordinary General Meeting of Shareholders in 2024	100%
16	16B/2024/NQ/HĐQT-BVLIFE	05/08/2024	Approval of the reappointment of Deputy General Director Ms. Tran Hai Yen	100%
17	16A/2024/NQ/HĐQT-BVLIFE	19/08/2024	Conduct the loan procedures at MB Bank's Son Tay branch.	100%
18	17/2024/NQ/HĐQT-BVLIFE	21/08/2024	Amending and supplementing the agenda and documents of the 2nd Extraordinary General Meeting of Shareholders in 2024	100%
19	18/2024/NQ/HĐQT-BVLIFE	26/08/2024	Approval of the implementation of the plan to increase BVLIFE's charter capital from issuing shares to pay dividends and issuing shares to increase capital from Equity	100%
20	19/2024/NQ/HĐQT-BVLIFE	19/09/2024	Issuing the Information Disclosure Regulations and attached appendices; Regulations on the organization and operation of the Internal Audit Board and attached forms	100%
21	20/2024/NQ/HĐQT-BVLIFE	02/10/2024	Approval of the signing of a service contract between BVLIFE JSC and VINA-MEC HR JSC on the management of Japanese trainees still working at partner unions of BV LIFE JSC	100%
22	21/2024/NQ/HĐQT-BVLIFE	02/10/2024	Approval of the transfer of shares of BV LIFE JSC at VINA-MEC HR JSC	100%
23	22/2024/NQ/HĐQT-BVLIFE	09/10/2024	Approval of the implementation of the plan to issue shares to pay dividends and issue shares to increase capital from equity capital	100%

24	23/2024/NQ/HĐQT-BVLIFE	28/10/2024	Approval of The Third quarter 2023 business performance report	100%
25	24/2024/NQ/HĐQT-BVLIFE	31/10/2024	Approval of BV LIFE JSC lending capital to Phu Tho Property Investment JSC	100%
26	25/2024/NQ/HĐQT-BVLIFE	01/11/2024	Approval of closing the list of shareholders from issuing shares to pay dividends and issuing shares to increase share capital from Equity	100%
27	26/2024/NQ/HĐQT-BVLIFE	06/11/2024	Approval of BVLIFE lending capital to Mr. Do Xuan Huyen	100%
28	27/2024/NQ/HĐQT-BVLIFE	12/11/2024	Approval of loan capital at MSB bank - Long Bien Branch	100%
29	28/2024/NQ/HĐQT-BVLIFE	21/11/2024	Approval of the issuance results, end the stock issuance to pay dividends and issue shares to increase share capital from equity and change The Certificate of Business registration	100%
30	29/2024/NQ/HĐQT-BVLIFE	22/11/2024	Approval of the plan to loan capital, issue guarantees, open LC using assets as collateral at BIDV Bank - Thang Long Branch	100%
31	30A/2024/NQ/HĐQT-BVLIFE	28/11/2024	Issuing financial regulations and payment procedures of BV LIFE JSC	100%
32	30/2024/NQ/HĐQT-BVLIFE	09/12/2024	Approval of the implementation of the plan to offer additional shares to the public, the plan ensures that the issuance of shares meets the regulations on foreign ownership ratio and some related issues	100%
33	31/2024/NQ/HĐQT-BVLIFE	09/12/2024	Approval of the public offering documents of BV LIFE JSC	100%
34	32/2024/NQ/HĐQT-BVLIFE	30/12/2024	Through the appointment of personnel to the positions of General Director and Deputy General Director of the Company	100%



No. 1.2. /2025/Report/BOS-BV LIFE

Date: 01/04/2025

**ACTIVITY REPORT OF THE SUPERVISORY BOARD IN 2024
AND PLAN FOR 2025****Respectfully submit to: Annual General Meeting of Shareholders 20 25**

Based on the functions and duties of the Board of Supervisors as stipulated in the Company Charter, the Company's internal regulations and the provisions of law, the Board of Supervisors of BVLife Joint Stock Company (BOS) would like to report to the 2025 Annual General Meeting of Shareholders on the activities of the Board of Supervisors in 2024 as follows:

I. Board of Supervisors' performance in 2024

On April 24, 2024, the Company's Annual General Meeting of Shareholders approved the dismissal of Ms. Pham Thi Quynh Nhu - Member of the Board of Supervisors, and elected Ms. Phung Thi Thao to hold the position of Member of the Board of Supervisors for the remaining term.

Current members of the Board of Supervisors include:

- Ms. Vu Thi Ha - Head of Department
- Mr. Vu Tuan Hung – Member
- Ms. Phung Thi Thao – Member

Regarding the remuneration of the Board of Directors:

No.	Category	Salary, allowance (VND/person/month)	Total compensation in 2024 (VND)
1	Head of Supervisory Board's remuneration	1,500,000	18,000,000
2	Board of Supervisors member remuneration (02 members)	1,000,000	24,000,000

The Board of Supervisors has assigned tasks to members and coordinating organizations to control the production and business activities and management of the Company on behalf of shareholders. Specifically as follows:

1. Supervise the management and operation of the Board of Directors and the General Director.

- In 2024, the Board of Directors held **34 meetings** in accordance with the provisions of the Company's Charter. The resolutions of the Board of Directors were issued in accordance with its functions and powers, in accordance with Company Charter and compliance with legal regulations;
- The Board of Directors has approved a number of important issues related to the

Company's production and business activities, including:

- ✓ Approving the agenda and content of the 2024 annual and extraordinary General Meeting of Shareholders
- ✓ Through the appointment/dismissal of management personnel: Chief Accountant, General Director of the Company
- ✓ Through the promulgation of the Company's operating regulations
- ✓ Through semi-annual financial report
- ✓ Other contents under authority
- For some important contents, the Board of Directors discussed with the Board of Supervisors before approving/submitting to the General Meeting of Shareholders for approval.
- In 2024 , the Supervisory Board did not receive any recommendations from shareholders regarding the management and operation activities of the Board of Directors and the Board of General Directors .

2. Supervise Finance - Accounting work

- Financial and accounting work has basically complied with the Company's internal procedures and regulations and current laws.
- The recording, storage of documents and preparation of accounting books and financial reports of the Company comply with financial and accounting regulations and meet management requirements.
- The work of inventorying funds and assets at the Company is carried out periodically: monthly, quarterly, yearly. The inventory composition is in accordance with the Company's regulations. The year-end inventory is witnessed by the representative of the Board of Supervisors .

3. Audit results of 2024 Financial report

a. Financial reporting work

- The Company's financial reports are prepared fully and promptly in accordance with regulations and submitted on time as required by regulatory agencies and the Company's Board of Directors.
- 2024 financial statements have been audited by Vietnam Auditing and Valuation Company Limited (AVA) . After reviewing and appraising the financial statements, the Supervisory Board agrees with the opinion of Vietnam Auditing and Valuation Company Limited (AVA) . The financial statements prepared by the Company fully, honestly and reasonably reflect the situation of assets, liabilities, owners' equity as well as business performance and cash flow, in accordance with Vietnamese accounting standards, accounting regimes and current legal regulations.

b. Production and business results in 2024

STT	Target	Plan 2024	Results 2024	Completion rate of 2024 plan (%)
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1	Sales and service revenue	94,824,845,686	58,714,086,272	61.92%
2	Cost of goods sold	84,802,459,275	49,133,866,598	57.94%
3	profit from sales and service provision	10,022,386,410	9,580,219,674	95.59%
4	Financial revenue	915,754,000	1,272,083,433	138.91%
5	Financial costs	506,250,000	216,431,228	42.75%
6	Cost of sales	1,936,420,000	1,372,790,246	70.89%
7	Business management costs	5,357,618,325	4,901,870,262	91.49%
8	Other income		150,973,867	
9	Other costs		32,817,903	
10	Total accounting profit before tax	3,137,852,085	4,479,367,335	142.75%
11	Current corporate income tax expense	627,570,417	921,082,239	146.77%
12	Profit after corporate income tax	2,510,281,668	3,558,285,096	141.75%
	Profit/Delivery Ratio	2.65%	6.06%	

- Regarding the performance of obligations to the State Budget: The Company shall declare and pay all taxes and fees in accordance with regulations.
- Regarding financial management: The Company complies with the provisions of law and internal regulations of the Company in financial management.

II. Evaluate the coordination of activities between the Supervisory Board and the Board of Directors and shareholders of the Company.

In the process of performing its duties, the Supervisory Board received close coordination from the Board of Directors. The Supervisory Board was provided with all necessary documents and materials in the process of supervising the activities of the Board of Directors. The recommendations and proposals of the Supervisory Board were all considered by the Board of Directors and directed to be seriously implemented by the relevant departments.

III. Suggestions, proposals

In 2025, the Supervisory Board will continue to perform its duties on behalf of shareholders to regularly monitor the business, management and operation of the Company. Quarterly, the Supervisory Board will analyze and evaluate the Company's operations through the Financial Reports provided by the Board of Directors, and at the same time, inspect and evaluate the activities of the Board of Directors and be responsible for reporting to the General Meeting of Shareholders. In order to effectively perform the role of the Supervisory Board, the Supervisory Board has a few recommendations as follows:

- Perfecting the Company's organizational structure and personnel to meet the operational requirements and development strategy of the BV Life brand.
- The Board of Directors directs the Company's Executive Board to manage capital safely, effectively, and cautiously in investment and business decisions in difficult economic conditions.
- Strengthen the control role of intermediate management levels to minimize risks and errors.

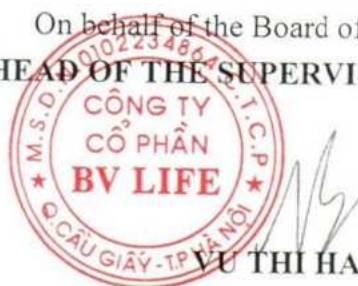
- management document system to improve the effectiveness of management and risk management.

Above is the report on the inspection and supervision activities of the Supervisory Board in 2024 .

Respectfully report to the Congress.

Wish the Congress great success!

On behalf of the Board of Supervisors
HEAD OF THE SUPERVISORY BOARD



No: 1.4./2025/Proposal/BOD-BVLIFE

Date: 1.4./2025

PROPOSAL*Re: Approval of the audited 2024 Financial Statements***Respectfully submit to: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- Consider the actual situation.

The Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company for approval of the 2024 Financial Statements audited by Vietnam Auditing and Valuation Company Limited.

For details, see website at: <https://bvlife.com.vn/muc-quan-he-co-dong/bao-cao-tai-chinh-vi/>

Respectfully submit to the 2025 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company for consideration and vote to approve the contents of the Proposal!

Best regards!

Recipient:

- Dear Shareholders;
- Board of Directors, Supervisory Board;
- Save to BOD Assistant Office.

ON BEHALF BOARD OF DIRECTORS
CHAIRMAN OF BOARD OF DIRECTORS



LUU VU TRUONG DAM

No: 15/2025/Proposal/BOD-BVLIFE

Date: 1/4/2025

PROPOSAL

Re: Approval of the final settlement of salary and remuneration for the Board of Directors and Board of Supervisors in 2024 and the plan for salary, remuneration and allowances for the Board of Directors and Board of Supervisors in 2025

Respectfully submit to: Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2022 and implementing documents ;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- 2024 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company ;
- Based on actual situation.

LIFE Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the remuneration payment plan for the Board of Directors and Board of Supervisors in 2024 and the Salary, remuneration and allowance plan in 2025. Specifically as follows:

1. Report on salary, remuneration and allowance settlement of the Board of Directors and Board of Supervisors in 2024

No.	Category	Salary, allowance (VND/person/month)	Total remuneration and allowances in 2024 (VND)
1	Board of Directors		72,000,000
	Remuneration of the Chairman of the Board	2,000,000	24,000,000
	Board member remuneration	1,000,000	28,000,000
	Allowances of independent board members	1,000,000	20,000,000
2	Board of Control		42,000,000
	Head of Supervisory Board's remuneration	1,500,000	18,000,000
	Board of Supervisors member remuneration (02 members)	1,000,000	24,000,000

2. Salary, remuneration and allowance plan for the Board of Directors and Board of Supervisors in 2025

No.	Category	Salary, allowance (VND/person/month)	Total compensation in 2025 (VND)
1	Board of Directors		72,000,000
	Remuneration of the Chairman of the Board	2,000,000	24,000,000
	Remuneration of Board members (03	1,000,000	36,000,000

	members)		
	Allowance of independent member of the Board of Directors (01 member)	1,000,000	12,000,000
2	Board of Control		42,000,000
	Head of Supervisory Board's remuneration	1,500,000	18,000,000
	Board of Supervisors member remuneration (02 members)	1,000,000	24,000,000

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2024 Salary, Remuneration, and Allowance Settlement for the Board of Directors and the Board of Supervisors and the Plan for Salary, Remuneration, and Allowance for the Board of Directors and the Board of Supervisors in 2025.

Remuneration of the Board of Directors and the Board of Supervisors is provisionally paid quarterly and finalized at the end of the fiscal year.

Respectfully submit to the 2025 Annual General Meeting of Shareholders for consideration and approval!

Best regards!

Recipient:

- As above;
- Save: D.F&A, BOD Assistant Office.

CHAIRMAN OF BOARD OF DIRECTORS



LUU VU TRUONG DAM

No. : 1.6.../2025/Proposal/BOD-BVLIFE

Date : 1.1.../ 1.4..../ 2025

PROPOSAL

Re: Approval of the plan for fund allocation and profit distribution in 2024 and the plan for profit distribution in 2025

Respectfully submit to: Annual General Meeting of Shareholders 2025

- Based on Business Law 2020 and the literature copy direction guide exam union ;
- Based on Law Proof contract 2019 and the literature copy direction guide exam union ;
- Based on Thing rate Joint Stock Company BV LIFE section ;
- Based on Conclude 2024 business results and Plan Annual business plan 2025;
- Consider love image real economy.

Festival copper manage Corporation BV LIFE glass part submit to the General Meeting of Shareholders for approval sentence extract set up the Fund and stool coordinate profit profit 2024 , plan plan direction sentence stool coordinate profit profit 2025 . body like after :

1. Plan extract set up the Fund and stool coordinate profit profit year 2024

No.	Target	Number money (VND)
1	Profit after corporate income tax 2024	3,558,285,096
2	Excerpt set up the Fund	346,932,797
	Fund happiness profit (5% of net profit)	177,914,255
	Fund praise bonus (5% remaining profit after tax) again)	169,018,542
3	Net profit yet stool coordinate Accumulate plan arrive last period before	2,050,523,705
4	Dividends to shareholders from after-tax profit	0
5	Total profit profit hold again serve production and business	5,261,876,004

2. Plan plan direction sentence extract set up the Fund and stool coordinate profit profit 2025

No.	Target	Number money (VND)
1	Profit after corporate income tax 2025 (projected) ants)	6,168,114,503
2	Excerpt set up the Fund	601,391,164
	Fund happiness profit (5% of net profit)	308,405,725
	Fund praise bonus (5% remaining profit after tax) again)	292,985,439
3	Net profit yet stool coordinate Accumulate plan arrive last period before	5,261,876,004
4	Dividends to shareholders from after-tax profit	0



5 Total profit profit hold again serve production and business 10,828,599,343

Respectfully present to the General Meeting of Shareholders of BV LIFE Joint Stock Company see consider through .

Best regards!

Recipient:

- As above;
- Save: D.F&A, BOD Assistant Office.

CHAIRMAN OF BOARD OF DIRECTORS



LUU VU TRUONG DAM



No: A.7./2025/Proposal/BOD-BVLIFE

Date: ...A../...A../2025

PROPOSAL

Re: Approving the selection of an independent auditing company to audit and review the 2025 Financial Statements

Respectfully submit to : Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- Consider the actual situation.

IFE Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the selection of an independent auditing company to audit the Company's 2025 financial statements in accordance with the law. Specifically, as follows:

I. Selection criteria and proposal list**1. Selection criteria:**

- Is an auditing company with experience auditing large companies and corporations in the Company's field of operation.
- Has a team of qualified and experienced auditors;
- Reputable for audit quality;
- Meet the Company's requirements on audit scope and progress; reasonable audit fees, consistent with audit quality based on review of audit fee proposals and audit scope.

2. Suggested list:

Based on the above criteria, the Board of Directors proposes to select one of the following four units to audit the Company's 2025 Financial Statements:

- MOORE AISC Auditing and Informatics Services Co., Ltd. – Hanoi Branch
- International Auditing and Valuation Company Limited (IAV)
- Vietnam Auditing and Valuation Company Limited (AVA)
- AASC Auditing Firm Company Limited

II. The Board of Directors respectfully submits to the General Meeting of Shareholders for vote and approval of the following contents:

1. Approve the selection criteria and list of Auditing Companies stated in Sections I.1 and I.2 of this Submission.
2. The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to select one of the auditing companies in the list stated in Section I.2 of this submission.
3. In case the Company cannot select one of the above-mentioned auditing units to audit the 2025 Financial Statements, the Board of Directors respectfully submits to the General Meeting of Shareholders to authorize the Chairman of the Board of Directors to



proactively select another unit on the basis of meeting the standards in Section I.1 and ensuring maximum benefits for the Company.

2025 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company for consideration and vote to approve the contents of the Proposal!

Best regards!

Recipient:

- As above;
- Save F&A, BOD Assistant Office.

CHAIRMAN OF BOARD OF
DIRECTORS



Luu Vu Truong Dam



No: 1.8. /2025/Proposal/BOD-BVLIFE

Date: .../.../2025

PROPOSAL

Re: Approving the promulgation of regulations under the authority of the General Meeting of Shareholders

Respectfully submit to : 2025 Annual General Meeting of Shareholders of BV Life Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- Consider the actual situation.

Life Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the issuance of regulations under the authority of the General Meeting of Shareholders, specifically:

No.	Content	Note
1	Internal regulations on corporate governance	2nd Amendment
2	Regulations on organization and operation of the Board of Control	2nd Amendment
3	Regulations of the Board of Directors	2nd Amendment

Amendment content: Change the company name from "Vinaconex Human Resources and Trading Joint Stock Company" to "BV LIFE Joint Stock Company".

Details in the attached draft.

Respectfully submit to the General Meeting of Shareholders for consideration and approval!

Best regards!

Recipient:

- As above;
- Save BOS, BOD Assistant Office.

CHAIRMAN OF BOARD OF DIRECTORS



Luu Vu Truong Dam

BV LIFE JOINT STOCK COMPANY



DRAFT

**INTERNAL REGULATIONS
ABOUT CORPORATE GOVERNANCE**

(2nd Amendment)

Hanoi, April 2025

	INTERNAL REGULATIONS ON CORPORATE GOVERNANCE	Code: 01/2025/QC-BVLIFE
		Amendment: 02
		Modified date: 24/04/2025
		Page: 1/ 34

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01	00	12/03/2010	First issue			
02	01	30/03/2021	1st Amendment			
03	02	24/04/2025	2nd Amendment			

Title	Edit/Revise	Review	Chairman of the Board (<i>approve</i>)
Sign			
Full name			Luu Vu Truong Dam

	INTERNAL REGULATIONS ON CORPORATE GOVERNANCE	Code: 01/2025/QC-BVLIFE
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- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of BV LIFE Joint Stock Company;
- Pursuant to Resolution of the General Meeting of Shareholders No. 01/2025/NQ/ĐHĐCD-BVLIFE dated April 24, 2025;

The Board of Directors issued the Internal Regulations on Corporate Governance of BV LIFE Joint Stock Company.

Internal Regulations on Corporate Governance of BV LIFE Joint Stock Company include the following contents:

CHAPTER I GENERAL REGULATIONS

Article 1. Scope of regulation and applicable subjects

1. Scope of regulation:

The Internal Regulations on Corporate Governance stipulate the contents on the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors, the General Director; the order and procedures for the General Meeting of Shareholders; nomination, candidacy, election, dismissal and removal of members of the Board of Directors, the Board of Supervisors, the General Director and other activities as prescribed in the Company Charter and other current provisions of law.

2. Applicable subjects:

This internal regulation on corporate governance applies to members of the Board of Directors, Board of Supervisors, General Director and related persons of the Company.

CHAPTER II GENERAL MEETING OF SHAREHOLDERS

Article 2. The role of the General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company.
2. Forms of adopting resolutions of the General Meeting of Shareholders
 - a) The General Meeting of Shareholders passes resolutions within its authority by voting at a meeting or by obtaining written opinions.

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- b) In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.
3. The location of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be within the territory of Vietnam.

Article 3. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the following rights and obligations:
 - a) Approve the Company's development strategy;
 - b) Decide on the types of shares and the total number of shares of each type that are allowed to be offered for sale; decide on the annual dividend rate for each type of shares;
 - c) Elect, dismiss, remove members of the Board of Directors, members of the Board of Supervisors;
 - d) Decision to invest or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial report.
 - e) Decision to amend and supplement the Charter;
 - f) Through annual financial reports;
 - g) Decision to buy back more than 10% of total sold shares of each type;
 - h) Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i) Decision to reorganize and dissolve the Company;
 - j) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
 - k) Approve the internal governance regulations; Regulations on the operation of the Board of Directors and the Board of Supervisors;
 - l) Approve the list of approved auditing firms; decide on the approved auditing firm to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
 - m) Other rights and obligations as prescribed by law and the Company Charter.
2. The General Meeting of Shareholders discussed and approved the following issues:
 - a) The Company's annual business plan;
 - b) Audited annual financial statements;
 - c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;
 - d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;
 - e) Self-assessment report on the performance of the Board of Supervisors and its members;

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- f) Dividend level for each share of each type;
 - g) Number of members of the Board of Directors and Supervisory Board;
 - h) Elect, dismiss, remove members of the Board of Directors, members of the Board of Supervisors;
 - i) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and Board of Supervisors;
 - j) Approve the list of approved auditing firms; decide on approved auditing firms to conduct audits of the Company's operations when deemed necessary;
 - k) Supplement and amend the Company Charter;
 - l) Types and number of newly issued shares and transfer of shares by founding members within the first 03 years from the date of establishment;
 - m) Division, separation, consolidation, merger or conversion of the Company;
 - n) Reorganize and dissolve (liquidate) the Company and appoint a liquidator;
 - o) Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statement;
 - p) Decision to buy back more than 10% of total sold shares of each type;
 - q) The Company enters into contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the most recent financial report;
 - r) Approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
 - s) Approve the Internal Regulations on Corporate Governance, regulations on the operation of the Board of Directors, regulations on the operation of the Board of Supervisors;
 - t) Other issues as prescribed by law and the Company Charter.
3. The annual general meeting of shareholders discusses and approves the following issues:
- a) The Company's annual business plan;
 - b) Annual financial report;
 - c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;
 - d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;
 - e) Self-assessment report on performance of the Board of Supervisors and Supervisors;
 - f) Dividend level for each share of each type;
 - g) Other matters within jurisdiction.
4. The Board of Directors must report to the General Meeting of Shareholders at the nearest annual meeting the contents approved in previous resolutions of the General Meeting of Shareholders that have not been implemented. In case of any changes to the contents within

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the authority of the General Meeting of Shareholders to decide, the Board of Directors must submit them to the General Meeting of Shareholders at the nearest meeting for approval before implementation.

Article 4. Authority to convene the General Meeting of Shareholders

1. The Board of Directors shall convene the Annual General Meeting of Shareholders annually and within four (04) months after the end of the fiscal year. The Board of Directors shall decide to extend the Annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year.
2. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of the Company Charter.
3. The Board of Supervisors convenes an extraordinary General Meeting of Shareholders as prescribed in Point b, Clause 4, Article 14 of the Company's Charter.
4. Shareholders or groups of shareholders convene extraordinary meetings of the General Meeting of Shareholders in accordance with the provisions of Point c, Clause 4, Article 14 of the Company's Charter.

Article 5. Procedures for convening a meeting of the General Meeting of Shareholders (passing resolutions by voting at the General Meeting of Shareholders)

1. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare a list of shareholders eligible to participate and vote at the Company's General Meeting of Shareholders;
 - b) Prepare meeting agenda and content;
 - c) Prepare meeting documents;
 - d) Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting;
 - e) Determine the time and place of the congress;
 - f) Notify and send invitations to all shareholders entitled to attend the General Meeting of Shareholders;
 - g) Other work serving the congress.
2. Prepare a list of shareholders eligible to attend the meeting
 - a) The person convening the General Meeting of Shareholders must prepare a list of shareholders eligible to attend and vote at the Company's General Meeting of Shareholders.
 - b) The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders.
3. Notification of finalizing the list of shareholders eligible to attend the General Meeting of Shareholders
 - a) The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the final registration date.

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- b) When disclosing information about the list of shareholders entitled to attend the General Meeting of Shareholders, the Company must simultaneously report to the State Securities Commission and the Stock Exchange where the Company's securities are listed or registered for trading on the content of the disclosed information, including all information as prescribed.
- c) The Company must submit a complete and valid notification of rights exercise to the Vietnam Securities Depository (VSD) no later than 08 working days prior to the final registration date or another deadline as prescribed by VSD, clearly stating the following basic information:
 - i) Information on the last registration date (The last registration date is the working day set by the Issuer or VSD based on the Issuer's authorization to determine the list of securities owners entitled to rights in accordance with the announcement of the Issuer, VSD and regulations of law);
 - ii) Purpose of use of the list;
 - iii) Specific content of information on the right to exercise (performance rate, performance date, performance location...).
- 4. Send Notice of Convening General Meeting of Shareholders
 - a) The convener of the General Meeting of Shareholders must send a notice of meeting to all shareholders in the List of Shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is sent or transferred properly, postage is paid or placed in the mailbox).
 - b) The meeting notice must include the name, head office address, enterprise code; name, contact address of shareholders, time, meeting location and other requirements for meeting attendees.
 - c) Notice of the General Meeting of Shareholders shall be sent to all shareholders by means of guarantee to the contact address of the shareholders and shall be simultaneously published on the electronic information page of the Company and the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading. If the Company deems it necessary, it shall be published in a central or local daily newspaper.
 - d) The notice of meeting must be accompanied by the Agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state the link to all meeting documents for shareholders to access, including:
 - i) Meeting agenda, documents used in the meeting;
 - ii) List and detailed information of candidates in case of election of members of the Board of Directors, members of the Board of Supervisors (if any);
 - iii) Voting ballot;
 - iv) Draft resolutions for each issue on the agenda.
- 5. Proposal to supplement the agenda and content of the General Meeting of Shareholders
 - a) Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of the Company's Charter have the right to propose issues to be included in the agenda of the

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General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Passport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder, and the proposed content to be included in the meeting agenda.

- b) The convener of the General Meeting of Shareholders has the right to reject the proposal specified in Point a, Clause 5 of this Article if it falls under one of the following cases:
 - i) The petition was sent in violation of the provisions in Point a, Clause 5 of this Article;
 - ii) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of common shares as prescribed in Clause 2, Article 12 of the Company Charter;
 - iii) The proposed issue is not within the scope of decision-making authority of the General Meeting of Shareholders;
 - iv) Other cases as prescribed by law and the Company Charter.
- c) The convener of the General Meeting of Shareholders must accept and include the proposal specified in Point a, Clause 5 of this Article in the proposed agenda and content of the meeting, except for the case specified in Point b, Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 6. Authorization for representative to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises. In case there is more than one authorized representative, the number of shares and the number of votes authorized for each representative must be specifically determined.
2. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form, including the following contents: name of the authorizing shareholder, name of the authorized individual or organization, number of authorized shares, content of authorization, scope of authorization, duration of authorization, signature of the authorizing party and the authorized party, seal (if the authorizing party or the authorized party is an organization with a seal).

The person authorized to attend the General Meeting of Shareholders must submit a power of attorney when registering to attend the meeting. In case of re-authorization, the person attending the meeting must also present the original power of attorney of the shareholder or the authorized representative of the shareholder being an organization (if not previously registered with the Company).

3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:

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- a) The authorized person has died, has limited civil capacity or has lost civil capacity;
- b) The principal has revoked the appointment of the proxy;
- c) The principal has revoked the authority of the agent.

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 7. How to register to attend the General Meeting of Shareholders

Before opening the meeting, the Company must carry out shareholder registration procedures and must carry out the registration until all shareholders entitled to attend the meeting are present and have registered in the following order:

1. The person convening the meeting shall establish the Shareholder Qualification Examination Board;
2. When registering shareholders, the Shareholder Qualification Examination Board shall issue a voting card to each shareholder or authorized representative with voting rights, stating the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder.
3. Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The chairperson is not responsible for stopping the meeting to allow late shareholders to register and the validity of the contents voted on previously will not change.

Article 8. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes.
2. In case the first meeting does not meet the conditions for holding it as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within thirty (30) days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.
3. In case the second meeting is not eligible to be held according to the provisions of Clause 2 of this Article, the notice of invitation to the third meeting must be sent within twenty (20) days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

Article 9. Election of Chairman, Secretary and Counting Committee

1. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairperson, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect the meeting

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chairperson from among the attendees and the person with the highest number of votes shall chair the meeting;

2. Except for the case specified in Clause 1 of this Article, the person who signs the summons for the General Meeting of Shareholders shall conduct the meeting. The General Meeting of Shareholders shall elect the Chairman of the meeting and the person with the highest number of votes shall be appointed as the Chairman of the meeting;
3. The Chairman appoints one or more persons to act as meeting Secretaries;
4. The General Meeting of Shareholders elects one or more people to the Vote Counting Committee at the request of the Chairman of the meeting.
5. The Chairman of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
 - a) Seating arrangement at the venue of the General Meeting of Shareholders;
 - b) Ensure the safety of everyone present at meeting locations;
 - c) Facilitate shareholders to attend (or continue to attend) the meeting. The convener of the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. The measures applied may be to issue admission tickets or use other forms of selection.
6. The person convening or chairing the General Meeting of Shareholders has the following rights:
 - a) Require all meeting attendees to submit to searches or other reasonable, lawful security measures;
 - b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.
7. The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than three (03) working days from the scheduled opening date of the meeting and may only postpone or change the meeting location in the following cases:
 - a) The meeting location does not have enough comfortable seating for all attendees;
 - b) The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;
 - c) There are people attending the meeting who obstruct, disrupt order, and risk making the meeting not be conducted fairly and legally.
8. In case the Chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairman in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

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Article 10. Procedures for conducting the General Meeting of Shareholders

1. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session.
2. The agenda must clearly and specifically identify the time for each issue in the meeting agenda.
3. The General Meeting of Shareholders discusses and votes on each issue in the agenda.
4. All resolutions and issues included in the agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 11. How to vote, count votes and announce vote counting results

1. Voting is conducted by affirmative, negative and abstention votes.
2. At the General Meeting of Shareholders, the approval cards are collected first, followed by the disapproval cards, and finally, the total number of approving and disapproving votes is counted to determine the result.
3. The vote counting results were announced by the Chairman immediately before the closing of the meeting.
4. Voting and counting of votes to elect members of the Board of Directors and the Board of Supervisors are carried out by cumulative voting as prescribed in Clause 3, Article 148 of the Law on Enterprises.

Article 12. Conditions for resolution to be passed

1. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:
 - a) Types of shares and total number of shares of each type;
 - b) Change of industry, profession and business field;
 - c) Change the Company's management structure;
 - d) Investment project or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;
 - e) Reorganization and dissolution of the Company.
2. Resolutions are passed when approved by shareholders holding more than 50% of the total votes of all shareholders attending the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.
3. The election of members of the Board of Directors and the Board of Supervisors shall be conducted in accordance with Clause 3, Article 148 of the Law on Enterprises..
4. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.

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Article 13. Minutes of the General Meeting of Shareholders

1. Minutes must be made in Vietnamese, can be made in foreign languages and have the following main contents:
 - a) Name, head office address, business registration number;
 - b) Time and place of the General Meeting of Shareholders;
 - c) Meeting agenda and content;
 - d) Full name of the chairman and secretary;
 - e) Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - f) Number of shareholders and total number of votes of shareholders attending the meeting, with an appendix listing the registered shareholders, shareholder representatives attending the meeting, and their corresponding number of shares and votes;
 - g) Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;
 - h) Issues passed and corresponding percentage of votes passed;
 - i) Full name and signature of the chairman and secretary. In case the chairman and secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairman and secretary to sign the meeting minutes.
2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman, secretary of the meeting, or any other person signing the minutes shall be jointly responsible for the truthfulness and accuracy of its contents.
3. Minutes made in Vietnamese and foreign languages (if any) have the same legal effect. In case of differences in the content of the minutes in Vietnamese and foreign languages, the content in the minutes in Vietnamese shall prevail.

Article 14. Announcement of Minutes and Resolutions of General Meeting of Shareholders

Resolutions, Minutes of the General Meeting of Shareholders, the appendix listing registered shareholders attending the meeting with their signatures, authorization documents, all attached documents (if any), and materials related to the meeting invitation must be disclosed in accordance with the laws on information disclosure in the stock market and retained at the Company's head office.

Article 15. Authority and procedures for obtaining written opinions of shareholders to pass resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions of shareholders to pass resolutions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to pass

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resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the case specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare the voting ballot, draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the voting ballot. The requirements and method for sending the voting ballot and accompanying documents are implemented according to the provisions of Clause 3, Article 18 of the Company Charter.
3. The opinion form must have the following main contents:
 - a) Name, head office address, business registration number of the Company;
 - b) Purpose of consultation;
 - c) Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders or full name, contact address, nationality, legal document number of the individual for the representative of the organizational shareholder; number of shares of each type and number of votes of the shareholder;
 - d) Issues requiring consultation to pass resolutions;
 - e) Voting options include approval, disapproval and no opinion on each issue being voted on;
 - f) Deadline for returning completed opinion forms to the Company;
 - g) Full name and signature of the Chairman of the Board of Directors.
4. Shareholders can send completed ballots to the Company in the following ways:
 - a) In case of sending by mail: the completed ballot must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder being an organization. The ballot sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote counting;
 - b) In case of sending by fax or email, the opinion form sent to the Company must be kept confidential until the time of vote counting;
 - c) Voting forms sent to the Company after the deadline specified in the voting form or opened in the case of mailing and disclosed in the case of faxing or emailing are invalid. Voting forms that are not returned are considered as non-voting forms.
5. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Board of Supervisors or of shareholders who do not hold management positions in the Company. The vote counting record must contain the following main contents:
 - a) Name, head office address, business registration number;
 - b) Purpose and issues to be consulted to pass the resolution;
 - c) Number of shareholders with total number of votes participated in voting, in which distinguishing between valid and invalid votes and method of sending votes, with appendix of list of shareholders participating in voting;

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- d) Total number of votes for, against and abstentions on each issue;
- e) Issues passed and corresponding passing percentages;
- f) Full name and signature of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor.
- g) Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.
6. The minutes of vote counting and resolutions sent to shareholders are replaced by posting on the Company's website within 24 hours from the time of completion of vote counting.
7. The completed ballots, vote counting minutes, adopted resolutions and related documents attached to the ballots must all be kept at the Company's head office.
8. A resolution is passed by way of obtaining written opinions from shareholders if approved by shareholders holding more than 50% of the total votes of all shareholders with voting rights and has the same value as a resolution passed at a meeting of the General Meeting of Shareholders.

CHAPTER III

BOARD OF DIRECTORS

Article 16. Role of the Board of Directors

The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

Article 17. Powers and responsibilities of the Board of Directors.

1. The powers of the Board of Directors are prescribed by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers:
 - a) Decide on the Company's strategy, medium-term development plan and annual business plan;
 - b) Propose the type of shares and the total number of shares of each type that can be offered;
 - c) Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;
 - d) Decide on the selling price of the Company's shares and bonds;
 - e) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises ;
 - f) Decide on investment plans and investment projects within the authority and limits prescribed by law;
 - g) Decide on market development, marketing and technology solutions;

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- h) Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises ;
 - i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of those people;
 - j) Supervise and direct the General Director and other managers in the daily business operations of the Company;
 - k) Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises;
 - l) Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;
 - m) Submit audited annual financial statements to the General Meeting of Shareholders;
 - n) Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;
 - o) Proposing the reorganization and dissolution of the Company; requesting the bankruptcy of the Company;
 - p) Decision to promulgate the Board of Directors' Operating Regulations and Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decision to promulgate the Company's Information Disclosure Regulations;
 - q) Business matters or transactions that require the Board's approval within the scope of its authority and responsibility;
 - r) Other powers as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.
2. The Board of Directors must fully comply with the responsibilities and obligations prescribed by the Law on Enterprises, the Company Charter and the following responsibilities and obligations:
- a) Responsible to shareholders for the Company's operations.
 - b) Treat all shareholders equally and respect the interests of those with interests related to the Company.
 - c) Ensure that the Company's operations comply with the provisions of law, the Company's Charter and internal regulations.
 - d) Develop the Board of Directors' operating regulations, submit them to the General Meeting of Shareholders for approval and publish them on the company's website.

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- e) Monitor and prevent conflicts of interest of Board of Directors, Supervisory Board members, General Director and other managers, including misuse of Company assets and abuse of related party transactions.
- f) Develop Internal Regulations on Corporate Governance and submit them to the General Meeting of Shareholders for approval in accordance with Article 270 of Decree 155/2020/ND-CP of the Government dated December 31, 2020.
- g) Appointment of Corporate Governance Officer.
- h) Organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, General Director and other managers of the Company.
- i) Report on the activities of the Board of Directors at the General Meeting of Shareholders as prescribed in Article 280 of Decree 155/2020/ND-CP of the Government dated December 31, 2020.
- j) Other obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.

Article 18. Rights and obligations of Board of Directors members

1. Members of the Board of Directors have full rights as prescribed by the Law on Enterprises, the Law on Securities, relevant laws, the Company Charter, this Regulation, the Decision of the General Meeting of Shareholders, and the Regulations . work belong to The Board of Directors has the right to be provided with information and documents on the financial situation and business activities of the Company and of the units within the Company.
2. Members of the Board of Directors have obligations as prescribed in the Company Charter and the following obligations:
 - a) Perform their duties honestly and carefully in the best interests of shareholders and the Company;
 - b) Attend all meetings of the Board of Directors and give opinions on the issues discussed;
 - c) Attend the Annual General Meeting of Shareholders to answer shareholders' questions at the meeting (if any); in case of force majeure and inability to attend, members of the Board of Directors must report in writing to the Board of Directors.
 - d) Timely and fully report to the Board of Directors the remuneration received from subsidiaries, affiliates and other organizations;
 - e) Report to the Board of Directors at the most recent meeting on transactions between the Company, subsidiaries, companies in which the Company controls 50% or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between the Company and companies in which members of the Board of Directors are founding members or business managers within the last 3 years prior to the time of the transaction;
 - f) Timely, fully and accurately notify the Company about enterprises in which members of the Board of Directors and their related persons own or have controlling shares or capital contributions.
 - g) Members of the Board of Directors and related persons when conducting transactions in the Company's shares must report and disclose information about these transactions in

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accordance with the provisions of law.

- h) Register and notify the Board of Directors of any changes to personal information, contact information, telephone, email, electronic signature (if any) and other personal information. Board members are responsible for keeping their personal email confidential and are responsible for their voting opinions via the email registered with the Board of Directors.
- i) Other tasks as prescribed by the Company Charter and legal regulations.
- 3. Independent members of the Board of Directors of a listed company must prepare an evaluation report on the performance of the Board of Directors.

Article 19. Term, structure and number of members of the Board of Directors

The term, number and structure of the Board of Directors of the Company are as prescribed in Article 26 of the Company Charter.

Article 20. Standards and conditions of Board of Directors members

- 1. Wall Board members must have the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
 - b) Have professional qualifications and experience in business administration or in the Company's business field, industry or profession and do not necessarily have to be a shareholder of the Company;
 - c) A member of the Board of Directors of a Company may concurrently be a member of the Board of Directors of another company, but may only concurrently be a member of the Board of Directors of a maximum of 05 other companies.
- 2. members of the Board of Directors must have the following standards and conditions:
 - a) Not being a person currently working for the Company, the parent company or a subsidiary of the Company; not being a person who has worked for the Company, the parent company or a subsidiary of the Company for at least the previous 03 consecutive years;
 - b) Not a person receiving salary or remuneration from the Company, except for allowances that Board of Directors members are entitled to according to regulations;
 - c) Not being a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Company; is a manager of the Company or a subsidiary of the Company;
 - d) Not being a person who directly or indirectly owns at least 01% of the total number of voting shares of the Company;
 - e) Not a person who has been a member of the Board of Directors or Supervisory Board of the Company for at least the previous 5 consecutive years, except in the case of being appointed for 2 consecutive terms.

Article 21. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors

- 1. Nominate, run for Board of Directors

Shareholders or groups of shareholders holding 10% or more of total common shares have

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the right to run for election and nominate candidates for the Board of Directors, specifically as follows:

- a) A shareholder or group of shareholders holding from 10% to less than 20% of the total number of common shares of the Company may nominate one (01) candidate;
 - b) Shareholders or groups of shareholders holding from 20% to less than 30% of the total common shares of the Company may nominate a maximum of two (02) candidates;
 - c) Shareholders or groups of shareholders holding from 30% to less than 40% of the total common shares of the Company may nominate up to three (03) candidates;
 - d) A shareholder or group of shareholders holding from 40% to less than 50% of the total number of common shares of the Company may nominate a maximum of four (04) candidates;
 - e) Shareholders or groups of shareholders holding from 50% to less than 60% of the total common shares of the Company may nominate a maximum of five (05) candidates;
 - f) Shareholders or groups of shareholders holding from 60% to less than 70% of the total common shares of the Company may nominate up to six (06) candidates;
 - g) A shareholder or group of shareholders holding from 70% to 80% of the total common shares of the Company may nominate a maximum of seven (07) candidates;
 - h) A shareholder or group of shareholders holding from 80% to less than 90% of the total number of common shares of the Company may nominate a maximum of eight (08) candidates;
 - i) A shareholder or group of shareholders holding 90% or more of the total voting shares of the Company may nominate a maximum of nine (09) candidates or all candidates if the Board of Directors has more than 9 members.
2. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, according to the provisions of Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations according to the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors according to the provisions of law.
3. How to introduce candidates for Board of Directors
- a) In case the Board of Directors candidates have been identified, the Company must publish information related to the candidates at least 10 days before the opening date of the Shareholders' Meeting on the Company's website so that shareholders can learn about these candidates before voting.
 - b) Candidates for the Board of Directors must have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Directors.
 - c) Information relating to the Board of Directors candidates to be published includes:
 - i) Full name, date of birth;

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- ii) Professional qualifications;
- iii) Work process;
- iv) Other management positions (including positions on the Board of Directors of other companies);
- v) Interests related to the Company and its related parties;
- vi) Other information (if any);
- vii) The Company must be responsible for disclosing information about the companies in which the candidate is holding the position of Board member, other management positions and the interests related to the Company of the candidate for the Board of Directors (if any).

4. How to elect members of the Board of Directors

Voting to elect members of the Board of Directors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Board of Directors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company's Charter.

5. Cases of dismissal, removal and addition of members to the Board of Directors

- a) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:
 - i) Not meeting the standards and conditions prescribed in Article 155 of the Law on Enterprises;
 - ii) Have a resignation letter and it is accepted;
 - iii) Other cases specified in the Company Charter.
- b) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:
 - i) Not participating in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
 - ii) Other cases specified in the Company Charter.
- c) When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors, except in the cases specified in Point a and Point b of this Clause.
- d) The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in case the number of members of the Board of Directors is reduced by more than one-third compared to the number specified in the Company's Charter. In this case, the Board of Directors must convene a meeting of the

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General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;

- e) Except for the case specified in Point d, Clause 5 of this Article, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed at the most recent meeting.
6. Notice of change, appointment, dismissal, removal of members of the Board of Directors
The Company must disclose information in accordance with the provisions of the law on securities when changing, appointing new members, reappointing, or dismissing members of the Board of Directors; or receiving a resignation letter from the Board of Directors.

Article 22. Election, dismissal, removal of Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, and removed from among the members of the Board of Directors by the Board of Directors.
2. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of completion of the Board of Directors' election for that term. This meeting shall be convened by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall vote by majority to select one (01) of them to convene the Board of Directors' meeting.

Article 23. Remuneration and other benefits of Board members

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Board members are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors holding an executive position or a member of the Board of Directors serving on a subcommittee of the Board of Directors or performing other duties beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses incurred by them in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

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6. The Board of Directors may purchase liability insurance from the Company upon approval by the General Meeting of Shareholders. This insurance does not cover the Board of Directors' liabilities related to violations of the law and the Company's Charter.

Article 24. Order and procedures for organizing Board of Directors meetings.

1. Minimum number of meetings per month/quarter/year
The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
2. Cases where an extraordinary meeting of the Board of Directors must be convened
 - a) The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
 - i) At the request of the Board of Supervisors or independent members of the Board of Directors;
 - ii) At the request of the General Director or at least 05 other managers;
 - iii) At the request of at least 02 members of the Board of Directors;
 - b) The proposal specified in Point a of this Clause must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.
 - c) The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Point a of this Clause. In case the Board of Directors meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damages caused to the Company; the person requesting shall have the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.
3. Notice of Board of Directors meeting
 - a) The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation at least three (03) working days before the meeting date. The meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the members' voting ballots.
 - b) Notice of Board of Directors' meeting may be sent by invitation, telephone, fax, electronic means or other methods as prescribed in the Company's Charter and guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.
 - c) In case of emergency, a Board of Directors meeting may be held immediately upon approval and attendance by all (100%) of the Board of Directors members.
4. The right to attend the Board of Directors meeting of the members of the Supervisory Board
 - a) The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the members of the Supervisory Board as to the members of the Board of Directors.
 - b) Members of the Board of Supervisors have the right to attend meetings of the Board of Directors, have the right to discuss but do not have the right to vote.
5. Conditions for holding Board of Directors meetings

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A meeting of the Board of Directors shall be held when three-quarters or more of the total number of members attend the meeting. In case the meeting convened in accordance with the provisions of this clause does not have the required number of members, it shall be convened for the second time within seven (07) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting .

6. Voting method

A meeting of the Board of Directors may be held by video conference between members of the Board of Directors when all or some of the members are in different locations provided that each member attending the meeting is able to:

- a) Hear each other Board member speak at the meeting;
- b) Address all other members present simultaneously. Discussion among members may be conducted directly by telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be considered “present” at that meeting. The place of a meeting held under this provision shall be the place where the majority of the members of the Board of Directors are present, or the place where the Chairman of the meeting is present.

Decisions passed in telephone meetings are properly organized and conducted, effective immediately upon the end of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

7. How to pass a resolution of the Board of Directors

- a) Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.
- b) Resolutions adopted by written vote are approved by the majority of the members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution adopted at a meeting.

8. Authorization of other persons to attend meetings of Board of Directors members

A member may authorize another person to attend the meeting and vote if approved by a majority of the Board of Directors.

Article 25. Minutes of Board of Directors meeting

1. Board of Directors meetings must be recorded in minutes and may be recorded, transcribed and stored in other electronic forms. Minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:
 - a) Name, head office address, business registration number;
 - b) Time and place of meeting;
 - c) Purpose, agenda and content of the meeting;
 - d) Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;

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- e) Issues discussed and voted on at the meeting;
 - f) Summarize the opinions of each member attending the meeting in chronological order;
 - g) Voting results showing members who approve, disapprove and have no opinion;
 - h) The matter passed and the corresponding passing percentage;
 - i) Full name and signature of the chairman and the person taking the minutes, except for the case specified in Clause 2 of this Article.
2. In case the Chairman or the minute taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting sign them and they contain all the contents as prescribed in Points a, b, c, d, e, f, g and h, Clause 1 of this Article, then these minutes shall be valid.
 3. The chairman, the minute taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.
 4. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.
 5. Minutes drawn up in Vietnamese and in a foreign language have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.
 6. Notice of resolutions and decisions of the Board of Directors.
 - a) Based on the contents and resolutions passed at the Board of Directors meeting, the Chairman of the Board of Directors, on behalf of the Board of Directors, signs and issues the Resolution of the Board of Directors.
 - b) The Board of Directors' resolutions will be sent to all members of the Board of Directors, the Board of Supervisors, the General Director and other relevant members of the Company no later than 3 (three) working days from the date the Board of Directors attending the meeting fully sign the Document.
 - c) The contents of the Board of Directors' resolutions that are subject to information disclosure will be disclosed in accordance with the provisions of law.

Article 26. Subcommittees of the Board of Directors

1. The Board of Directors may establish a Subcommittee to be responsible for development policy, human resources, remuneration, internal audit, and risk management.
2. The number of members of the Subcommittee is decided by the Board of Directors with a minimum of three (03) people including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the Subcommittee and one of these members is appointed as Head of the Subcommittee according to the decision of the Board of Directors.
3. The activities of the Subcommittee must comply with the regulations of the Board of Directors. Resolutions of the Subcommittee are only effective when a majority of members attend and vote to pass at the Subcommittee meeting.
4. The implementation of decisions of the Board of Directors or of the Subcommittees under

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the Board of Directors must comply with current legal regulations and regulations in the Company Charter and Internal Regulations on Corporate Governance.

Article 27. Selection, appointment and dismissal of the person in charge of corporate governance

1. Standards for Corporate Governance Officers

Corporate Governance Officer Not concurrently working for an approved auditing organization that is auditing the Company's financial statements.

2. Appointment of Corporate Governance Officer

The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently hold the position of Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

3. Cases of dismissal of the Company's Chief Executive Officer

The Board of Directors may remove the Company's Chief Executive Officer when necessary, but not in violation of current labor laws.

4. Notice of appointment and dismissal of the person in charge of corporate governance

Notification of appointment and dismissal of the Company's Chief Executive Officer shall be made in accordance with the provisions of the Company's Charter and securities laws.

5. Rights and obligations of the Company's Administrator

- a) Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;
- b) Prepare meetings of the Board of Directors, Supervisory Board and General Meeting of Shareholders as requested by the Board of Directors or Supervisory Board;
- c) Advice on meeting procedures;
- d) Attend meetings;
- e) Consulting on procedures for preparing resolutions of the Board of Directors in accordance with legal regulations;
- f) Provide financial information, copies of Board of Directors meeting minutes and other information to Board of Directors and Supervisory Board members;
- g) Monitor and report to the Board of Directors on the Company's information disclosure activities;
- h) Act as a point of contact with stakeholders;
- i) Keep information confidential according to the provisions of law and the Company Charter;
- j) Other rights and obligations as prescribed by law and the Company Charter.

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CHAPTER IV BOARD OF SUPERVISION

Article 28. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Law on Enterprises, the Company Charter and the following rights and obligations:

1. Propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; decide on the approved auditing organization to inspect the Company's operations, and dismiss the approved auditor when deemed necessary.
2. Be responsible to shareholders for its monitoring activities.
3. Monitor the Company's financial situation, compliance with the law in the activities of Board of Directors members, General Director, and other managers.
4. Ensure coordination of activities with the Board of Directors, General Director and shareholders.
5. In case of detecting any violation of the law or the Company Charter by a member of the Board of Directors, the General Director and other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and take measures to remedy the consequences.
6. Develop the Board of Supervisors' operating regulations and submit them to the General Meeting of Shareholders for approval.
7. Report at the General Meeting of Shareholders as prescribed in Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law.
8. Have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to visit the workplace of the Company's managers and employees during working hours.
9. Has the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company.
10. Other rights and obligations as prescribed by law and the Company Charter.

Article 29. Rights and Responsibilities of Board of Supervisors

1. Members of the Board of Supervisors have the rights prescribed by the Law on Enterprises, relevant laws and the Company Charter, including the right to access information and documents related to the company's operations. Members of the Board of Directors, the General Director and other executives of the enterprise are responsible for providing timely and complete information upon request of members of the Board of Supervisors.
2. Members of the Board of Supervisors have the following responsibilities:
 - a) Comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders and professional ethics in performing assigned rights and obligations.
 - b) Perform assigned rights and obligations honestly, carefully and to the best of our ability to

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ensure the maximum legitimate interests of the Company.

- c) Be loyal to the interests of the Company and shareholders; do not abuse position, title and use information, know-how, business opportunities, other assets of the Company for personal gain or to serve the interests of other organizations or individuals.
- d) Other obligations as prescribed by the Law on Enterprises and the Company Charter.
- e) In case of violation of the provisions in points a, b, c and d of this clause causing damage to the Company or others, the member of the Board of Supervisors shall be personally or jointly liable for compensating for such damage. Income and other benefits that the member of the Board of Supervisors obtains due to the violation must be returned to the Company.
- f) In case a member of the Board of Supervisors is found to have violated the rights and obligations assigned to him/her, a written notice must be sent to the Board of Supervisors, requesting the violator to stop the violation and remedy the consequences.

Article 30. Board of Supervisors

- 1. The term and number of members of the Company's Board of Supervisors are prescribed in Clause 1, Article 37 of the Company's Charter.
- 2. Members of the Board of Supervisors must meet the standards and conditions prescribed in Article 169 of the Law on Enterprises and not fall into the following cases:
 - a) Work in the accounting and finance department of the Company;
 - b) Be a member or employee of an independent auditing firm that audits the Company's financial statements for the previous three (03) years.

Article 31. Nomination, candidacy, election, dismissal and removal of members of the Board of Supervisors

- 1. Nominate, run for membership of the Board of Supervisors

Shareholders or groups of shareholders holding 10% or more of total common shares have the right to run for election and nominate candidates for the Board of Supervisors, specifically as follows:

 - a) A shareholder or group of shareholders holding from 10% to less than 20% of the total number of common shares of the Company may nominate one (01) candidate;
 - b) Shareholders or groups of shareholders holding from 20% to less than 30% of the total common shares of the Company may nominate a maximum of two (02) candidates;
 - c) Shareholders or groups of shareholders holding from 30% to less than 40% of the total common shares of the Company may nominate up to three (03) candidates;
 - d) A shareholder or group of shareholders holding from 40% to less than 50% of the total number of common shares of the Company may nominate a maximum of four (04) candidates;
 - e) A shareholder or group of shareholders holding from 50% to less than 60% of the total common shares of the Company may nominate a maximum of five (05) candidates;
 - f) Shareholders or groups of shareholders holding from 60% to less than 70% of the total common shares of the Company may nominate up to six (06) candidates;

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- g) A shareholder or group of shareholders holding from 70% to 80% of the total number of common shares of the Company may nominate a maximum of seven (07) candidates;
 - h) A shareholder or group of shareholders holding from 80% to less than 90% of the total number of common shares of the Company may nominate a maximum of eight (08) candidates;
 - i) A shareholder or group of shareholders holding 90% or more of the total number of common shares of the Company may nominate nine (09) candidates.
2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, according to the provisions of Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Supervisors shall introduce additional candidates or organize nominations according to the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors according to the provisions of law.
3. How to introduce candidates for Board of Supervisors
- a) In case the candidates for the Board of Supervisors have been identified, the Company must publish information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting.
 - b) Candidates for the Board of Supervisors must have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Supervisors.
 - c) Information relating to the candidates for the Board of Supervisors to be published includes:
 - i) Full name, date of birth;
 - ii) Professional qualifications;
 - iii) Work process;
 - iv) Other management positions (including positions on the Board of Supervisors of other companies);
 - v) Interests related to the Company and its related parties;
 - vi) Other information (if any);
 - vii) The Company must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Supervisors, other management positions and the interests related to the Company of the candidate for the Board of Supervisors (if any).
4. How to elect members of the Board of Supervisors
- Voting to elect members of the Board of Supervisors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Supervisors and shareholders have the right to accumulate all or part of their total votes for

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one or several candidates. The elected members of the Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company's Charter.

5. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on the majority principle. The Supervisory Board must have more than half of its members permanently residing in Vietnam. The Head of the Supervisory Board must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major related to the business activities of the enterprise.
6. A member of the Board of Supervisors shall be dismissed in the following cases:
 - a) No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2, Article 30 of this Regulation;
 - b) Have a resignation letter and it is accepted;
 - c) Other cases as prescribed by law and the Company Charter.
7. A member of the Board of Supervisors shall be dismissed in the following cases:
 - a) Failure to complete assigned tasks or work;
 - b) Failure to exercise one's rights and obligations for six (06) consecutive months, except in cases of force majeure;
 - c) Repeated and serious violations of the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
 - d) Other cases as decided by the General Meeting of Shareholders.
8. Notice of change, appointment, dismissal, removal of members of the Board of Supervisors
The Company must disclose information in accordance with the provisions of the law on securities when changing, appointing new members, reappointing, or dismissing members of the Board of Supervisors; or receiving a resignation letter from the Board of Supervisors.

Article 32. Board of Supervisors Meeting

1. The Board of Supervisors must meet at least two (02) times a year and the meeting is held when two-thirds (2/3) or more of the Board of Supervisors members attend the meeting.
2. Minutes of the Supervisory Board meeting are detailed and clear. The person taking the minutes and the Supervisory Board members attending the meeting must sign the meeting minutes.
3. Minutes of meetings of the Board of Supervisors must be kept to determine the responsibilities of each member of the Board of Supervisors.
4. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of approved auditing organizations to attend and answer questions that need to be clarified.

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Article 33. Salary, remuneration and other benefits of members of the Board of Supervisors

1. Members of the Board of Supervisors are paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.
2. Members of the Supervisory Board are reimbursed for their meals, accommodation, travel, and independent consulting services at reasonable rates. The total remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. The salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses according to the provisions of the law on corporate income tax, other relevant legal provisions and must be recorded as a separate item in the Company's annual financial statements.

**CHAPTER V
CHIEF EXECUTIVE OFFICER**

Article 34. Roles, responsibilities, rights and obligations of the General Director;

1. The General Director is the person who runs the daily business operations of the Company in accordance with the provisions of law, the Company's Charter, the labor contract signed with the Company and the resolutions and decisions of the Board of Directors.
2. The General Director has the following rights and obligations:
 - a) Decide on matters related to the Company's daily business that are not under the authority of the Board of Directors, including signing financial and commercial contracts on behalf of the Company, organizing and operating the Company's daily business activities. according to best management practices;
 - b) Organize the implementation of resolutions and decisions of the Board of Directors;
 - c) Organize the implementation of the Company's business plan and investment plan;
 - d) Proposing organizational structure plan and internal management regulations of the Company;
 - e) Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors;
 - f) Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director;
 - g) Labor recruitment;
 - h) Propose plans to pay dividends or handle business losses;
 - i) Propose the number and business executives that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations and propose remuneration, salary and other benefits for business executives for the Board of Directors to decide;

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- j) On December 31 of each year, submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five (05) year financial plan;
- k) Prepare the Company's long-term, annual and quarterly budgets (hereinafter referred to as the budgets) to serve the Company's long-term, annual and quarterly management activities according to the business plan. The annual budget (including the balance sheet, income statement and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;
- l) Other rights and obligations as prescribed by law, the Company's Charter, the Company's internal regulations, resolutions of the Board of Directors, and labor contracts signed with the Company.
- m) The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these levels when requested.

Article 35. Appointment, dismissal, signing and termination of contract with the General Director

1. Term of office, qualifications and conditions of the General Director
The term of office of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The appointment may expire based on the provisions of the employment contract.
2. Standards and conditions of General Director
The General Director must not be a person prohibited by law from holding this position and must meet the standards and conditions prescribed by law and the Company's Charter.
3. Appoint and sign labor contract with General Director
The Board of Directors appoints one (01) member of the Board of Directors or hires another person as the General Director of the Company; signs a contract specifying remuneration, salary and other benefits.
4. Dismissal, termination of labor contract with General Director
The Company's Board of Directors may dismiss the General Director when the majority of the Board members with voting rights present at the meeting agree and appoint a new General Director to replace him.
5. Notice of appointment, dismissal, contract signing, contract termination for General Director
Notice of election, dismissal and removal of the General Director shall be in accordance with the provisions of the Company Charter and the provisions of law on enterprises and securities.
6. The salary and other benefits of the General Director are paid according to the following provisions:
 - a) The CEO is paid a salary, bonus and other benefits.

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- b) The General Director's salary and bonus are decided by the Board of Directors.
- c) The salary, bonus and other benefits of the General Director are included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

CHAPTER VI

OTHER ACTIVITIES

Article 36. Coordination of activities between the Board of Directors and the Board of Supervisors

1. The Board of Directors and the Board of Supervisors coordinate closely and regularly to exercise their rights and duties as prescribed in the Company Charter and current laws.
2. Responsibilities of the Board of Directors in coordination with the Board of Supervisors
 - a) The Chairman of the Board of Directors invites the Board of Supervisors to attend all meetings of the Board of Directors.
 - b) Meeting invitations and accompanying documents are sent to the Supervisors at the same time as they are sent to the members of the Board of Directors;
 - c) All resolutions, decisions of the Board of Directors and documents of general administrative nature issued by the Board of Directors shall be sent to the Board of Supervisors within the time limit prescribed in this Regulation and the Company Charter;
 - d) When the Board of Supervisors proposes to select an independent Auditor, the Board of Directors must respond according to internal regulations;
 - e) Other contents requiring the opinion of the Board of Supervisors must be submitted within the prescribed time limit and the Board of Supervisors is responsible for responding within the prescribed time limit.
3. Responsibilities of the Board of Supervisors in coordination with the Board of Directors
 - a) Regularly inform the Board of Directors about the performance results, consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;
 - b) In addition to periodic reports, members of the Supervisory Board have the right to request the Board of Directors to provide information and documents on the Company's administration, management and business activities at any time. The process and time limit for provision are in accordance with the provisions of law and the Company's internal regulations.
 - c) In meetings of the Board of Supervisors, the Board of Supervisors has the right to request members of the Board of Directors (at the same time requesting the General Director and independent auditors) to attend and answer issues of concern to the Supervisors;
 - d) The periodic and unscheduled inspections of the Board of Supervisors must have written conclusions (no later than 15 working days from the date of completion of the inspection) sent to the Board of Directors to provide additional basis to assist the Board of Directors in

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the management of the Company. The Board of Supervisors may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;

- e) In case the Supervisory Board discovers any violations of the law or the Company's Charter by members of the Board of Directors, the Supervisory Board shall notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and take remedial measures. At the same time, the Supervisory Board shall be responsible for reporting to the General Meeting of Shareholders and reporting and disclosing information in accordance with current laws;
- f) For recommendations related to the Company's operations and finances, the Board of Supervisors must send them in writing and relevant documents at least 15 working days before the expected date of receiving feedback;
- g) Other matters requiring the Board of Directors' approval must be submitted at least 7 working days in advance and the Board of Directors will respond within 7 working days.

Article 37. Coordination between the Board of Directors and the General Director

1. The Board of Directors, based on its functions, tasks and powers, determines policies, orientations and governance regulations as a basis for the General Director to implement business activities; at the same time, approves business plans, plans, reports and proposals submitted by the General Director under the Board of Directors' authority to consider and decide.
2. The Board of Directors shall prescribe the information/reporting regime as a basis for grasping the Company's operational situation and making decisions; the General Director shall be responsible for maintaining the information and reporting regime to the Board of Directors in a timely, complete, and accurate manner, creating favorable conditions for the Board of Directors to grasp the Company's operational situation.
3. The General Director is responsible for managing the work according to the provisions of the Charter, Resolutions, authorization/assignment/direction of the Board of Directors/Chairman of the Board of Directors, in accordance with the provisions of law.
4. In case the General Director does not agree with the Resolution/Decision of the Board of Directors, the General Director has the right to discuss and reserve opinions but must still comply with/implement the direction of the Board of Directors.
5. For the organization of the annual General Meeting of Shareholders, the Board of Directors must notify the General Director of the coordination and use of resources within a reasonable time limit as prescribed in the Company Charter.
6. The Board of Directors decides to reward or discipline the General Director for completing or not completing the implementation of resolutions and other matters authorized by the Board of Directors.

Article 38. Coordination between the Board of Supervisors and the General Director

1. In meetings of the Board of Supervisors, the Board of Supervisors has the right to request the General Director (or at the same time request members of the Board of Directors and independent auditors) to attend and answer issues of concern to the Supervisors;
2. The periodic and unscheduled inspections of the Board of Supervisors must have written

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conclusions (no later than 15 working days from the date of completion of the inspection) sent to the General Director to have additional basis to assist the General Director in the management and operation of the Company. Depending on the level and results, the Board of Supervisors may consult the General Director before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;

3. In case the Board of Supervisors discovers any violations of the law or the Company's Charter by members of the Board of Directors, the Board of Supervisors shall notify in writing the Board of Directors and the General Director within 48 hours, requesting the violator to stop the violation and take measures to remedy the consequences. At the same time, the Board of Supervisors shall be responsible for reporting to the General Meeting of Shareholders and reporting and disclosing information in accordance with current laws;
4. The Controller has the right to request the General Director to facilitate access to records and documents related to the Company's business activities at the Company's Head Office or where the records are stored;
5. For information, documents on management, business operations and business situation reports, financial reports, written requests from the Board of Supervisors must be sent to the Company. at least 48 hours in advance. The Board of Supervisors shall not use information that has not been permitted to be published by the Company or disclose it to others to carry out related transactions .

Article 39. Regulations on annual assessment of rewards and disciplinary actions for members of the Board of Directors, members of the Board of Supervisors, General Director and other business executives

The annual assessment of rewards and disciplinary actions for members of the Board of Directors, members of the Board of Supervisors, the General Director and other business executives is carried out in accordance with the regulations on rewards and disciplinary actions issued by the Company from time to time.

**CHAPTER VII
EFFECTIVENESS**

Article 40. Effective Date

1. The Internal Regulations on Corporate Governance of BV LIFE Joint Stock Company include 7 Chapters and 40 Articles and take effect from April 24, 2025.
2. This regulation is the sole and official of the Company.
3. Copies or extracts of the Internal Regulations on Corporate Governance are valid when signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

**ON BEHALF OF THE BOD
CHAIRMAN OF THE BOARD OF DIRECTORS**

LUU VU TRUONG DAM



BV LIFE JOINT STOCK COMPANY



DRAFT

**REGULATIONS ON THE OPERATION OF
THE BOARD OF DIRECTORS**

(2nd Amendment)

Hanoi, April 2025

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TEXT REVISION TRACKING TABLE

No.	Time modify	Modified date (dd/mm/yyyy)	Modified content	Page	Reformist	The reviewer
01	00	08/08/2008	First issue			
02	01	30/03/2021	1st Amendment			
03	02	24/04/2025	2nd Amendment			

Title	Edit/Revise	Review	Chairman of the Board (<i>approve</i>)
Sign			
Full name			Luu Vu Truong Dam


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- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of provisions on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of organization and operation of BV LIFE Joint Stock Company;
- Pursuant to Resolution of the General Meeting of Shareholders No. 01/2025/NQ/DHDCD-BVLIFE dated April 24, 2025;

The Board of Directors promulgates the Regulations on the Operation of the Board of Directors of BV LIFE Joint Stock Company.

The Regulations on the Operation of the Board of Directors of BV LIFE Joint Stock Company include the following contents:

Chapter I. GENERAL REGULATIONS

Article 1. Scope of regulation and applicable subjects

Directors' operating regulations stipulate the organizational structure, personnel, operating principles, powers and obligations of the Board of Directors and members of the Board of Directors to operate in accordance with the provisions of the Enterprise Law, the Company Charter and other relevant legal provisions.

2. Applicable subjects: This Regulation applies to the Board of Directors , members of the Board of Directors , and the General Director (in case the Board of Directors authorizes the Board of Directors to exercise the rights and obligations of the Board of Directors).

Article 2. Operating principles of the Board of Directors

1. The Board of Directors operates on the principle of collective responsibility. Members of the Board of Directors are individually responsible for their work and jointly responsible before the General Meeting of Shareholders and before the law for the resolutions and decisions of the Board of Directors regarding the development of the Company.

2. The Board of Directors assigns responsibility to the General Director to organize and implement the resolutions and decisions of the Board of Directors .

Chapter II . MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have full rights as prescribed by the Law on Securities, relevant laws and the Company's Charter, including the right to be provided with information and documents on the financial situation and business activities of the Company and of the units within the Company.

2. Members of the Board of Directors have obligations as prescribed in the Company Charter and the following obligations:

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- a) Perform their duties honestly and carefully for the best interests of shareholders and the Company;
 - b) Fully attend meetings of the Board of Directors and give opinions on issues discussed;
 - c) Timely and fully report to the Board of Directors on remuneration received from Subsidiaries, Affiliates and other organizations;
 - d) Report to the Board of Directors at the most recent meeting on transactions between the Company, Subsidiaries, and other Companies in which the Company controls 50% or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between the Company and Companies in which members of the Board of Directors are founding members or business managers within the last 3 years before the transaction date, and disclose information when trading the Company's shares in accordance with the provisions of law.
3. The Company's independent Board of Directors must prepare an evaluation report on the Board of Directors' performance .

Article 4. Right to information provision of Board of Directors members

1. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and of units within the Company.
2. The manager is required to promptly, fully and accurately provide information and documents as requested by the Board of Directors members. The order and procedures for requesting and providing information are prescribed in the Company Charter.

Article 5. Term and number of members of the Board of Directors

1. The Company's Board of Directors has from 03 to 11 members. The specific number of Board of Directors members is specified in the Company's Charter.
2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a Company for no more than 02 consecutive terms.
3. In case all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work , unless otherwise provided in the Company Charter.
4. The Company Charter specifically stipulates the number, rights, obligations, organization and coordination of activities of independent members of the Board of Directors.

Article 6. Standards and conditions for members of the Board of Directors

1. Members of the Board of Directors must meet the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises ;
 - b) Have professional qualifications and experience in business administration or in the Company's business fields, industries and professions and do not necessarily have to be a shareholder of the Company .
 - c) A member of the Board of Directors of a Company may concurrently be a member of the Board of Directors of another company, but may only concurrently be a member of the Board of Directors at a maximum of 05 other companies;

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d) Other standards and conditions specified in the Company Charter (if any).

2. Independent members of the company's Board of Directors must meet the following standards and conditions :

a) Not being a person currently working for the Company, the Parent Company or a Subsidiary of the Company; not being a person who has worked for the Company, the Parent Company or a Subsidiary of the Company for at least the previous 03 consecutive years;

b) Not being a person receiving salary or remuneration from the Company, except for allowances that Board of Directors members are entitled to according to regulations;

c) Not being a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Company; is a manager of the Company or a subsidiary of the Company;

d) Not directly or indirectly owning at least 01% of the total voting shares of the Company;

d) Not a person who has been a member of the Board of Directors or Supervisory Board of the Company for at least the previous 5 consecutive years, except in the case of being appointed for 2 consecutive terms;

e) Other standards and conditions according to the Company Charter.

3. An independent member of the Board of Directors must notify the Board of Directors of the fact that he/she no longer meets the standards and conditions specified in Clause 2 of this Article and is automatically no longer an independent member of the Board of Directors from the date of non-fulfillment of the standards and conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect additional or replace an independent member of the Board of Directors within 06 months from the date of receipt of the notice of the relevant independent member of the Board of Directors.

Article 7. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among the members of the Board of Directors.

2. The Chairman of the Board of Directors of the Company may not concurrently hold the position of General Director.

3. The Chairman of the Board of Directors has the following rights and obligations:

a) Develop programs and plans for the Board of Directors' activities;

b) Prepare agenda, content, and documents for meetings; convene, chair and preside over meetings of the Board of Directors;

c) Organize the adoption of resolutions and decisions of the Board of Directors;

d) Supervise the implementation of resolutions and decisions of the Board of Directors;

e) Chair the General Meeting of Shareholders;

f) Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter (if any).

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4. In case the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or dismissal. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors according to the principles stipulated in the Company Charter. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility, has escaped from his/her place of residence, has limited or lost civil capacity, has difficulty in cognition , controlling his/her behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

5. When deemed necessary, the Board of Directors shall decide to appoint a Company Secretary . The Company Secretary shall have the following rights and obligations:

- a) Support the organization in convening meetings of the General Meeting of Shareholders and the Board of Directors; record meeting minutes;
- b) Support Board members in performing assigned rights and obligations;
- c) Support the Board of Directors in applying and implementing corporate governance principles;
- d) Support the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;
- e) Other rights and obligations as prescribed in the Company Charter (if any).

Article 8. Dismissal, removal, replacement and addition of members of the Board of Directors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Not meeting the standards and conditions prescribed in Article 155 of the Law on Enterprises ;
- b) Have a resignation letter and it is accepted;
- c) Other cases specified in the Company Charter.

2. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Not participating in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- b) Other cases specified in the Company Charter.

3. When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors, except in the cases specified in Clause 1 and Clause 2 of this Article.

4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

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a) The number of members of the Board of Directors is reduced by more than one-third compared to the number prescribed in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;

b) Except for the cases specified in Point a and Point b of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed at the most recent meeting.

Article 9. Method of electing, dismissing and removing members of the Board of Directors

1. A shareholder or group of shareholders owning 10% or more of the total number of common shares or a smaller percentage as prescribed in the Company's Charter has the right to nominate a person to the Board of Directors. Unless otherwise provided in the Company's Charter, the nomination of a person to the Board of Directors shall be carried out as follows:

a) Ordinary shareholders forming a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders specified in this clause has the right to nominate one or several people as decided by the General Meeting of Shareholders as candidates for the Board of Directors . The nomination shall be carried out in accordance with the provisions of the Company's Charter and the Internal Regulations on corporate governance. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough as required in Clause 5, Article 115 of the Law on Enterprises , the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

3. Voting to elect members of the Board of Directors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Board of Directors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria of the election regulations or the Company's Charter.

4. The election, dismissal and removal of members of the Board of Directors shall be decided by the General Meeting of Shareholders according to the voting principle.

Article 10. Notice of election, dismissal and removal of members of the Board of Directors

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1. In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. The Board of Directors candidates must have a written commitment to the honesty and accuracy of the published personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other management positions (including positions on the Board of Directors of other Companies);
- e) Interests related to the Company and its related parties;
- f) Other information (if any) as prescribed in the Company Charter;
- g) Public companies must be responsible for disclosing information about companies in which candidates are holding positions as members of the Board of Directors, other management positions and interests related to the Company of candidates for the Board of Directors (if any).

2. The announcement of the results of the election, dismissal and removal of members of the Board of Directors shall comply with the regulations guiding information disclosure.

Chapter III . BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

- a) Decide on the company's strategy, medium-term development plan and annual business plan;
- b) Propose the type of shares and the total number of shares of each type that can be offered for sale;
- c) Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;
- d) Decide on the selling price of the company's shares and bonds;
- e) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of this Law ;
- f) Decide on investment plans and investment projects within the authority and limits prescribed by law;
- g) Decide on solutions for market development, marketing and technology;

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h) Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the company's most recent financial report, except in cases where the Company's Charter stipulates a different ratio or value and the contract or transaction falls under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of this Law ;

i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the Director or General Director and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of such persons;

j) Supervise and direct the Director or General Director and other managers in the daily business operations of the company;

k) Decide on the organizational structure and internal management regulations of the company, decide on the establishment of subsidiaries, branches, representative offices and on capital contribution and purchase of shares of other enterprises;

l) Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;

m) Submit annual financial reports to the General Meeting of Shareholders;

n) Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;

o) Proposing the reorganization and dissolution of the company; requesting the bankruptcy of the company;

p) Decision to promulgate the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders, decision to promulgate the Operating Regulations of the Audit Committee under the Board of Directors, Regulations on information disclosure of the Company;

q) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.

3. Within the scope of the rights and obligations of the Board of Directors of the Company as prescribed by law, the Company's Charter, and the Board of Directors' Operating Regulations , the Board of Directors may authorize the Chairman of the Board of Directors and the General Director of the Company to exercise one or several rights and obligations of the Board of Directors. The authorization is approved by a Resolution of the Board of Directors. The Chairman of the Board of Directors and the General Director are responsible to the Board of Directors and the law for the implementation of the contents authorized by the Board of Directors. The members of the Board of Directors, through the Resolution of authorization, are jointly responsible for the implementation of the contents authorized by the authorized person.

4. The Board of Directors shall pass resolutions and decisions by voting at meetings, obtaining written opinions or other forms as prescribed by the Company's Charter. Each member of the Board of Directors shall have one vote.

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5. In case a part or the whole of a resolution or decision passed by the Board of Directors is contrary to the provisions of law, resolutions of the General Meeting of Shareholders, or the Company's Charter, causing damage to the Company, the members who agree to pass a part or the whole of such illegal resolution or decision shall jointly bear personal responsibility for such resolution or decision and shall compensate the Company for the damage; members who oppose the passage of the above resolution or decision shall be exempted from liability. In this case, the Company's shareholders have the right to request the Court to suspend or annul the above resolution or decision.

Article 12. Duties and powers of the Board of Directors in approving and signing transaction contracts

1. The Board of Directors approves contracts and transactions with a value of less than 35% or transactions resulting in the total transaction value arising within 12 months from the date of the first transaction having a value of less than 35% of the total asset value recorded in the most recent financial statement or another smaller ratio or value as prescribed in the Company Charter between the Company and one of the following entities:

- a) Members of the Board of Directors, members of the Board of Supervisors, General Director, other managers and related persons of these subjects;
- b) Shareholders, authorized representatives of shareholders owning more than 10% of the total common equity of the Company and their related persons;
- c) Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises

2. The representative of the Company signing a contract or transaction must notify the members of the Board of Directors and members of the Supervisory Board of the entities related to that contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notification, unless the Company Charter stipulates a different time limit; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote.

Article 13. Responsibilities of the Board of Directors in convening extraordinary meetings of the General Meeting of Shareholders

1. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases :

- a) The Board of Directors deems it necessary for the benefit of the Company;
- b) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders or the request must be made in multiple copies and must include sufficient signatures of the relevant shareholders;
- d) At the request of the Board of Supervisors;
- e) Other cases as prescribed by law and the Company Charter.

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2. Unless otherwise provided in the Company Charter, the Board of Directors must convene a meeting. Extraordinary General Meeting of Shareholders within 30 days from the date of the number of members The Board of Directors or the remaining members of the Supervisory Board are less than the minimum number of members as prescribed in the Company Charter or receive the request specified in Point c and Point d, Clause 1 of this Article .

3. The person convening the General Meeting of Shareholders must perform the following tasks:

- a) Make a list of shareholders entitled to attend the meeting;
- b) Providing information and resolving complaints related to the list of shareholders;
- c) Prepare meeting agenda and content;
- d) Prepare documents for the meeting;
- e) Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting; List and details of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;
- f) Determine the appropriate time and place;
- g) Send meeting invitations to each shareholder entitled to attend the meeting in accordance with the provisions of the Law on Enterprises;
- h) Other work serving the meeting.

Article 14. Subcommittees assisting the Board of Directors

1. The Board of Directors may establish a Subcommittee to be in charge of development policy . human resources, compensation, internal audit , risk management. Number of members of The Subcommittee is decided by the Board of Directors and has at least 03 members, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the Subcommittee and one of these members is appointed as Head of the Subcommittee according to the decision of the Board of Directors. The activities of the Subcommittee must comply with the regulations of the Board of Directors. Resolutions of the Subcommittee are only effective when the majority of members attend and vote for approval at the meeting of the Subcommittee.

2. The implementation of decisions of the Board of Directors or of the Subcommittees under the Board of Directors must comply with current legal regulations and regulations in the Company Charter and Internal Regulations on Corporate Governance.

Article 14. Subcommittees assisting the Board of Directors.

1. The Board of Directors may establish a subcommittee to be responsible for development policies, personnel, remuneration, internal audit, and risk management. The number of members of the subcommittee shall be decided by the Board of Directors, with a minimum of 03 people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be effective when a majority of members attend and vote for them at the subcommittee meeting.

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2. The implementation of decisions of the Board of Directors or of subcommittees under the Board of Directors must comply with current legal regulations and provisions in the Company Charter and Internal Regulations on Corporate Governance.

Chapter IV . BOARD OF DIRECTORS MEETING

Article 15. Board of Directors Meeting

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select one of them to convene the meeting of the Board of Directors.

2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:

- a) At the request of the Board of Supervisors or an independent member of the Board of Directors;
- b) At the request of the General Director or at least 05 other managers;
- c) Requested by at least 02 members of the Board of Directors;
- d) Other cases (if any).

4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the request specified in Clause 3 of this Article. In case the meeting of the Board of Directors is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation at least 03 working days before the meeting date . The meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the members' voting ballots.

Notice of Board of Directors' meeting may be sent by invitation, telephone, fax, electronic means or other methods as prescribed in the Company's Charter and guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.

In case of emergency, a Board of Directors meeting may be held immediately upon approval and attendance of all (100%) Board members.

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the members of the Supervisory Board as to the members of the Board of Directors.

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Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be held when at least 3/4 of the total number of members attend the meeting. In case the meeting convened in accordance with the provisions of this clause does not have the required number of members, it shall be convened for the second time within 07 days from the date of the first scheduled meeting . In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attend and vote directly at the meeting;
- b) Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting via mail, fax, or email;
- e) Sending ballots by other means .

10. In case of sending the ballot to the meeting by mail, the ballot must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The ballot may only be opened in the presence of all attendees.

11. A meeting of the Board of Directors may be held by way of a video conference between members of the Board of Directors when all or some of the members are in different locations, provided that each member attending the meeting is able to:

- a) Listen to each other member of the Board of Directors speaking at the meeting;
- b) Address all other members present simultaneously. Discussions between members may be conducted directly by telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be deemed to be "present" at that meeting. The location of a meeting held under this provision shall be the location where the majority of the members of the Board of Directors are present, or the location where the Chairman of the meeting is present.
- c) Decisions passed in telephone meetings are properly organized and conducted, effective immediately upon the end of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

12. Board members must attend all Board meetings. Board members may authorize others to attend meetings and vote if approved by a majority of Board members.

13. Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting. In case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

14. Resolutions in the form of written opinions are passed on the basis of the approval of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and value as a resolution passed at a meeting.

Article 16. Minutes of Board of Directors meeting

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1. Board of Directors meetings must be recorded in minutes and may be recorded, recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- a) Name, head office address, business registration number;
- b) Time and place of meeting;
- c) Purpose, agenda and content of the meeting;
- d) Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;
- d) Issues discussed and voted on at the meeting;
- e) Summarize the opinions of each member attending the meeting in the order of the meeting;
- g) Voting results, clearly stating the members who approve, disapprove and have no opinion;
- h) The matter passed and the corresponding percentage of votes passed;
- i) Full name and signature of the chairman and the person taking the minutes, except for the case specified in Clause 2 of this Article.

2. In case the chair or the minute taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting sign them and they contain all the contents as prescribed in points a, b, c, d, dd, e, g and h, Clause 1 of this Article, the minutes shall be valid.

3. The chairman, the minute taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes.

4. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.

5. Minutes drawn up in Vietnamese and in a foreign language have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.

Chapter V. REPORTING AND DISCLOSURE OF BENEFITS

Article 17. Annual report submission

1. At the end of the fiscal year, the Board of Directors must submit to the General Meeting of Shareholders the following report:

- a) Report on the Company's business results;
- b) Financial statements;
- c) Report on evaluation of the Company's management and operation;
- d) Audit report of the Board of Supervisors.

2. The reports specified in Points a, b and c, Clause 1 of this Article must be sent to the Board of Supervisors for appraisal at least 30 days before the opening date of the annual General Meeting of Shareholders unless otherwise provided in the Company's Charter.

3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervisors and the audit report must be kept at the Company's head office at least 10 days before the opening date of the annual General Meeting of Shareholders unless the Company's Charter

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stipulates a longer period. Shareholders who have continuously owned shares of the Company for at least 01 year have the right to directly review the reports specified in this Article, either by themselves or together with a lawyer, accountant or auditor with a practicing certificate.

Article 18. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board of Directors members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors holding an executive position or a member of the Board of Directors serving on subcommittees of the Board of Directors or performing other tasks beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses they have incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.
6. The Company may purchase liability insurance for members of the Board of Directors after approval by the General Meeting of Shareholders. This insurance does not include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 19. Disclosure of related interests

The disclosure of the Company's interests and related persons shall be carried out in accordance with the following provisions:

1. Members of the Company's Board of Directors must declare to the Company their related interests, including:
 - a) Name, enterprise code, head office address, business lines of the enterprise in which they own capital contributions or shares; ratio and time of ownership of such capital contributions or shares;
 - b) Name, enterprise code, head office address, business lines of the enterprise whose related persons jointly own or separately own capital contribution or shares of more than 10% of charter capital.
2. The declaration specified in Clause 1 of this Article must be made within 07 working days from the date of arising of related interests; any amendment or supplement must be notified to the Company within 07 working days from the date of such amendment or supplement.

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3. Members of the Board of Directors, acting on their own behalf or on behalf of others, to perform work in any form within the scope of the Company's business or on behalf of the Company must explain the nature and content of that work to the Board of Directors and may only perform it with the approval of the majority of the remaining members of the Board of Directors; if performed without declaration or without the approval of the Board of Directors, all income derived from that activity shall belong to the Company.

Chapter VI . RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 20. Relationship between members of the Board of Directors

1. The relationship between members of the Board of Directors is a cooperative relationship. Members of the Board of Directors are responsible for informing each other about related issues in the process of handling assigned work.

2. In the process of handling work, the member of the Board of Directors assigned with primary responsibility must proactively coordinate to handle any issues related to the field under the responsibility of another member of the Board of Directors. In case there are different opinions among the members of the Board of Directors, the member with primary responsibility shall report to the Chairman of the Board of Directors for consideration and decision according to his/her authority or organize a meeting or seek opinions from the members of the Board of Directors according to the provisions of law, the Company's Charter and this Regulation.

3. In case of reassignment between members of the Board of Directors, the members of the Board of Directors must hand over the work, records and related documents. This handover must be made in writing and reported to the Chairman of the Board of Directors about such handover.

Article 21. Relationship with the Executive Board

In its governance role, the Board of Directors issues resolutions for the General Director and the executive apparatus to implement. At the same time, the Board of Directors inspects and supervises the implementation of the resolutions.

Article 22. Relationship with the Board of Supervisors or Audit Committee

1. The relationship between the Board of Directors and the Supervisory Board or the Audit Committee is a cooperative relationship. The working relationship between the Board of Directors and the Supervisory Board or the Audit Committee is based on the principles of equality and independence, and at the same time, close coordination and mutual support in the performance of duties.

2. Upon receiving the inspection reports or summary reports from the Board of Supervisors or the Audit Committee , the Board of Directors is responsible for studying and directing relevant departments to develop plans and promptly implement corrections.

Chapter VII . IMPLEMENTATION PROVISIONS

Article 23. Effective Date

1. The Regulations on the Operation of the Board of Directors of BV LIFE Joint Stock Company include 7 chapters and 23 articles and take effect from April 24, 2025.

2. During implementation, the Board of Directors has the right to propose amendments and supplements to these Regulations for the General Meeting of Shareholders' consideration in

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compliance with the law, the Company's Charter, and in alignment with the Company's actual business operations.

ON BEHALF OF THE BOD
CHAIRMAN OF THE BOARD OF DIRECTORS

LUU VU TRUONG DAM



BV LIFE JOINT STOCK COMPANY




Draft

**REGULATIONS ON THE OPERATION OF THE
BOARD OF SUPERVISORS**

(2nd Amendment)

Hanoi, April 2025

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No.	Time modify	Modified date (dd/mm/yyyy)	Modified content	Page	Reformist	The reviewer
01	00	18/09/2009	First issue			
02	01	30/03/2021	1st Amendment			
03	02	24/04/2025	2nd Amendment			

Title	Edit/Revise	Review	Head of Supervisory Board (approve)
Sign			
Full name			Vu Thi Ha




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- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of BV LIFE Joint Stock Company.

The Board of Supervisors hereby promulgates the Regulations on the Operation of the Board of Supervisors of BV LIFE Joint Stock Company.

The Regulations on the Operation of the Board of Supervisors of BV LIFE Joint Stock Company include the following provisions:

Chapter I. GENERAL PROVISIONS

Article 1. Scope of regulation and applicable subjects

1. Scope of regulation: The operating regulations of the Board of Supervisors stipulate the organizational structure, personnel, standards, conditions, rights and obligations of the Board of Supervisors and members of the Board of Supervisors according to the provisions of the Law on Enterprises, the Company Charter and other relevant regulations.
2. Applicable subjects: The operating regulations of the Board of Supervisors are applied to the Board of Supervisors and its members.


Article 2. Operating principles of the Board of Supervisors

The Board of Supervisors operates on a collective basis. Members of the Board of Supervisors are individually responsible for their work and jointly responsible to the General Meeting of Shareholders and before the law for the work and decisions of the Board of Supervisors.

Chapter II . MEMBERS OF THE SUPERVISORY BOARD (SUPERVISORY MEMBERS)

Article 3. Rights, obligations and responsibilities of members of the Board of Supervisors

1. Comply with the law, Company charter, resolutions of the General Meeting of Shareholders and professional ethics in exercising assigned rights and obligations.
2. Exercise assigned rights and obligations honestly, carefully and to the best of our ability to ensure the maximum legitimate interests of the Company.
3. Be loyal to the interests of the Company and shareholders; do not abuse your position, title, or use information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals.
4. Other obligations as prescribed by the Law on Enterprises and the Company Charter.

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5. In case of violation of provisions in clauses 1, 2, 3 and 4 of this Article causing damage to the Company or others, members of the Board of Supervisors shall be personally or jointly liable for compensation for such damage. Income and other benefits that members of the Board of Supervisors obtain due to the violation must be returned to the Company.

6. In case a member of the Supervisory Board is found to have violated the rights and obligations assigned to him/her, a written notice must be sent to the Supervisory Board, requesting the violator to stop the violation and remedy the consequences.

Article 4. Term and number of members of the Board of Supervisors

1. The Board of Supervisors has 03 members, the term of office of a member of the Board of Supervisors does not exceed 05 years and can be re-elected with an unlimited number of terms.

2. Members of the Board of Supervisors do not necessarily have to be shareholders of the Company.

3. The Board of Supervisors must have more than half of its members permanently residing in Vietnam.

4. In case the term of a member of the Board of Supervisors ends at the same time and a new term member of the Board of Supervisors has not been elected, the expired term member of the Board of Supervisors shall continue to exercise his/her rights and obligations until a new term member of the Board of Supervisors is elected and takes office.

Article 5. Standards and conditions for members of the Board of Supervisors


1. Members of the Board of Supervisors must meet the following standards and conditions:

- a) Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
- b) Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the Company's business activities;
- c) Not being a family relative of a member of the Board of Directors, General Director and other managers;
- d) Not being a manager of the Company, not necessarily being a shareholder or employee of the Company, unless otherwise provided in the Company Charter;
- d) Not allowed to work in the accounting and finance department of the Company;
- e) Not be a member or employee of an auditing organization approved to audit the Company's financial statements in the previous 3 consecutive years;
- g) Other standards and conditions as prescribed by other relevant laws and the Company Charter.

2. In addition to the standards and conditions specified in Clause 1 of this Article and the Company Charter, members of the Board of Supervisors of a public company as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises must not be family members of the Company's business managers and parent companies; representatives of the enterprise's capital, representatives of state capital at the parent company and at the Company.

Article 6. Head of the Board of Supervisors

1. The Head of the Board of Supervisors must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration or a

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major related to the Company's business activities, unless the Company's Charter stipulates other, higher standards.

2. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal and removal are based on the majority principle.

3. The rights and obligations of the Head of the Board of Supervisors are stipulated in the Company Charter.

Article 7. Nomination and candidacy for members of the Board of Supervisors

1. A shareholder or group of shareholders owning 10% or more of the total number of common shares or a smaller percentage as prescribed in the Company Charter has the right to nominate a person to the Board of Supervisors. Unless otherwise provided in the Company Charter, the nomination of a person to the Board of Supervisors shall be carried out as follows:

a) Ordinary shareholders forming a group to nominate candidates for the Board of Supervisors must notify the shareholders attending the meeting of the group formation before the opening of the General Meeting of Shareholders;


b) Based on the number of members of the Supervisory Board, the shareholder or group of shareholders specified in this clause has the right to nominate one or several people as prescribed in the Company Charter as candidates for the Supervisory Board. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as prescribed in the Company Charter, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board and other shareholders.

2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough as required in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Supervisors shall introduce additional candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the provisions of law.

Article 8. Method of electing, dismissing and removing members of the Board of Supervisors

1. The election, dismissal and removal of members of the Board of Supervisors are under the authority of the General Meeting of Shareholders.

2. Voting to elect members of the Board of Supervisors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Supervisors and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company Charter.

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Article 9. Cases of dismissal and removal of members of the Board of Supervisors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Supervisors in the following cases:

- a) No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Article 169 of the Law on Enterprises and Clause 2, Article 36 of the Company Charter;
- b) Have a resignation letter and it is accepted;
- c) Other cases as prescribed in the Company Charter.

2. The General Meeting of Shareholders shall dismiss a member of the Board of Supervisors in the following cases:


- a) Failure to complete assigned tasks and work;
- b) Failure to exercise one's rights and obligations for 06 consecutive months, except in cases of force majeure;
- c) Repeatedly and seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises, the Company Charter and the Company's Internal Governance Regulations;
- d) Other cases according to the resolution of the General Meeting of Shareholders.

Article 10. Notice of election, dismissal and removal of members of the Board of Supervisors

1. In case the candidates for the Board of Supervisors have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. The candidates for the Board of Supervisors must have a written commitment to the honesty and accuracy of the personal information disclosed and must commit to performing their duties honestly, carefully and in the best interests of the company if elected as a member of the Board of Supervisors. Information related to the candidates for the Board of Supervisors to be disclosed includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other management positions;
- d) Benefits related to the Company and its related parties;
- e) Other information (if any) as prescribed in the Company Charter;
- g) The Company must be responsible for disclosing information about the companies in which the candidate holds management positions and the interests related to the Company of the candidate for the Board of Supervisors (if any).


2. The announcement of the results of the election, dismissal and removal of members of the Board of Supervisors shall comply with the regulations guiding information disclosure.

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Chapter III . BOARD OF SUPERVISION

Article 11. Rights, obligations and responsibilities of the Board of Supervisors

1. The Board of Supervisors supervises the Board of Directors, Director or General Director in the management and operation of the company.
2. Check the reasonableness, legality, honesty and level of prudence in management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial reporting.
3. Assess the completeness, legality and truthfulness of the company's business situation report, annual and 6-month financial reports, and the Board of Directors' management assessment report and submit the assessment report at the annual General Meeting of Shareholders. Review contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions that require approval by the Board of Directors or the General Meeting of Shareholders.
4. Review, inspect and evaluate the effectiveness and efficiency of the company's internal control, internal audit, risk management and early warning systems.
5. Review the company's accounting books, accounting records and other documents, the company's management and operations when deemed necessary or in accordance with the resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of this Law .
6. Upon request by a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of this Law , the Board of Supervisors shall conduct an inspection within 07 working days from the date of receipt of the request. Within 15 days from the date of completion of the inspection, the Board of Supervisors shall report on the issues requested for inspection to the Board of Directors and the requesting shareholder or group of shareholders. The inspection by the Board of Supervisors as prescribed in this Clause shall not impede the normal operations of the Board of Directors and shall not disrupt the business operations of the company.
7. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure for management, supervision, and operation of the company's business activities.
8. When discovering that a member of the Board of Directors, Director or General Director violates the provisions of Article 165 of this Law, it is necessary to immediately notify the Board of Directors in writing, request the violator to stop the violation and take measures to remedy the consequences.
9. Attend and participate in discussions at the General Meeting of Shareholders, Board of Directors and other meetings of the company.
10. Use independent consultants and the company's internal audit department to perform assigned tasks.
11. The Board of Supervisors may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders.
12. Examine each specific issue related to the management and operation of the Company as requested by shareholders.

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13. Request the Board of Directors to convene an extraordinary meeting of the General Meeting of Shareholders.

14. Replace the Board of Directors to convene the General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises.

15. Request the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

16. Review, extract, copy part or all of the declared content of the List of related persons and related interests declared as prescribed in Clause 1 and Clause 2, Article 164 of the Law on Enterprises.

17. Propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; approved auditing organizations to inspect the Company's activities when deemed necessary.

18. Be responsible to shareholders for its monitoring activities.

19. Monitor the Company's financial situation and compliance with the law by members of the Board of Directors, General Director, and other managers in their activities.

20. Ensure coordination of activities with the Board of Directors, General Director and shareholders.

case of detecting any violation of the law or violation of the Company Charter by a member of the Board of Directors, the General Director and other business executives, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and take measures to remedy the consequences.

22. Develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

23. Witness the Board of Directors organizing the vote counting and preparing the vote counting minutes if requested by the Board of Directors in case of collecting shareholders' opinions in writing to pass the resolution of the General Meeting of Shareholders.

24. The Head of the Supervisory Board shall preside over the General Meeting of Shareholders to elect a meeting chairman in the event that the Chairman is absent or temporarily unable to work and the remaining members of the Board of Directors cannot elect a chairperson. In this case, the person with the highest number of votes shall chair the meeting.


25. Exercise other rights and obligations as prescribed by the Law on Enterprises, the Company Charter and the Resolution of the General Meeting of Shareholders.

Article 12. The right to information of the Board of Supervisors

1. Documents and information must be sent to members of the Supervisory Board at the same time and in the same manner as to members of the Board of Directors, including:

a) Meeting invitation, voting form for Board of Directors members and accompanying documents;

b) Resolutions, decisions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;

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c) Report of the General Director submitted to the Board of Directors or other documents issued by the Company.

2. Members of the Board of Supervisors have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to visit the workplace of the Company's managers and employees during working hours.

3. The Board of Directors, members of the Board of Directors, the General Director, and other managers must provide complete, accurate, and timely information and documents on the management, operations, and business activities of the Company upon request of members of the Supervisory Board or the Supervisory Board.

Article 13. Responsibilities of the Board of Supervisors in convening extraordinary meetings of the General Meeting of Shareholders

1. The Board of Supervisors is responsible for replacing the Board of Directors in convening the General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene the General Meeting of Shareholders in the following cases:

a) The number of remaining members of the Board of Directors and Board of Supervisors is less than the number of members prescribed by law;

b) At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises ;

c) When there is a request to convene an extraordinary meeting of the General Meeting of Shareholders by the Board of Supervisors but the Board of Directors does not implement it, unless otherwise provided in the Charter.

2. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Board of Supervisors must compensate the Company for any damages arising.

3. The costs of convening and conducting the General Meeting of Shareholders as prescribed in Clause 1 of this Article will be reimbursed by the Company.

Chapter IV . SUPERVISORY BOARD MEETING


Article 14. Meeting of the Board of Supervisors

1. The Board of Supervisors must meet at least two (02) times a year, with the number of members attending the meeting being at least two-thirds (2/3) of the total number of members of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the Board of General Directors and representatives of approved auditing organizations to attend and answer questions that need to be clarified.

Article 15. Minutes of the Board of Supervisors meeting

Minutes of the Supervisory Board meetings are detailed and clear. The person taking the minutes and the Supervisory Board members attending the meeting must sign the minutes of the meeting. Minutes of the Supervisory Board meetings must be kept to determine the responsibilities of each member of the Supervisory Board.

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Chapter V. REPORTING AND DISCLOSURE OF BENEFITS

Article 16. Annual report submission


The Reports of the Board of Supervisors at the Annual General Meeting of Shareholders include the following contents:

1. Report on the Company's business results, on the performance of the Board of Directors and the Board of General Directors to submit to the General Meeting of Shareholders for approval at the annual General Meeting of Shareholders.
2. Self-assessment report on the performance of the Board of Supervisors and members of the Board of Supervisors.
3. Remuneration, operating expenses and other benefits of the Board of Supervisors and each member of the Board of Supervisors.
4. Summary of meetings of the Board of Supervisors and conclusions and recommendations of the Board of Supervisors; results of monitoring the Company's operations and finances.
5. Report on the assessment of transactions between the Company, subsidiaries, other companies in which the Company controls more than fifty percent (50%) of the charter capital with members of the Board of Directors, the Board of General Directors and related persons of such members; transactions between the Company and companies in which members of the Board of Directors are founding members or business managers within the last 3 years prior to the time of the transaction.
6. Results of supervision of the Board of Directors, General Director and other business executives.
7. Results of the assessment of the coordination of activities between the Board of Supervisors, the Board of Directors, the General Director and shareholders.
8. Propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; approved auditing organizations to inspect the Company's activities when deemed necessary.

Article 17. Salary and other benefits

Unless otherwise provided in the Company Charter, salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors shall be implemented according to the following provisions:

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salaries, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.
2. Members of the Supervisory Board shall be paid for their meals, accommodation, travel, and independent consulting services at reasonable rates. The total remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses according to the provisions of the law on corporate income tax, other relevant legal provisions and must be recorded as a separate item in the Company's annual financial statements.

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Article 18. Disclosure of related interests

1. Members of the Company's Board of Supervisors must declare to the Company their related interests, including:

a) Name, enterprise code, head office address, business lines of the enterprise in which they own or own capital contributions or shares; ratio and time of ownership or ownership of such capital contributions or shares;

b) Name, enterprise code, head office address, business lines of the enterprise in which their related persons own, jointly own or separately own capital contributions or shares of more than 10% of the charter capital.

2. The declaration as prescribed in Clause 1 of this Article must be made within 07 working days from the date of arising of related interests; any amendment or supplement must be notified to the Company within 07 working days from the date of the corresponding amendment or supplement.

3. Members of the Board of Supervisors and their related persons may only use information obtained through their positions to serve the interests of the Company.

4. Members of the Supervisory Board are obliged to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, other companies in which the Company controls more than fifty percent (50%) of the charter capital with members of the Supervisory Board or with related persons of members of the Supervisory Board in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

5. Members of the Board of Supervisors and their related persons shall not use or disclose to others inside information to carry out related transactions.

Chapter VI . RELATIONSHIP OF THE BOARD OF SUPERVISION

Article 19. Relationship between members of the Board of Supervisors


The members of the Board of Supervisors have an independent relationship, are not dependent on each other, but coordinate and collaborate in common work to ensure good implementation of the responsibilities, rights and duties of the Board of Supervisors according to the provisions of law and the Company's Charter. The Head of the Board of Supervisors is the person who coordinates the common work of the Board of Supervisors but does not have the right to control the members of the Board of Supervisors.

Article 20. Relationship with the Executive Board

The Board of Supervisors has an independent relationship with the Company's Board of Directors and is the unit that performs the function of supervising the Board of Directors' activities.

Article 21. Relationship with the Board of Directors

The Board of Supervisors has an independent relationship with the Company's Board of Directors and is the unit that performs the function of supervising the Board of Directors' activities.

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Chapter VII . AMENDMENT, SUPPLEMENT, REPLACEMENT OF THE REGULATIONS ON THE OPERATION OF THE SUPERVISORY BOARD

Article 2 2. Amendment , supplement and replacement of the Operating Regulations of the Board of Control

1. Amendments, supplements and replacements of this Charter will be considered and decided by the Company's General Assembly.
2. In case the provisions of law or the Company Charter related to the Company's Board of Supervisors have not been mentioned in this Charter or in case there are new provisions of law or the Company Charter that are different from the provisions in this Charter, the provisions of law or the Company Charter shall naturally be applied and regulate the activities of the Company's Board of Supervisors.

Chapter VIII . IMPLEMENTATION PROVISIONS

Article 23. Effective Date

1. The Regulations on the Operation of the Board of Supervisors of BV LIFE Joint Stock Company consist of 8 chapters, 23 articles and take effect from April 24, 2025.
2. These Regulations were approved by the General Meeting of Shareholders of BV LIFE Joint Stock Company on April 24, 2025.

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD OF
SUPERVISORS**

VU THI HA

No. 4.9./2025/TTr/HĐQT-BV LIFE

Date: 01/04/2025

PROPOSAL

Re: Approval of changing business lines and amending the Company Charter

Respectfully submit to: 2025 Annual General Meeting of Shareholders of BV Life Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Charter of BV Life Joint Stock Company;
- Pursuant to Submission No. 15/2024/T Tr/HĐQT-BVLIFE dated August 1, 2024 and Submission No. 21//2024/Ttr/HĐQT-BVLIFE dated August 21, 2024 regarding changes in business registration contents approved at the 2nd Extraordinary General Meeting of Shareholders in 2024 of BV LIFE Joint Stock Company;
- Consider the actual situation.

The Board of Directors of BV Life Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the change of business lines in accordance with the law to meet the needs of the Company's production and business activities. Specifically, as follows:

1. Content 1: Changing business lines

1.1 Add the following business lines:

No.	Additional business name	Industry code	Main business lines
1.	Reservation services and support services related to tourism promotion and organization	7990	
2.	Elementary training	8531	
3.	Intermediate training	8532	
4.	College education	8533	
5.	Retail sale of cars (9 seats or less)	4512	
6.	Building a house to live in	4101	
7.	Building a house not for living	4102	
8.	Construction of hydraulic works	4291	
9.	Construction of mining works	4292	
10.	Construction of processing and manufacturing facilities	4293	
11.	Construction of other civil engineering works	4299	
12.	Installation of water supply, drainage, heating and air conditioning systems	4322	
13.	Agent, broker, auction of goods Details: Agent, commodity broker	4610	

	(Excluding auction activities)		
14.	Real estate business, land use rights owned, used or leased Details: Real estate business (Article 9 of the Law on Real Estate Business No. 29/2023/QH15)	6810	
15.	Consulting, brokerage, real estate auction, land use rights auction Detail: - Real estate consulting and management services (Article 67 of the Law on Real Estate Business No. 29/2023/QH15) - Real estate brokerage services (Article 61 of the Law on Real Estate Business No. 29/2023/QH15) (Excluding auction activities)	6820	
16.	Tea production	1076	
17.	Manufacture of cosmetics, soaps, detergents, polishes and toilet preparations Details: Cosmetics production	2023	
18.	Manufacture of other food products n.e.c.	1079	
19.	Wholesale of beverages	4633	
20.	Retail sale of beverages in specialized stores	4723	

1.2 Leave the following business lines:

No.	Business lines and professions are removed from the registered list.	Industry code	Note
1.	Support services related to tourism promotion and organization	7920	
2.	Vocational education	8532	
3.	Retail sale of cars (12 seats or less)	4512	
4.	Construction of all kinds of houses	4100	
5.	Construction of other civil engineering works Details: Construction of industrial works	4290	
6.	Installation of water supply, drainage, heating and air conditioning systems	4322	
7.	Agent, broker, auction Details: Agent, broker	4610	

1.3 Modify the following business lines and industries:

No.	Business name and profession are revised in detail	Industry code	Main business lines
1.	Wholesale of metals and metal ores (Excluding gold bar trading)	4662	
2.	Automobile and other motor vehicle dealers (Excluding auction activities)	4513	
3.	Sale of spare parts and accessories for automobiles and other motor vehicles (Excluding auction activities)	4530	
4.	Motorcycle for sale (Excluding auction activities)	4541	
5.	Wholesale of automobiles and other motor vehicles Details: Wholesale of automobiles and other motor vehicles, new and used (Excluding auction activities)	4511	

1.4. List of business lines of the Company after change. Details:

No.	Name of industry, business	Industry code	Main business lines
1.	Food Wholesale	4632	
2.	Other education not elsewhere classified Details: Teaching foreign languages and teaching conversation skills; Organizing vocational training: carpentry, masonry, welding, iron, mechanics - steel structure, electricity, aluminum and glass, machine operation; industrial sewing, fashion design, domestic help, nursing; bridge and tunnel workers, mining workers, shipbuilding (Enterprises only operate after being permitted by competent State agencies);	8559	
3.	Other remaining business support service activities not elsewhere classified - Import and export of company's products	8299	
4.	Organization of trade introduction and promotion	8230	
5.	Casting iron and steel	2431	
6.	Wholesale of metals and metal ores (Excluding gold bar trading)	4662	

7.	Wholesale of other construction materials and installation equipment	4663	
8.	Wholesale other household items Details: Wholesale of household electrical appliances, lamps and electric lighting sets	4649	
9.	Labor supply and management Details: Service activities sending workers to work abroad	7830	
10.	Wholesale of other machinery, equipment and spare parts Details: Wholesale of electrical machinery, equipment, electrical materials (generators, electric motors, wires and other equipment used in electrical circuits); Wholesale of machinery, equipment and spare parts for mining and construction; Wholesale of office machinery, equipment and spare parts; Wholesale of means of transport except cars, motorcycles, bicycles, motorbikes; Wholesale of robots in automatic production lines; Wholesale of wires, switches and other installation equipment for industrial purposes; Wholesale of other electrical materials such as electric motors, transformers.	4659	X
11.	Manufacture of other products of wood; manufacture of products of bamboo, cork, straw and plaiting materials	1629	
12.	Manufacture of plywood, veneer, laminated wood and other thin boards	1621	
13.	Construction wood products manufacturing	1622	
14.	Wooden packaging production	1623	
15.	Wholesale of automobiles and other motor vehicles Details: Wholesale of new and used cars and other motor vehicles (Excluding auction activities)	4511	
16.	Automobile and other motor vehicle dealers (Excluding auction activities)	4513	
17.	Mechanical processing; metal treatment and coating	2592	
18.	Sale of spare parts and accessories for automobiles and other motor vehicles (Excluding auction activities)	4530	
19.	Motorcycle for sale (Excluding auction activities)	4541	
20.	Electrical installation	4321	
21.	Installation of other building systems	4329	
22.	Construction completion	4330	
23.	Other specialized construction activities	4390	
24.	Wholesale of agricultural machinery, equipment and spare parts	4653	
25.	Financial service support activities not elsewhere classified	6619	

	Details: Receive investment capital trust from domestic and foreign organizations and individuals (only operate when meeting all conditions as prescribed by law)		
26.	Wholesale of agricultural and forestry raw materials (except wood, bamboo) and live animals	4620	
27.	Other retail in general merchandise stores Details: Supermarket and shopping center business	4719	
28.	Retail sale of food in specialized stores	4722	
29.	Retail sale of food, beverages, cigarettes, tobacco in mobile stores or at markets	4781	
30.	Other support services related to transportation Details: Import-export business, freight forwarding, import-export entrustment services, acting as an agent for selling manufactured and consumer goods for domestic and foreign stores.	5229	
31.	Travel agent	7911	
32.	Tour operator	7912	
33.	Reservation services and support services related to tourism promotion and organization	7990	
34.	Elementary training	8531	
35.	Intermediate training	8532	
36.	College education	8533	
37.	Retail sale of cars (9 seats or less)	4512	
38.	Building a house to live in	4101	
39.	Building a house not for living	4102	
40.	Construction of hydraulic works	4291	
41.	Construction of mining works	4292	
42.	Construction of processing and manufacturing facilities	4293	
43.	Construction of other civil engineering works	4299	
44.	Installation of water supply, drainage, heating and air conditioning systems	4322	
45.	Agent, broker, auction of goods Details: Agent, commodity broker (Excluding auction activities)	4610	
46.	Real estate business, land use rights owned, used or leased Details: Real estate business (Article 9 of the Law on Real Estate Business No. 29/2023/QH15)	6810	
47.	Consulting, brokerage, real estate auction, land use rights auction Detail:	6820	

	- Real estate consulting and management services (Article 67 of the Law on Real Estate Business No. 29/2023/QH15) - Real estate brokerage services (Article 61 of Real Estate Business Law No. 29/2023/QH15) (Excluding auction activities)		
48.	Tea production	1076	
49.	Manufacture of cosmetics, soaps, detergents, polishes and toilet preparations Details: Cosmetics production	2023	
50.	Manufacture of other food products n.e.c.	1079	
51.	Wholesale of beverages	4633	
52.	Retail sale of beverages in specialized stores	4723	

2. Content 2: Amendment and supplement to the company charter

2.1. The Charter is amended and supplemented in accordance with the content of the Company's business registration changes in accordance with the provisions of law. Amend Clause 1, Article 4 (Business lines of the Company)

2.2. Amend the content in Clause 1, Article 22 of the Company Charter as follows:

Content before revision	Content after revision
1. The Board of Directors has the right to obtain written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.	<p>1. The annual general meeting of shareholders shall not be held in the form of collecting written opinions. In other cases, the resolutions of the general meeting of shareholders may be passed by voting at the meeting or by collecting written opinions of shareholders. If the Board of Directors does not decide on another form of approval, the resolutions of the general meeting of shareholders on the following issues shall be given priority to be passed by voting at the general meeting of shareholders:</p> <ul style="list-style-type: none"> a) Amendments and supplements to the contents of the Company Charter; b) Company development orientation; c) Types of shares and total number of shares of each type; d) Election, dismissal, removal of members of the Board of Directors and the Supervisory Board; đ) Reorganization and dissolution of the company. <p>At any time, when deemed necessary for the benefit of the Company, the Board of Directors has the right to obtain written opinions of shareholders to pass resolutions of the General Meeting of Shareholders on all of the above issues.</p>

3. Content of Authorization for Implementation

To ensure flexibility and effectiveness in the process of implementing and carrying out the content of the above Proposal, the General Meeting of Shareholders authorizes:

- Authorizes the Board of Directors to decide to amend, supplement, and adjust the plan to change business lines and the Company's Charter, ensuring that it is consistent with the content of the Proposal approved by the General Meeting of Shareholders. The Board of Directors is also authorized to decide to edit all relevant documents and legal procedures related to the notification of changes in business lines and professions; changes in business registration contents according to the provisions of law.
- Authorizes the Company's Legal Representative to organize the implementation of procedures for notifying changes in business lines and professions; changes in business registration contents at competent state agencies.

Respectfully submit to the 2025 Annual General Meeting of Shareholders of BV Life Joint Stock Company to consider and vote to approve the contents of the Proposal!

Best regards!

Recipient:

- As above;
- Save BOD Assistant Office.

CHAIRMAN OF BOARD OF
DIRECTORS



Luu Vu Truong Dam



No: 1.19/2025/TTr/HĐQT-BV LIFE

Date: ...1...4.../2025

SUBMISSION

Re: Approval of the policy of bidding for the supply of steel, electricity and water supply materials, and equipment of all kinds for the Diamond Hill Thai Nguyen Project

Respectfully submit to : 2025 Annual General Meeting of Shareholders of BV Life Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- Pursuant to the Law on Securities 2019 and implementing documents;
- Pursuant to the Charter of organization and operation of BV LIFE Joint Stock Company ;
- Based on the Company's production and business plan.

The Board of Directors of BV Life Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the policy of bidding for the supply of steel, electricity, water supply and drainage materials and various equipment for the Diamond Hill Thai Nguyen Project . Specifically as follows:

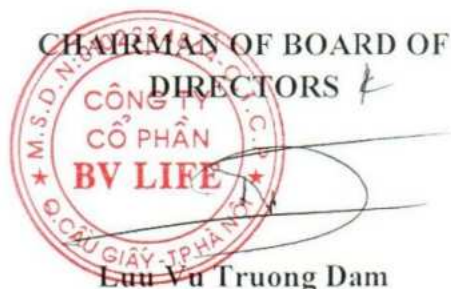
1. Job: Providing construction steel, electrical supplies, water supply and drainage supplies, communications and various equipment for Diamond Hill Thai Nguyen Project located at Hoang Van Thu Ward, Thai Nguyen City;
 - + Total estimated value: 210 billion VND;
 - + Implementation period: from May 2025 to June 2027;
 - + Partner: BV Land Joint Stock Company located at No. 92 Truc Khe Street, Lang Ha Ward, Dong Da District, Hanoi City, Vietnam;
2. The General Meeting of Shareholders assigned Mr. Luu Vu Truong Dam - Chairman of the Board of Directors and legal representative to sign and carry out necessary procedures including bidding, negotiation, signing and organizing the implementation of the contract (if winning the bid). Mr. Luu Vu Truong Dam is entitled to authorize another person to sign the contract in accordance with the provisions of the Company Charter and current laws.

Respectfully submit!

Recipient:

- As Dear ;
- Save: BOD Assistant Office.

**CHAIRMAN OF BOARD OF
DIRECTORS**



Luu Vu Truong Dam

Hanoi, 01/04/2025

**WORKING REGULATIONS
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
OF BV LIFE JOINT STOCK COMPANY**

Base:

- Pursuant to the Enterprise Law No. 59/2021/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and implementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and implementing documents;
- Pursuant to the Charter of organization and operation of BV LIFE Joint Stock Company;
- Pursuant to the Internal Regulations on Corporate Governance of BV LIFE Joint Stock Company.

Objectives of the Regulations:

- Ensure the principles of publicity, fairness and democracy;
- Facilitate the organization and conduct of the 2025 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company (AGM).

The Organizing Committee would like to report to the General Meeting of Shareholders to approve the Working Regulations at the General Meeting as follows:

I. ORDER OF THE AGM

1. When entering the General Meeting room, shareholders must sit in the correct position or area as instructed by the General Meeting Organizing Committee, and comply with the seating arrangement of the Organizing Committee.
2. No private conversations or use of mobile phones during the AGM. All mobile phones must be turned off or on silent mode.
3. Shareholders/shareholder representatives are responsible for attending the General Meeting of Shareholders from the beginning of the meeting until the end of the meeting and exercising their voting rights/obligations on all matters submitted to the General Meeting for approval. In case any shareholder/shareholder representative, due to force majeure, must leave the meeting before the end of the General Meeting, that shareholder/shareholder representative is responsible for contacting the Organizing Committee to send his/her written opinions on the matters to be voted on at the General Meeting. In case a shareholder/shareholder representative leaves the meeting before the end of the General Meeting without notifying the Organizing Committee or without returning the voting ballot on the matters of the General Meeting, that shareholder/shareholder representative is considered to have not attended the General Meeting (for the matters on which that shareholder/shareholder representative did not vote).



II. CONDITIONS FOR CONDUCTING A SHAREHOLDERS' MEETING

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting (in person or by proxy) represents more than 50% of the total number of votes of the Company.
2. In case there is not enough number of delegates required within thirty (30) minutes from the time of setting the opening of the meeting, the convener shall cancel the meeting. The second General Meeting of Shareholders must be convened within thirty (30) days from the date of the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be held when there are shareholders attending the meeting (in person or by proxy) representing 33% or more of the total number of votes of the Company.
3. In case the second general meeting cannot be held due to the lack of sufficient delegates within thirty (30) minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders shall be convened within twenty (20) days from the scheduled date of the second general meeting and in this case the General Meeting shall be held regardless of the total number of votes of the attending shareholders and shall be considered valid and shall have the right to decide all matters expected to be approved at the first General Meeting of Shareholders.

III. VOTING ON ISSUES AT THE AGM

1. Subjects eligible to vote

Shareholders or authorized representatives of shareholders owning shares with voting rights (according to the List of securities owners compiled by Vietnam Securities Depository (VSD) under Last registration date 28/3/2025 to directly attend the General Meeting of Shareholders .

2. Voting principles

All agenda items at the General Meeting must be approved through direct voting. Each shareholder or shareholder representative is provided with a Voting Card and Voting Form, which includes the Attendance Code, the number of votes allocated to the shareholder, and bears the official seal of BV LIFE Joint Stock Company.

Shareholders are considered to be in attendance and eligible to vote at the General Meeting of Shareholders in the following circumstances:

- a) Attend and vote directly at the meeting;
- b) Authorize other individuals and organizations to attend and vote at the meeting;
- c) Send voting ballots to the meeting via mail, fax, or email.

3. How to vote

- Shareholders/shareholder representatives vote on each issue by voting directly at the General Meeting under the direction of the Chairman by raising the Voting Card and writing the Voting Card.
- In case of a difference in voting results between the method of raising the Voting Card and recording the Voting Card, the voting results at the General Meeting of Shareholders shall

be determined according to the method of recording the Voting Card collected at the General Meeting.

3.1. Voting by raising Voting Card

Shareholders/shareholder representatives vote by raising their Voting Cards (Agree/Disagree/No opinion) for each content. When voting, shareholders/shareholder representatives raise their Voting Cards when asked by the Chairman. Under the direction of the Chairman, shareholders/shareholder representatives with "Agree" will raise their Voting Cards first, followed by shareholders/shareholder representatives with "Disagree" or "No opinion" will raise their Voting Cards in turn.

3.2. Voting by Voting Form:

- Each content on the Voting Form has 03 boxes for shareholders to choose voting opinions including:
 - + "Agree" voting box;
 - + "Disapprove" voting box;
 - + "No opinion" voting box.

When voting on each content, shareholders/shareholder representatives attending the meeting express their voting opinions ("Agree" or "Disagree" or "No opinion") by marking "X" or "√" in 01 of 03 voting boxes of the voting content, signing and clearly stating their full name on the Voting Form to submit to the Vote Counting Committee. Invalid voting content is content for which the shareholder/shareholder representative does not mark any voting box or marks more than one voting box for the same voting content. If a valid voting form has one or several invalid voting contents, the remaining valid contents will still be counted in the voting results for that valid content.

- Voting begins when the Chairman of the meeting or the representative of the Ballot Counting Committee gives the signal and ends when the Ballot Counting Committee collects all the Ballots of shareholders/shareholder representatives attending the meeting or after 15 (fifteen) minutes from the time the Chairman declares the start of the voting time, whichever comes first.
- In case the shareholder/shareholder representative requests to exchange the Voting Form due to being torn, damaged, or accidentally writing additional symbols on the Voting Form, if the shareholder/shareholder representative has not voted and the voting time has not expired, the shareholder/shareholder representative has the right to meet directly with the Ballot Counting Committee to return the received Voting Form to exchange for a new Voting Form to ensure the rights of the shareholder/shareholder representative. The Ballot Counting Committee collects the old Voting Forms and sends them back to the Chairman of the meeting.
- The Ballot Counting Committee is tasked with collecting, counting, and tabulating voting ballots, as well as preparing the minutes of the voting results and presenting them to the

AGM. The Committee will address and resolve any complaints about the voting results promptly during the AGM.

4. Voting cases are considered invalid:

4.1. Voting by Voting Card

- Shareholders/shareholder representatives do not raise their voting cards in all three votes of “Agree,” “Disagree” or “No opinion” on the same issue.
- Shareholders/shareholder representatives raise the Voting Card more than once when voting on an issue.

4.2. Voting by Ballot

- Voting ballots do not follow the Company's prescribed form or do not have the Company's seal.
- The erased ballot makes it impossible to clearly determine the voting intention of the shareholder/shareholder representative on the corresponding voted content.
- Voting ballot without signature of shareholder/shareholder representative.
- The ballot does not contain information about the shareholder/shareholder representative.
- In case a voting content has two or more voting options, the shareholder/shareholder representative chooses to agree with both or more than two voting options.
- If a voting content contains 02 different voting opinions (“Agree”, “Disagree” or “No opinion”) or no voting opinion is selected, the voting part for that content will be considered invalid.
- In case a Voting Form has multiple voting contents, if one or more voting contents are invalid, only that voting content will be considered invalid and will not affect the validity of other voting contents in that Voting Form.

5. Conditions for approval of issues for shareholders' opinions at the General Meeting

- 5.1. Each share of a shareholder/shareholder representative attending the meeting and exercising voting rights at the General Meeting will have one vote.
- 5.2. Except for the issues specified in Section 5.3 and Section 5.4 below, the decision of the General Meeting of Shareholders is approved at the meeting when it is approved by the number of shareholders (directly or through proxy) representing more than 50% of the total number of votes of all shareholders/shareholder representatives attending and voting at the meeting.
- 5.3. For the decision of the General Meeting of Shareholders on (i) types of shares and total number of shares of each type; (ii) change of business lines and fields; (iii) change of the Company's management structure; (iv) investment projects or sale of assets with a value of 35% or more of the total value of assets recorded in the Company's most recent financial statements; (v) reorganization or dissolution of the Company: it shall be approved at the meeting when it is approved by the number of shareholders (directly or through

authorization) representing 65% or more of the total number of votes of all shareholders/shareholder representatives attending and voting at the meeting.

- 5.4. Opposite to with the approval of the Proposal on contracts and transactions between the Company and the subjects as prescribed in Article 167 of the Law on Enterprises 2020 and Article 293 of Decree No. 155/2020/ND-CP under the decision-making authority of the General Meeting of Shareholders: shareholders with interests related to the parties in the contract or transaction do not have the right to vote. The Proposal is approved at the meeting when it is approved by the number of shareholders (directly or through proxy) representing 65% or more of the total number of votes of all shareholders/shareholder representatives attending, having the right to vote on this content and voting at the meeting.

IV. SPEECH AT THE AGM

1. Principle:

Shareholders or shareholder representatives attending the General Meeting who wish to speak must register their speech content using the Speech Registration Form provided by the Organizing Committee or raise their Voting Cards to request permission to speak and receive approval from the Chairman. The Speech Registration Form will be distributed to each shareholder or shareholder representative upon arrival at the General Meeting. Shareholders or shareholder representatives submit the Speech Registration Form to the General Meeting Secretariat during the meeting or during breaks. To maintain order during discussions at the General Meeting, shareholders or shareholder representatives who register to speak using the Registration Form will be given priority to speak first, followed by those who raise their Voting Cards, speaking in turn as arranged by the Chairman.

2. Guidelines for Speaking:

Shareholders or shareholder representatives who wish to speak must ensure:

- Speeches should be concise and focused on key points that need to be discussed, in accordance with the approved agenda of the General Meeting. If proposed opinions are complex and require significant time to present, shareholders may submit them in writing to the Organizing Committee at least 2 days prior to the General Meeting.
- Do not reiterate issues that have already been addressed.
- Do not propose matters within the authority of the Board of Directors.
- Do not propose issues that are outside the authority or beyond the approved AGM Agenda.
- Proposed content must not violate the law, relate to personal matters, or exceed the business's authority to be effectively implemented.
- The Chairman will arrange for shareholders/shareholder representatives to speak in the order of registration and simultaneously answer questions from shareholders/shareholder representatives. The Chairman of the Meeting has the right to remind or request shareholders/shareholder representatives to focus on the key content to speak, thereby saving time and ensuring the quality of discussion.

V. RIGHTS AND RESPONSIBILITIES OF THE CHAIRMAN

1. Conduct the AGM in accordance with the agenda and regulations approved by the AGM. The chairman works according to the principle of democratic centralism and makes decisions by majority vote.
2. Guide the AGM to discuss and vote on issues on the AGM agenda and related issues throughout the AGM.
3. The Chairman is empowered to take necessary steps to ensure the General Meeting is conducted in a reasonable and orderly fashion, in accordance with the approved program and reflecting the will of the majority of attending shareholders or shareholder representatives.
4. The chair has the right to:
 - Require all shareholders/shareholder representatives attending the meeting to be subject to inspection or other security measures;
 - Request competent authorities to maintain order at the meeting; expel shareholders/shareholder representatives who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting, or do not comply with security check requirements from the General Meeting of Shareholders.
5. The Chairman has the right to postpone the General Meeting of Shareholders with a sufficient number of shareholders or shareholder representatives registered to attend as prescribed to another time or change the meeting location in the following cases:
 - The meeting venue does not have sufficient seating for all attending shareholders or shareholder representatives.
 - The communication facilities at the meeting venue do not ensure that attending shareholders or shareholder representatives can participate, discuss, and vote.
 - There are attendees who obstruct or disrupt the meeting, posing a risk of preventing it from being conducted fairly and legally.

The maximum postponement period shall not exceed 03 working days from the scheduled opening date of the meeting.
6. Resolve other issues that arise during the AGM.

VI. RESPONSIBILITIES OF THE AGM SECRETARY

1. Record the entire content of the AGM in a complete and truthful manner, covering all matters that have been approved by the AGM or are noted for further consideration during the AGM.
2. Drafting the Minutes of the and Resolutions on issues approved at the AGM.

VII. RESPONSIBILITIES OF THE VOTE COUNTING COMMITTEE

1. Participate in welcoming and guiding shareholders to seat arrangement.
2. Determine the results of shareholders' voting on issues approved at the General Meeting.
3. Promptly notify the Secretariat of the voting results.
4. Organize vote counting, prepare minutes of vote counting and announce voting results of the General Meeting of Shareholders.

5. Review and report to the AGM for decision on cases of violations of voting rules or complaints about voting at the AGM.

VIII. MINUTES AND RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS

All proceedings and discussions at the Shareholders' Meeting must be accurately recorded by the Meeting Secretary in the Minutes of the Shareholders' Meeting.

The minutes and resolutions of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Above are the entire Working Regulations of the 2025 Annual General Meeting of Shareholders of BV LIFE Joint Stock Company.

Respectfully submit to the AGM for consideration and approval.

**CHAIRMAN OF BOARD OF
DIRECTORS**



LUU VU TRUONG DAM

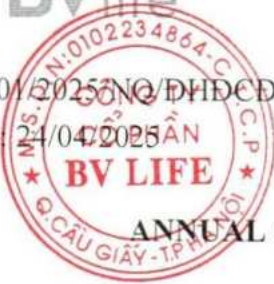




No: 01/2025/NO/DHDCD-BVLIFE

Date: 24/04/2025

DRAFT



RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
BV JOINT STOCK COMPANY LIFE

- Pursuant to the Law on Enterprises 2020 and implementing documents;
- BV LIFE Joint Stock Company;
- Pursuant to the Minutes of the General Meeting of Shareholders No. 01/2025/DHDCD-BVLIFE dated April 24, 2025 of BV LIFE Joint Stock Company;
- To deploy, carry out work.

RESOLUTION:

Article 1. Approve the following contents:

1. **Contents 1.** Report on business performance in 2024 and business plan in 2025. Details in the attached report. Including some key indicators as follows:

No.	Contents	Results 2024	Plan 2025
1	Sales and service revenue	58,714,086,272	171,009,135,543
2	Total accounting profit before corporate income tax	4,479,367,335	7,710,143,128
3	Profit after corporate income tax	3,558,285,096	6,168,114,503



2. **Content 2.** Report to the Board of Directors on 2024 performance results and 2025 performance plan. Details in the attached Report.
3. **Content 3.** Report on the activities of the Board of Supervisors in 2024 and the operation plan for 2025. Details in the attached Report.
4. **Content 4.** Proposal for approval of the 2024 audited financial statements. Details in the attached Proposal.
5. **Content 5.** Proposal for approval of the final settlement of salaries, remuneration, and allowances of the Board of Directors and the Supervisory Board in 2024 and the Plan for salaries, remuneration, and allowances of the Board of Directors and the Supervisory Board in 2025. Details in the attached Proposal.
6. **Content 6.** Proposal for approval of the plan for setting up funds and distributing profits in 2024 and the plan for distributing profits in 2025. Details in the attached Submission
7. **Content 7.** Proposal for approval of selection of audit unit for 2025 financial statements. Details in the attached Proposal.
8. **Content 8.** Proposal for approval of promulgate the Internal Regulations on Corporate Governance, Regulations on the Organization and Operation of the Board of Supervisors, and Regulations on the Operation of the Board of Directors (amended for the second time). Details in the attached Proposal.
9. **Content 9.** Proposal for approval of changing business lines and amending the Company Charter. Details in the attached Proposal.

10. **Content 10.** Proposal for approve of the bidding policy for supplying steel, power supply materials, water supply and drainage, and various equipment for the Diamond Hill Thai Nguyen Project. Details in the attached Proposal.

Article 2. Implementation provisions :

The General Meeting of Shareholders unanimously assigned the Board of Directors of BV LIFE Joint Stock Company to direct the Board of Directors and specialized Departments to implement the Resolution of the General Meeting on the basis of compliance with the law and the Company's Charter.

This Resolution is made in 01 (one) original copy, including 02 (two) pages at 11:00 a.m. on April 24 , 2025, and the original copy is stored at BV LIFE Joint Stock Company./.

Recipient :

- Board members;
- General Director;
- Company departments;
- Save: HR Dept.;
- Attached: Reports, Proposal.

ON BEHALF GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF BOARD OF DIRECTORS

LUU VU TRUONG DAM

