

CÔNG TY CỔ PHẦN CHỨNG KHOÁN BIDV
BIDV SECURITIES JOINT STOCK COMPANY

Số: 431 /BSC-CBTT

No: 431 /BSC-CBTT

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

Hà Nội, ngày 18 tháng 4 năm 2025

Hanoi, April 18, 2025

CÔNG BỐ THÔNG TIN BẤT THƯỜNG

EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi/To: - Ủy Ban Chứng khoán Nhà nước

- State Securities Commission of Vietnam

- Sở Giao dịch Chứng khoán Việt Nam/Sở Giao dịch Chứng khoán TP HCM/Sở Giao dịch Chứng khoán Hà Nội

- Vietnam Exchange/Ho Chi Minh Stock Exchange/Hanoi Stock Exchange

1. Tên tổ chức/Name of organization: Công ty Cổ phần Chứng khoán BIDV/BIDV Securities Joint Stock Company

Mã chứng khoán/Mã thành viên/Stock code/Broker code: BSI/002

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2. Nội dung thông tin công bố/Contents of disclosure:

Quyết định của Ban Kiểm soát số: 312/QĐ-BSC ngày 18/04/2025 về việc Ban hành Quy chế hoạt động của Ban Kiểm soát.

Decision of the Board of Supervisor No.: 312/QD-BSC dated 18/04/2025 on Promulgation of Operation Regulations of the Board of Supervisors.

3. Thông tin này đã được công bố trên **trang thông tin điện tử của công ty** vào ngày 18/4/2025 tại đường dẫn: <https://www.bsc.com.vn/quan-he-co-dong>

*This information was published on the company's website on April 18, 2025, as in the link:
<https://www.bsc.com.vn/quan-he-co-dong>*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents:

- Văn bản liên quan đến nội dung công bố thông tin/ *Document related to the content of disclosure*

TỔNG GIÁM ĐỐC



NGUYỄN DUY VIỄN

No. 312/QD-BSC

Hanoi, April 18, 2025

DECISION**Re: Promulgation of the Operation Regulation of the Board of Supervisors****BOARD OF SUPERVISORS OF BIDV SECURITIES JOINT STOCK COMPANY***Pursuant to the Charter of BIDV Securities Joint Stock Company;**Pursuant to Resolution No. 01/NQ-DHDCD dated April 18, 2025 of the 2025 Annual General Meeting of Shareholders of BIDV Securities Joint Stock Company.***HEREBY DECIDES:**

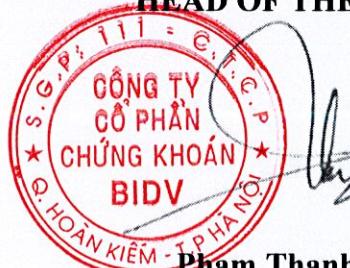
Article 1. To promulgate, together with this Decision, the "**Operation Regulation of the Board of Supervisors**" of BIDV Securities Joint Stock Company.

Article 2. This Decision takes effect from the date of its signing and replaces Operation Regulation of the Board of Supervisors issued by Decision No. 967/QD-BSC dated 17/12/2024.

Article 3. Members of the Board of Supervisors, the Board of Directors, the Board of Management, Head of Internal Auditing Division, Managers of Departments at the Head Office and Branch, the Branch Directors, the relevant units and individuals shall be responsible for the implementation of this Decision.

Recipients:

- As Article 3;
- Archive BSC.

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

Pham Thanh Thuy



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OPERATION REGULATION OF THE BOARD OF SUPERVISORS

(Issued together with Decision No. 312/QD-BSC dated April 18, 2025

of BIDV Securities Joint Stock Company)

CHAPTER 1. GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. This Regulation provides for the organizational structure of personnel, standards, conditions, rights and obligations, activities, responsibilities, working regime and information, and the relation of the Board of Supervisors and its members of BIDV Securities Joint Stock Company (hereinafter referred to as the Company) in accordance with provisions of the Law on Enterprises, the Company's Charter and other relevant regulations.

2. Subjects of regulation: This Regulation is applicable to the Board of Supervisors and its members, relevant units and individuals at the Company on the basis of compliance with provisions of the Charter and other relevant provisions of the law.

Article 2. Interpretation of terms

Words or terms used in this Regulation are construed with the same meanings as prescribed in legal documents, the Charter and relevant internal documents of BIDV Securities Joint Stock Company.

Article 3. Legal status of the Board of Supervisors

The Board of Supervisors is an entity elected by the General Meeting of Shareholders, responsible for supervising the Company's activities on behalf of shareholders for the purpose of protecting the interests of shareholders and ensuring that all activities of the Company comply with the Law, the Charter and the Resolution of the General Meeting of Shareholders.

Article 4. Principles of organization and operation of the Board of Supervisors

1. The Board of Supervisors is organized and operates on the principle of compliance with provisions of the law, the Charter and the Company's regulations.
2. Reports, conclusions, recommendations and opinions prepared by the Board of Supervisors and submitted to the General Meeting of Shareholders, Board of Directors,

Board of Management and State authorities must be discussed collectively within the Board of Supervisors and may be consulted the Board of Directors.

3. The Board of Supervisors works under the collective regime. Members of the Board of Supervisors take their personal responsibility for their work and jointly take responsibility to the General Meeting of Shareholders, to the law for the work and decisions of the Board of Supervisors.

CHAPTER 2. MEMBERS OF THE BOARD OF SUPERVISORS (MEMBER)

Article 5. Rights, duties and responsibilities of members of the Board of Supervisors

1. To strictly comply with the law, the company's Charter, the resolution of the General Meeting of Shareholders and professional ethics in performing the assigned rights and obligations.

2. To exercise the rights, obligations and responsibilities of the Board of Supervisors as assigned in an honest, prudent and best manner in order to ensure the maximum legitimate interests of the Company.

3. To be loyal to the interests of the Company and shareholders; not abuse their position and title nor use the information, know-how, business opportunities and other assets of the Company for personal gain or to serve the interests of other entities and individuals.

4. Other obligations and responsibilities as prescribed by the Law on Enterprises and the company's Charter.

5. In case of violating regulations specified in Clauses 1, 2, 3 and 4 of this Article that causes damage to the Company or other person, members of the Board of Supervisors shall be personally or jointly responsible for compensating for such damage. Other incomes and benefits obtained by members of the Board of Supervisors due to such violations must be returned to the Company.

6. In case a member of the Board of Supervisors is found to have committed a violation in the exercise of their assigned rights and obligations, a written notice must be submitted to the Board of Supervisors, requesting the violating person to stop the violation and overcome consequences.

Article 6. Term of office and number of members of the Board of Supervisors

1. The Board of Supervisors of the Company has from three (03) to five (05) supervisors. The specific number of members of the Board of Supervisors will be decided by the General Meeting of Shareholders in accordance with the Company's operational requirements from time to time. The term of the Supervisors shall not exceed five (05) years and may be re-elected for an unlimited number of terms.
2. The Board of Supervisors must have more than half of its members permanently residing in Vietnam.
3. In case the terms of the members of the Board of Supervisors end at the same time, but the members of the Board of Supervisors for a new term have not been elected, the members of the Board of Supervisors whose terms have expired will continue to perform his/her rights and obligations until members of the Board of Supervisors for a new term are elected and take on their duties.

Article 7. Criteria and conditions for members of the Board of Supervisors

Members of the Board of Supervisors must satisfy the following criteria and conditions:

1. Have full civil act capacity, not be banned from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
2. Be trained in one of the majors in economics, finance, accounting, auditing, law, business administration or a major suitable to the Company's business activities;
3. Not be relatives of members of the Board of Directors, General Director and managers; Not be relatives of the manager of the Company's business and the parent company, the representative of the enterprise's capital at the parent company and at the Company.
4. Not be a manager of the Company, not necessary be a shareholder or employee of the Company;
5. Not allowed to work in the accounting and finance department of the Company;
6. Not be a member or employee of an audit organization approved to audit the Company's financial statements for the previous 03 years;
7. Other criteria and conditions as prescribed by relevant laws and the Company's Charter.

Article 8. Head of the Board of Supervisors

1. The Head of the Board of Supervisors must have an university degree or higher in one of the majors in economics, finance, accounting, auditing, law, business administration or another majors related to business activities of the enterprise. The Head of the Board of Supervisors of a company shall not concurrently be a member of the Board of Supervisors or a manager of another securities company.
2. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among the members of the Board of Supervisors; the election, dismissal and removal from office based on the principle of majority.

Article 9. Duties and powers of the Head of the Board of Supervisors

1. Convening a meeting of the Board of Supervisors;
2. Requesting the Board of Directors, General Director and other executives to provide relevant information to report to the Board of Supervisors;
3. Preparing and signing the report of the Board of Supervisors after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 10. Nomination and candidacy for members of the Board of Supervisors

1. A shareholder or group of shareholders owning from 10% (ten percent) of Ordinary shares may gather votes together to nominate a candidate to the Board of Supervisors. The nomination of persons to the Board of Supervisors shall be carried out as follows:
 - a) Ordinary shareholders forming a group to nominate a person to the Board of Supervisors must notify the grouping to the attending shareholders no later than the opening of the General Meeting of Shareholders;
 - b) Based on the number of members of the Board of Supervisors, a shareholders or groups of shareholders specified in this Clause is entitled to nominate one or several persons, according to a decision of the General Meeting of Shareholders, as candidates for a member of the Board of Supervisors. In case the number of candidates nominated by a shareholder or a group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Supervisors and other shareholders.

2. In case the number of candidates for the member of the Board of Supervisors through nomination and candidacy is still insufficient as prescribed, the incumbent Board of Supervisors shall introduce additional candidates or organize the nomination as prescribed by the Company's Charter, Internal Regulation on Company Administration and Operation Regulation of the Board of Supervisors. The introduction of more 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 law.

Article 11. Cases of exemption or dismissal of members of the Board of Supervisors

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

- a) No longer meet the criteria and conditions to be a member of the Board of Supervisors as prescribed in Article 7 of this Regulation, the Company's Charter and relevant laws;
- b) Submit a resignation letter which is accepted;
- c) Other cases as prescribed by the company's Charter.

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

- a) Fail to complete his/her assigned tasks or duties;
- b) Fail to perform his/her rights and obligations for 06 consecutive months, except for force majeure cases;
- c) Repeat violations or commit serious violations of obligations of a member of the Board of Supervisors in accordance with provisions of the Law on Enterprises and the company's Charter;
- d) Other cases according to resolutions of the General Meeting of Shareholders.

Article 12. Method of election, exemption and dismissal of members of the Board of Supervisors

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

2. Voting to elect members of the Board of Supervisors must be done by cumulative voting, whereby each shareholder has the 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 give all or part of their total votes to 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 Charter of company is reached. In case there are 02 or more candidates achieving the same number of votes for the last member of the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes, or the candidate will be selected according to criteria specified in the election regulations or the company's Charter.

Article 13. Notice of election, exemption and dismissal of members of the Board of Supervisors

1. In case the candidate for the Board of Supervisors has been identified, the Company shall disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the website of the Company so that shareholders can learn about these candidates before voting, candidates of the Board of Supervisors must have a written commitment to the truthfulness and accuracy of the disclosed personal information and must commit to perform his/her duties honestly, carefully and for the best interests of the company if elected as a member of the Board of Supervisors. Information related to the candidate for the Board of Supervisors to be published includes:

- a) Full name, date, month and year of birth;
- b) Professional qualification;
- c) Working experience;
- d) Other managerial positions;
- e) Interests related to the Company and related parties of the Company;
- f. Other information (if any) as prescribed in the company's Charter.
- g. The company is responsible for publishing information about the companies in which the candidate is holding managerial positions and the Company-related interests of the candidate for the Board of Supervisors (if any).

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

CHAPTER 3. BOARD OF SUPERVISORS

Article 14. Rights, obligations and responsibilities of the Board of Supervisors

1. The Board of Supervisors supervises the Board of Directors and the General Director in managing and operating the Company.

2. Examine the rationality, lawfulness, honesty and prudence in business management and administration; systematicity, consistency and appropriateness of accounting, statistics and financial reporting.

3. Appraise the completeness, legitimacy and truthfulness of the Company's income statement, annual and 6-month financial statements, report on management evaluation of the Board of Directors, and submit the appraisal report at the Annual General Meeting of Shareholders. Review contracts and transactions with related persons 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 of 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 accounting books, accounting records and other documents of the Company, and the management and operation of the Company's activities when it is deemed necessary or according to the resolution of the General Meeting of Shareholders or at the request of the shareholders or groups of shareholders as specified in clause 2, Article 115 of the Law on Enterprises.

6. At the request of a shareholder or a group of shareholders owning from 5% of the total number of the Company's ordinary shares or more as specified in clause 2, Article 115 of the Law on Enterprises, 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 must report on the issues requested to be inspected to the Board of Directors and the requesting

shareholder or group of shareholders. The inspection by the Board of Supervisors specified in this Clause must not interfere with the normal operation of the Board of Directors, nor disrupt the Company's business operations.

7. Propose to the Board of Directors of Directors or the General Meeting of Shareholders measures to amend, supplement and improve the organizational structure of management, supervision and business operation of the Company.

8. Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company.

9. Use the independent consultant, the internal audit department of the Company to perform assigned tasks.

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

11. Examine each specific issue related to management and operation of the Company at the request of shareholders according to Clause 6 this Article.

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

13. Replace the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with Article 16 of this Regulation.

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

15. Review, extract and copy part or all of declared contents of the List of declared related persons and related interests specified in Clauses 1 and 2, Article 164 of the Law on Enterprises.

16. Make proposals and recommendations to the General Meeting of Shareholders to approve the list of auditing organizations accepted to audit the Company's financial statements; auditing organizations accepted to inspect the Company's activities when it deems it necessary.

17. Take responsibility to shareholders for their supervisory activities.

18. Supervise the financial situation of the Company, the compliance with the law by members of the Board of Directors, by the General Director and by managers in activities.

19. Ensure coordination with the Board of Directors, the General Director and shareholders.
20. In case of detecting violations of the law or the company's Charter by members of the Board of Directors, the General Director and other business executives, the Board of Supervisors must notify in writing the Board of Directors within 48 hours, request the violating person to stop the violation and take remedial measures.
21. Develop the Regulation on operation of the Board of Supervisors and submit it to the General Meeting of Shareholders for approval.
22. Witness that the Board of Directors organizing the counting of votes, and make a minutes of the vote counting if so requested by the Board of Directors in the case of collecting written opinions of shareholders in order to adopt a resolution of the General Meeting of Shareholders.
23. The Head of the Board of Supervisors shall manage so that the General Meeting of Shareholders can elect a chairperson of the meeting in case the Chairman is absent or temporarily unable to work while the remaining members of the Board of Directors of are not elected as a chairperson. In this case, the person with the highest number of votes shall chair the meeting.
24. Report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law (and its amendments and supplements in each period).
25. Have the right to access the Company's records and documents stored at the headquarters, branches, and other locations; have the right to visit the workplaces of the Company's managers and employees during working hours.
26. Have the right to request the Board of Directors, its members, the General Director, and managers to provide complete, accurate, and timely information and documents regarding the management, administration, and business operations of the Company.
27. Exercise other rights and obligations in accordance with the Law on Enterprises, the company's Charter and the Resolution of the General Meeting of Shareholders

Article 15. The Board of Supervisors' right to be provided with information

1. Documents and information must be sent to members of the Board of Supervisors at the same time and in the same manner as members of the Board of Directors, including:
 - a. Notice of meeting invitation, opinion form of members of the Board of Directors and enclosed documents;
 - b. Resolutions, decisions and meeting minutes of the General Meeting of Shareholders, the Board of Directors;
 - 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 files and documents kept at the head office, branches and other locations; have the right to go to the working place of managers and employees of the Company during working hours.
3. The Board of Directors, its members, the General Director, other managers must provide adequate, accurate and timely information and documents on management, administration and business activities of the Company at the request of members of the Board of Supervisors or the Board of Supervisors.

Article 16. Responsibilities of the Board of Supervisors in convening an extraordinary meeting of the General Meeting of Shareholders

1. The Board of Supervisors is responsible for replacing the Board of Directors to convene a meeting of the General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders in the following cases:
 - a) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the number of members as prescribed by law;
 - b) At the request of a shareholder or a group of shareholders specified 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 of the Board of Supervisors but the Board of Directors fails to perform.

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 make compensation for any damage incurred to the Company.

3. The expenses for convening and conducting a meeting of the General Meeting of Shareholders as prescribed in Clause 1 of this Article will be refunded by the Company.

CHAPTER 4. ACTIVITIES OF THE BOARD OF SUPERVISORS

Article 17. Meetings of the Board of Supervisors

1. The first meeting of the Board of Supervisors for the Board of Supervisors' term to elect the Head of the Board and make other decisions within its authority must be held within 07 (seven) days after the election of such Board of Supervisors. A member of the Board of Supervisors with the highest number of votes must convene the first meeting of the Board of Supervisors. In case there is more than one member with the highest and equal number of votes, one person of the members who have elected on the principle of majority shall convene a meeting of the Board of Supervisors.

2. The Board of Supervisors holds a meeting periodically at least twice a year and may convene an extraordinary meeting to promptly deal with unexpected matters. A meeting of the Board of Supervisors shall be convened and chaired by the Head of the Board of Supervisors.

3. An extraordinary meeting of the Board of Supervisors shall be conducted at the request of one of the following entities:

a. President of the Board of Directors;

b. At least 2/3 (two thirds) of the members of the Board of Directors;

c. Head of the Board of Supervisors;

d. At least 2/3 (two thirds) of members or more of the Board of Supervisors;

e. General Director;

4. Within fifteen (15) days from the date of receipt of a written request for an extraordinary meeting of the Board of Supervisors from one of the subjects mentioned in Clause 3 of this Article, the Head of the Board of Supervisors must convene and conduct an extraordinary meeting of the Board of Supervisors.

5. A member of the Board of Supervisors 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 if approved by the majority of the Board of Supervisors members;
- c) Attend and vote through online conferences, electronic voting or other electronic forms;
- d) Send votes to the meeting by mail, fax, members of the Board of Supervisors' email;
- dd) Send votes by other means as prescribed in the company's Charter.

6. During the meetings of the Board of Supervisors, the Board of Supervisors has the right to request members of the Board of Directors, the General Director, members of the Internal Audit and Independent Audit Departments to attend and answer questions that are of interest to the members of the Board of Supervisors.

Article 18. Sequence to organize and conduct a meeting of the Board of Supervisors

1. All regular or extraordinary meetings must consist of pre-prepared contents. The Head of the Board of Supervisors shall, based on the purpose of the meeting, assign members of the Board of Supervisors, the Assistance Department of the Board of Supervisors (if any) to prepare the content of documents for the meeting.

2. Notice of invitation to the meeting of the Board of Supervisors (except for extraordinary cases) must be sent to members of the Board of Supervisors before conducting the meeting. A notice of the Board of Supervisors' meeting includes: content, meeting agenda, time and venue, and must be accompanied by necessary documents on the issues to be discussed and voted on at the meeting of the Board of Supervisors.

3. A meeting of the Board of Supervisors is conducted when there are 2/3 (two thirds) or more of members of the Board of Supervisors directly attending.

Article 19. Approval of decisions at a meeting of the Board of Supervisors

1. Each member attending the meeting of the Board of Supervisors shall have one vote at such meeting.

2. The Board of Supervisors' decision shall be approved if it is approved by a majority of members of the Board of Supervisors who have the right to attend the meeting.

3. The approval of decisions of the Board of Supervisors complies with provisions of the Law on Enterprises, the company's Charter and other relevant regulations.

Article 20. Minutes of the Board of Supervisors meeting

1. Meetings of the Board of Supervisors must be fully recorded in the minutes' book. Minutes of meetings of the Board of Supervisors are made in detail and clearly in Vietnamese (maybe in English if necessary) and must be signed by all members of the Board of Supervisors attending the meeting and such members must be jointly responsible for the accuracy and truthfulness of the minutes. The meeting secretary (if any) is responsible for taking notes and making minutes of the Board of Supervisors meeting and signing the minutes.

2. The chairperson of a meeting is responsible for arranging to prepare and send the Minutes of the Board of Supervisors meeting to members of the Board of Supervisors and such minutes will be considered conclusive evidence of the work carried out at such meeting points, except in the case of arising complaints related to the contents of such Minutes within 10 (ten) days from the date of sending the minutes.

3. The minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in content between the Vietnamese and foreign language versions, the content in the minutes in Vietnamese version shall prevail. The minutes' book and the minutes of meetings of the Board of Supervisors must be kept and preserved at the Board of Supervisors.

Article 21. Organization of collecting written opinions from the Board of Supervisors

1. The Head of the Board of Supervisors shall decide to collect written opinions of members of the Board of Supervisors. Written opinions are sent to all members and all members must provide their written responses. A validly answered ballot form must be signed by a member of the Board of Supervisors or sent from personal email of member of the Board of Supervisors and sent to BSC in accordance with regulations. Answered ballot forms in either of the two forms mentioned above have the same value.

2. A decision adopted in the form of collecting written opinions is equivalent to a decision adopted by Members of the Board of Supervisors at a normally convened and organized meeting, if obtaining written agreement from the majority of members of the Board of Supervisors who have the right to vote on the issue raised for opinion. A validly answered ballot form must be signed by a member of the Board of Supervisors or sent from personal email of member of the Board of Supervisors and sent to BSC in accordance with regulations. Answered ballot forms in either of the two forms mentioned above have the same value.

CHAPTER 5. METHODS AND CONTENTS OF SUPERVISION AND INSPECTION

Article 22. Methods and contents of supervision and inspection of the Board of Supervisors

The Board of Supervisors conducts supervision and inspection through the following methods:

1. Remote supervision.

Based on the Company's documents and reports sent to the Board of Supervisors, information on the Company's website and other financial statements and reports at the request of the Board of Supervisors and other necessary information and documents, the Board of Supervisors evaluates the Company's operation aspects, provides comments and recommendation on the issues that should be rectified in order to promptly overcome the errors or unreasonable points.

2. Direct inspection and control.

Direct inspection and control means the organization for conducting an inspection to determine the correctness and truthfulness of business results, reporting and accounting data and determine whether or not the deployment and implementation of the Company's business activities are in accordance with the Resolution of the General Meeting of Shareholders, the guidelines and resolutions of the Board of Directors in the development orientation of the Company, the internal regulations and relevant legal regulations.

The Board of Supervisors may periodically and irregularly inspect and control at the request of a shareholder or a group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises or, when deemed necessary, to re-examine the results of the inspection and recommendations of the Board of Supervisors, the Inspection delegation, the internal audit and independent audit organizations.

CHAPTER 6. REPORTING AND DISCLOSURE OF BENEFITS

Article 23. Submission of annual reports

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 operation results of the Board of Directors, the General Director to submit to the General Meeting of Shareholders for approval at the Annual General Meeting of Shareholders.
2. Report on self-assessment for operation results of the Board of Supervisors and its members.
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 supervising the operation and financial situation of the Company.
5. Report on evaluating transactions between the Company, its subsidiaries and other companies controlled by the Company from fifty percent (50%) of the charter capital with members of the Board of Directors, the General Director and related persons of such member; transactions between the Company and a company of which a member of the Board of Directors is a founding member or is a manager of the enterprise during the last 3 years before the time of the transaction.
6. Supervision results for the Board of Directors, the General Director and other business executives.
7. Results of evaluating the coordination between the Board of Supervisors and the Board of Directors, the General Director and shareholders.
8. Make proposals and recommendations to the General Meeting of Shareholders to approve the list of auditing organizations accepted to audit the Company's financial

statements; the auditing organizations accepted to inspect the Company's activities when it deems it necessary.

Article 24. Salary and other benefits

Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors shall comply with the following provisions:

1. Members of the Board of Supervisors are entitled to receive salary, remuneration, bonuses, and other benefits according to decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total salaries, remuneration, bonuses, other benefit and annual operating budget of the Board of Supervisors.
2. Members of the Board of Supervisors are entitled to reimbursements for expenses for meals, accommodation, travel, and using independent consulting services at a reasonable rate. The total remuneration and expenses must not exceed the total annual operating budget of the Board of Supervisors 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 shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws and must be established as a separate item in the Company's annual financial statements.

Article 25. Disclosure of related interests

1. Members of the Board of Supervisors must disclose their related interests to the Company, including:
 - a) Name, enterprise code, head office address, business lines of the enterprise in which they own or own a portion of contributed capital or share; ratio and time of ownership, ownership of such contributed capital 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 a portion of contributed capital 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 related interests; the amendments and supplements must be notified to the Company within 07 working days from the date of the corresponding amendments and supplements.

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 Board of Supervisors are obliged to notify in writing to the Board of Directors and the Board of Supervisors of transactions between the Company, its subsidiaries, other companies (which the Company controls more than fifty percent (50%) of the charter capital) and a member of the Board of Supervisors or their related persons as prescribed by 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 provisions of the securities law on information disclosure.

5. Members of the Board of Supervisors and their related persons are not allowed to use or disclose internal information to others to perform relevant transactions.

CHAPTER 7. INFORMATION REGIME

Article 26. Information provision regime

The Board of Directors, its members, the General Director of the Company and other managers are responsible for providing adequate and timely information and documents on the Company's business activities at the request of the Board of Supervisors, unless otherwise determined by the General Meeting of Shareholders.

Organizations and individuals that are required to provide documents and data must be responsible for the correctness, truthfulness and accuracy of the provided documents and data.

Article 27. Information management regime

The Board of Supervisors is not allowed to disclose the secrets of the Company and takes responsibility to the General Meeting of Shareholders for the mistakes that cause damage to the Company while performing its duties.

CHAPTER 8. RELATIONS OF THE BOARD OF SUPERVISORS

Article 28. Relations with shareholders

1. The Board of Supervisors reports to shareholders at the General Meeting of Shareholders in accordance with provisions of the Company's Charter.
2. At the request of a shareholder or a group of shareholders owning more than 5% of the total number of ordinary shares of the Company according to Clause 2, Article

115 of the Law on Enterprises, the Board of Supervisors shall conduct an inspection within seven working days, from the date of receipt of the request. Within 15 (fifteen) days from the date of completing the inspection, the Board of Supervisors must make a report and explain the matters requested for inspection to the Board of Directors and the requesting shareholder or group of shareholders. The inspection conducted by the Board of Supervisors as prescribed in this Clause must not interfere with the normal operation of the Board of Directors nor cause disruption to the Company's business operations.

Article 29. Relations with the Board of Directors and the Board of Management

1. The relation between the Board of Supervisors and the Board of Directors of the Company: The Board of Supervisors has an independent relation with the Board of Directors of the Company, is the unit that performs the function of supervising the activities of the Board of Directors, specifically:

- The Board of Supervisors consults the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders.
- The Board of Supervisors is responsible for independently reporting the situation, control results and necessary recommendations to the Board of Directors of the Company. When receiving information, the Board of Directors will consider to make a conclusion. The Board of Supervisors supervise the implementation for the Board of Directors' conclusions.
- The Board of Supervisors may attend meetings of the Board of Directors, discuss and contribute opinions on issues at the meeting, but cannot vote.
- The Board of Directors is responsible for providing information to the Board of Supervisors as prescribed in Article 15 of this Regulation.

2. The relation between the Board of Supervisors and the Board of Management: The Board of Supervisors has an independent relation with the Board of Management of the Company, is an unit that performs the function of supervising the activities of the Board of Management, specifically:

- In the working relationship, on a number of issues in the field of finance - accounting, the Board of Management can consult the Board of Supervisors.
- Through monitoring and supervising the Company's activities, in case the Board of Supervisors detects issues that should be modified, handled, or has any issue that

should be recommended and noted, the Board of Supervisors can discuss directly with the General Director or notify the General Director in writing to take appropriate action.

3. The relation between the Board of Supervisors and the internal inspection - audit system:

- The Board of Supervisors, through the Board of Directors and the General Director, uses the internal inspection - audit system in order to conduct inspection for the management and administration in accordance with provisions of the law and the Company's provisions and regulations.
- Internal Control Department/Internal Audit Committee of the Company is responsible for communicating the internal audit and inspection program, the inspection and audit outline and for reporting to the Board of Supervisors on the results of regular or irregularly inspection at the units, complaints and denunciations under the Company which are handled by the Internal Control Department/ Internal Audit Committee in accordance with current regulations.

4. The relation between the Board of Supervisors and the Professional Departments/Divisions under the units in the Company's system:

- The Board of Supervisors, through the Board of Directors, and the General Director, request the professional departments and employees of the Company to explain issues related to the Company's activities to serve the supervision and inspection.
- The Company must strictly comply with the timely and complete submission of reporting information at the request of the Board of Supervisors and the provisions of the Company's Charter.

Article 30. Relation among members of the Board of Supervisors

Members of the Board of Supervisors have an independent relation, not dependent on each other, but have coordination and cooperation in general tasks to ensure the successful implementation of the responsibilities, rights and duties of the Board of Supervisors in accordance with the law and the company's Charter. The Head of the Board of Supervisors is the person who coordinates the general work of the Board of Supervisors but has no power to govern members of the Board of Supervisors.

CHAPTER 9. TERMS OF IMPLEMENTATION

Article 31. Implementation provisions

1. This Regulation consists of nine (09) Chapters and thirty-one (31) Articles and shall take effect from the date it is approved by the General Meeting of Shareholders of BIDV Securities Joint Stock Company.
2. Any amendments, supplements, replacements or termination of the effectiveness of this Regulation shall be proposed by the Board of Supervisors and approved by the General Meeting of Shareholders of BIDV Securities Joint Stock Company.
3. In case there are legal provisions related to the operation of the Board of Supervisors of the Company that are not mentioned in this Regulation, or if there are new legal provisions; Company Charter provisions that differ from or conflict with the provisions of this Regulation, then such new legal provisions and the Company Charter shall automatically apply and govern the operations of the Board of Supervisors of the Company.

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



Pham Thanh Thuy