

MEETING AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

1. Time: 09:00 AM, Thursday, April 02, 2026

3. Agenda:

	From	To		SHAREHOLDER REGISTRATION & OPENING PROCEDURES
1	8:30	9:00	30 minutes	Welcoming delegates, Verification of delegate eligibility.
2	9:00	9:12	12 minutes	Flag salute, Report on results of verification of shareholder eligibility attending the Meeting, Introduction of delegates, Opening of the Meeting.
3	9:12	9:32	20 minutes	Introduction of the Presidium, Vote-Counting Committee, Meeting Agenda, Regulation on organization of the Meeting and guidance on Electronic Voting.
4	9:32	9:40	08 minutes	Voting to approve the Presidium, Vote-Counting Committee, Meeting Agenda, Meeting Regulation.
5	9:40	9:42	02 minutes	The Chairperson appoints the Secretariat.
				AGENDA ITEMS
6	9:42	10:20	38 minutes	<p>Presentation of Reports/Submissions for obtaining opinions at the Meeting:</p> <p>(1) Report on the activities of the Board of Directors in 2025 and operational orientation for 2026;</p> <p>(2) Report on the activities of the Supervisory Board in 2025 and directions for 2026 (draft);</p> <p>(3) Report on the assessment of business performance in 2025 and the action plan for 2026 of the Chief Executive Officer;</p> <p>(4) Submission for approval of the remuneration of the Board of Directors and the Supervisory Board for 2025;</p> <p>(5) Submission for approval of the 2025 Financial Statements & the 2025 Profit Distribution Plan;</p> <p>(6) Submission for approval of the 2026 Business Plan;</p> <p>(7) Submission for approval of the remuneration budget of the Board of Directors and the Supervisory Board for 2026;</p> <p>(8) Submission on the plan for Private Placement of Shares to increase Charter Capital in 2026;</p> <p>(9) Submission on the decision to select an independent auditing firm for the financial year 2027;</p> <p>(10) Amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors NCB;</p> <p>(11) Submission on amendments and supplements to the Regulation on the organization and operation of the Supervisory Board;</p>
7	10:20	10:35	15 minutes	Discussion of the Meeting on agenda items

				Approval of matters
8	10:35	10:50	15 minutes	Voting to approve the Reports/Submissions; Announcement of vote-counting results.
	10:50	11:05	15 minutes	Break
9	11:05	11:25	20 minutes	Voting to approve the Minutes of the General Meeting of Shareholders; Announcement of the approval results of the Minutes.
10	11:25	11:30	5 minutes	Closing remarks
				END OF THE MEETING

REGULATION ON THE ORGANIZATION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 OF NATIONAL CITIZEN COMMERCIAL JOINT STOCK BANK

In order to ensure the principles of transparency, fairness and democracy, and to facilitate the successful organization of the Annual General Meeting of Shareholders of the National Citizen Commercial Joint Stock Bank, the Organizing Committee submits to the General Meeting of Shareholders (GMS) for approval of the Regulation on the organization of the Annual General Meeting of Shareholders 2026 (hereinafter referred to as the “Meeting”) as follows:

Article 1: Scope and subjects of application

- 1.1 This Regulation applies to the organization of the Annual General Meeting of Shareholders 2026 of the National Citizen Commercial Joint Stock Bank (NCB).
- 1.2 This Regulation specifically stipulates the rights and obligations of shareholders; participants attending the Meeting; and the conditions and procedures for conducting the Meeting.

Article 2: Working principles of the Meeting

- 2.1 Transparency, fairness and democracy;
- 2.2 Ensuring the lawful rights and interests of shareholders and of NCB;
- 2.3 Compliance with the provisions of law, the Charter of NCB, other regulations of NCB and this Regulation.

Article 3: Order of the Meeting

- 3.1. Shareholders entering the Meeting room must sit in the correct seats or areas designated by the Organizing Committee of the Meeting and comply with the seating arrangement of the Organizing Committee;
- 3.2. No smoking in the Meeting room, no private conversations; no use of audio or video recording devices; mobile phones must be set to silent mode and order must be maintained throughout the Meeting.

Article 4: Voting on matters at the Meeting

- 4.1. All matters at the Meeting shall be decided by electronic voting. In the event that a shareholder is unable to vote electronically due to technical or other objective reasons, such shareholder may vote directly.

- 4.2. "Direct Voting" means that shareholders/proxies express their voting opinions on voting ballots provided directly at the Meeting by the Shareholder Eligibility Verification Team.
- 4.3. "Electronic Voting" means that shareholders/proxies cast votes through the "Electronic Voting System" as prescribed and announced by NCB.
- 4.4. "Electronic Voting System" means the system of NCB or of a third party selected by NCB to provide shareholders/proxies with tools to exercise relevant rights when attending the General Meeting of Shareholders.

Article 5: Expressing opinions at the Meeting

- 5.1. Shareholders attending the Meeting who wish to express opinions or discuss must register the content of their speech and obtain the consent of the Chairperson;
- 5.2. Shareholders should focus their speeches on key issues consistent with the Meeting Agenda approved by the Meeting in the spirit of constructive contribution.

Article 6: Authority and responsibilities of the Delegate Eligibility Verification Team

The Delegate Eligibility Verification Team shall have the following authority and responsibilities:

- 6.1. To verify the percentage of shareholders or proxies attending the Meeting;
- 6.2. To verify the eligibility of shareholders or proxies attending the Meeting: citizen identification card or other identification documents, proxy authorization documents in the case of proxies;
- 6.3. To distribute voting ballots and/or login names and passwords for accessing the Electronic Voting System and documents to shareholders or proxies of shareholders;
- 6.4. To report to the Meeting the results of verification of the percentage of shareholders attending the Meeting.

Article 7: Authority and responsibilities of the Chairperson

The Chairwoman of the Board of Directors shall act as the Chairperson and preside over the Meeting. The Chairperson shall have the following authority and responsibilities:

- 7.1. To take necessary and reasonable measures to conduct the Meeting in an orderly manner, in accordance with the Meeting Agenda, the approved regulation and reflecting the wishes of the majority of attendees;
- 7.2. To resolve issues arising (if any) during the Meeting;
- 7.3. To propose to the Meeting changes to the Meeting Agenda; propose postponement/suspension of the Meeting; change the Meeting venue in accordance with the Charter of NCB and relevant laws;
- 7.4. To decide necessary security measures to maintain order and security to ensure the safety of the Meeting and perform other duties in accordance with the Charter of NCB and relevant laws.

Article 8: Authority and responsibilities of the Secretariat

The Secretariat shall be appointed by the Chairperson and shall have the following authority and responsibilities:

- 8.1. To record fully and truthfully the entire proceedings of the Meeting Agenda and all matters approved by shareholders at the Meeting;
- 8.2. To draft the Minutes of the Meeting and the Resolutions on matters approved at the Meeting;
- 8.3. To receive opinion forms of shareholders submitted to the Chairperson and summarize discussion opinions at the Meeting;
- 8.4. To perform other tasks as assigned by the Organizing Committee and the Chairperson.

Article 9: Authority and responsibilities of the Vote-Counting Committee

The Vote-Counting Committee shall be elected by the Meeting upon the proposal of the Chairperson and shall have the following authority and responsibilities:

- 9.1. To distribute and collect voting ballots, conduct vote counting, check voting cards or guide electronic voting, use the Electronic Voting System, receive electronic voting results, prepare vote-counting minutes and report the vote-counting results to the Meeting;
- 9.2. To determine voting results of shareholders and matters approved at the Meeting; promptly notify the Secretariat of the voting results.

Article 10: Rights and obligations of shareholders and proxies of shareholders

- 10.1. Shareholders whose names are on the List of Shareholders on the Record Date for attending the Meeting have the right to directly attend the Meeting or authorize another person to attend. The authorization must be made in writing in accordance with the law and the Charter of NCB, clearly stating the name of the individual or organization authorized and the number of shares authorized and must be provided to NCB;
- 10.2. Shareholders or proxies must present identification documents (Citizen Identification Card, Passport) and valid authorization documents in case of proxy attendance when attending the Meeting;
- 10.3. To receive voting ballots and/or login name and password for accessing the Electronic Voting System, instructions for electronic voting, the Electronic Voting System, meeting documents and other documents in accordance with NCB regulations;
- 10.4. To attend and speak directly at the Meeting under the direction of the Chairperson or write opinions on opinion forms (if any) and submit them to the Organizing Committee of the Meeting;
- 10.5. To attend the Meeting on time; in case of arriving after the Meeting has been opened, shareholders may still register to attend and have the right to vote immediately after registration, but the Chairperson is not responsible for suspending the Meeting. In this case, the validity of matters previously voted shall not be affected;
- 10.6. To vote on all matters included in the Meeting Agenda;
- 10.7. To comply with the provisions of law, the Charter and this Regulation;
- 10.8. To comply with the direction of the Chairperson and the Organizing Committee of the Meeting;
- 10.9. Not to take actions that obstruct, disturb or cause disorder at the Meeting.

Article 11: Conditions for conducting the Meeting

The Meeting shall be conducted when the number of shareholders and/or authorized proxies attending the Meeting represents more than 50% of the total voting shares.

Article 12: Method of conducting the Meeting and adopting decisions of the Meeting

- 12.1. All matters at the Meeting shall be decided by electronic voting. In the event that a shareholder is unable to vote electronically due to technical or other objective reasons, such shareholder may vote directly. The principles and procedures of Electronic Voting are stipulated in **Appendix I: Electronic Voting Rules** issued together with this Regulation. The principles and procedures of Direct Voting at the Meeting are stipulated in **Appendix II: Direct Voting Rules** issued together with this Regulation.
- 12.2. Before conducting voting, the Vote-Counting Committee shall announce the number of voting ballots of shareholders present at the Meeting as the basis for calculating voting ratios;
- 12.3. The Meeting shall adopt matters when the approval ratio of shareholders complies with the Charter of NCB and relevant laws;
- 12.4. The vote-counting results shall be announced by the Vote-Counting Committee at the Meeting immediately after the completion of vote counting/voting according to the Meeting Agenda.

Article 13: Cases where the Meeting cannot be held

If after 90 minutes from the opening time of the Meeting the conditions for conducting the Meeting as prescribed in Article 11 of this Regulation are not met, the Chairperson shall declare that the Meeting cannot be held. The convening of the next Meeting shall be carried out in accordance with the Charter of NCB and relevant laws.

Article 14: Minutes of the GMS

- 14.1. The General Meeting of Shareholders must be recorded in minutes and may be audio recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language and must include the following main contents:
 - a) Name, address of the head office, enterprise code;
 - b) Time and venue of the General Meeting of Shareholders;
 - c) Meeting Agenda and contents of the Meeting;
 - d) Full name of the Chairperson and the secretary;
 - e) Summary of the proceedings of the Meeting and opinions expressed at the General Meeting of Shareholders regarding each issue in the Meeting Agenda;
 - f) Number of shareholders and total number of voting ballots of shareholders attending the Meeting; appendix of the List of Shareholders, shareholder representatives attending the Meeting with the corresponding number of shares and votes;
 - g) Total number of votes for each voting matter, clearly stating the voting method, total valid votes, invalid votes, votes in favor, votes against and abstentions; the corresponding ratio based on the total votes of shareholders attending the Meeting;

- h) Matters approved and the corresponding approval voting ratios;
 - i) Full names and signatures of the Chairperson and the secretary;
 - j) In case the Chairperson or the secretary refuses to sign the minutes, such minutes shall be valid if signed by all other members of the Board of Directors attending the Meeting and fully contain the contents prescribed in this clause. The minutes must clearly state the refusal of the Chairperson or the secretary to sign the minutes.
- 14.2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the Meeting.
- 14.3. The Chairperson and the secretary of the Meeting or other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
- 14.4. The minutes of the General Meeting of Shareholders must be sent to all shareholders or published on NCB's website within 15 days from the closing date of the Meeting.
- 14.5. The minutes of the General Meeting of Shareholders, the appendix of the List of Shareholders registering to attend the Meeting, the full text of adopted resolutions and documents attached to the Meeting Invitation must be stored at the head office of NCB.

Article 15: Effectiveness

This Regulation shall take effect immediately after being approved by the Meeting through voting. Shareholders and participants attending the Meeting are responsible for implementing the provisions of this Regulation.

Matters not stipulated in this Regulation shall be implemented in accordance with the law and the Charter of NCB.

The above constitutes the entire content of the Regulation on the organization of the Annual General Meeting of Shareholders 2026 of the National Citizen Commercial Joint Stock Bank.

Submitted to the Meeting for approval!

Respectfully!

**ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRPERSON**

BUI THI THANH HUONG

1- APPENDIX I ELECTRONIC VOTING RULES

(Issued together with the Regulation on the organization of the Annual General Meeting of Shareholders 2026 of National Citizen Commercial Joint Stock Bank)

Article 1. Scope and subjects of application

This Appendix stipulates Electronic Voting by shareholders/proxies at the Annual General Meeting of Shareholders 2026 of the National Citizen Commercial Joint Stock Bank (NCB).

Article 2. Conditions and method of Electronic Voting

1. Conditions:

- Shareholders/proxies must have electronic devices connected to the Internet including but not limited to computers, smartphones, or other Internet-connected electronic devices.

2. Method of Electronic Voting:

- Each shareholder on the List of Shareholders entitled to attend the Meeting who registers to attend the Meeting in person will be provided with one and only one login name and password to conduct electronic voting at the Meeting. Shareholders/proxies receiving login information (login name and password) to access the Electronic Voting System and other identification factors are responsible for managing and keeping such information confidential and ensuring that only the shareholder/proxy has the right to vote on the Electronic Voting System. NCB shall provide maximum support to ensure shareholders/proxies can vote at the Meeting but shall not be responsible for issues arising due to shareholders losing or disclosing login information.
- Shareholders are responsible for providing personal information and address to NCB. To ensure personal information security, NCB may require shareholders to re-provide personal information including at least: Citizen Identification Card/Passport number, mobile phone number, email address, permanent or temporary residence (contact address) for individuals; and enterprise code, contact phone number and head office address for organizations. NCB will directly provide login name and password information to shareholders for voting at the Meeting.

Article 3. Provision of login information to the Electronic Voting System

1. The access link to the Electronic Voting System, login name, password and other identification factors (if any) for electronic voting at the Meeting shall be provided when shareholders register to attend the Meeting in person and are issued login information. Shareholders/proxies must keep login names, passwords and other identification factors confidential to ensure only they may vote on the Electronic Voting System and shall be fully responsible for the provided information.
2. When shareholders/proxies request re-issuance of login information, NCB may provide it directly or via email/telephone.

Article 4. Rights and obligations of shareholders/proxies attending the GMS in person and conducting electronic voting

1. Shareholders/proxies attending the General Meeting of Shareholders are entitled to vote on all matters within the authority of the General Meeting of Shareholders in accordance with the law and the Charter of NCB by means of Electronic Voting.
2. Shareholders/proxies are responsible for keeping access information confidential to ensure that only shareholders/proxies are entitled to cast votes on the Electronic Voting System. The voting results of shareholders/proxies on the Electronic Voting System shall be deemed the final decision of such shareholders/proxies. Shareholders/proxies shall bear full responsibility before the law and before NCB for the electronic voting results cast by shareholders/proxies on the Electronic Voting System.
3. Shareholders/proxies must immediately notify NCB for timely handling upon detecting that the login name, password and/or other identification factors are lost, stolen, disclosed, or suspected to have been disclosed by contacting NCB to block the access account and security device. Shareholders/proxies shall be responsible for any damage, loss and other risks arising prior to the time NCB receives the notification from shareholders/proxies if such events are caused by shareholders/proxies.

Article 5. Principles and procedures for Electronic Voting

1. From the time of receiving the login name and password to access the Electronic Voting System, shareholders/proxies are entitled to access and vote on matters within the authority of the General Meeting of Shareholders. Upon expiry of the voting period specified in the notice of the Electronic Voting System, the system shall not record any additional electronic voting results from shareholders/proxies.
2. **Voting:** Shareholders/proxies shall vote on each matter in the Meeting Agenda. When voting by means of Electronic Voting, for each matter, shareholders/proxies shall select one of the three options: “Approve”, “Disapprove”, or “No opinion” on the Voting Ballot set up on the Electronic Voting System. After completing voting on all matters subject to a voting round, shareholders/proxies shall click “**Submit Vote**” to save and send the voting results to the system.
3. Shareholders/proxies may not submit a blank Voting Ballot (without selecting one of the three options “Approve”, “Disapprove”, or “No opinion” on the Voting Ballot) to the system. In this case, if shareholders/proxies do not complete voting on all matters subject to a voting round, such Voting Ballot shall be deemed an unreturned Voting Ballot.
4. In case the Meeting Agenda is supplemented with matters proposed by a shareholder/group of shareholders and approved by the General Meeting of Shareholders, shareholders/proxies may cast additional votes. If shareholders/proxies do not cast additional votes, they shall be deemed not to have voted on such matters.
5. Shareholders/proxies may change their voting results multiple times but may not cancel their voting results. The Electronic Voting System shall only record the final voting result at the time of expiry of each voting period as prescribed.

Article 6. Electronic vote-counting procedures

1. Returned Voting Ballots: Voting Ballots sent by shareholders/proxies to the system and recorded by the system.
2. Unreturned Voting Ballots: Voting Ballots sent by shareholders/proxies to the system but not recorded by the system; or ballots for which voting has not been completed in accordance with Clause 3, Article 5.
3. Valid Voting Ballots: Voting Ballots on which shareholders/proxies select one of the options approve, disapprove or no opinion for each voting matter in each voting round. The system records valid Voting Ballots by: number of votes in approval, number of votes in disapproval, and number of votes with no opinion.

APPENDIX II

DIRECT VOTING RULES

(Issued together with the Regulation on the organization of the Annual General Meeting of Shareholders 2026 of National Citizen Commercial Joint Stock Bank)

I. Scope of application:

- This Appendix is used for voting to approve matters at the Annual General Meeting of Shareholders 2026 of the National Citizen Commercial Joint Stock Bank.

II. Method of Direct Voting.

- The voting ballot clearly states the number of shares held by the shareholder and the corresponding number of voting ballots the shareholder is entitled to use for voting.
- Shareholders shall use the above total number of voting ballots to vote on matters submitted for approval at the Meeting.
- Shareholders have the right to choose one of the three options: “Approve” / “Disapprove” / “No opinion”. Mark (X) or (✓) in the selected option.

III. Voting ballots.

- Voting ballots are issued by the Organizing Committee. In case a shareholder wishes to amend the selected option, the previously selected box must be circled and the correct option must be selected again. If the shareholder wishes to reselect the circled option, that option must be shaded and signed next to the amended option.
- The following ballots shall be considered invalid:
 - + Ballots not in the template prescribed by the Organizing Committee;
 - + Ballots without the seal of NCB;
 - + Torn ballots, ballots with erasures or modifications to the pre-printed contents, ballots with additional writing;
 - + Ballots without marking (X) or (✓) in any of the three options: “Approve” / “Disapprove” / “No opinion”;
 - + Ballots without the signature of the shareholder/proxy.

IV. Vote counting

- Vote counting must be conducted by the Vote-Counting Committee in the voting room immediately after the voting session ends. Before opening the ballot box, the Vote-Counting Committee must count, prepare minutes and seal the unused ballots and the ballots cast by authorized representatives. The Vote-Counting Committee must not erase or amend the voting ballots.

V. Announcement of vote-counting results

- The Vote-Counting Committee shall prepare vote-counting minutes, and the Head of the Committee shall announce the vote-counting results before the Meeting;

- The vote-counting minutes must be delivered to the Secretariat and archived together with the Meeting documents in accordance with NCB's regulations.

FORM



VOTING BALLOT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Shareholders stamp

VOTING CONTENT

(Shareholders, please mark "X" in the box next to your preferred option for each item.)

CONTENT	Approve	Disapprove	No opinion	Bar code
Content 1. Voting matter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	*101*
Content 2. Voting matter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	*102*
Content 3. Voting matter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	*103*
Content 4. Voting matter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	*104*
Content 5. Voting matter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	*105*

Hanoi, dd/mm/2026
Shareholder / Representative
(Signature and full name)

Hanoi, 1/4/2026

SUBMISSION

TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

(Re: Approval of the 2025 Financial Statements & the 2025 Profit Distribution Plan)

Respectfully submitted to: The General Meeting of Shareholders of National Citizen Commercial Joint Stock Bank (NCB)

- *Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (as amended and supplemented);*
- *Pursuant to Decree No. 135/2025/NĐ-CP dated June 12, 2025 of the Government regulating the financial regime applicable to credit institutions and foreign bank branches, and the financial supervision and evaluation of the effectiveness of state capital investments in credit institutions wholly owned by the Government and credit institutions with state capital;*
- *Pursuant to Circular No. 51/2024/TT-NHNN (Circular 51) dated November 29, 2024 of the State Bank of Vietnam on independent audits applicable to commercial banks, non-bank credit institutions, microfinance institutions, and foreign bank branches;*
- *Pursuant to the Charter of the National Citizen Commercial Joint Stock Bank (NCB);*
- *Based on the 2025 business performance results of the National Citizen Commercial Joint Stock Bank, audited by AFC Vietnam Auditing Company Limited.*

The Board of Directors of the National Citizen Commercial Joint Stock Bank respectfully submits to the General Meeting of Shareholders for consideration and approval the following matters:

1. 2025 Financial Statements: Approval of the separate and consolidated financial statements for the fiscal year 2025 of the National Citizen Commercial Joint Stock Bank, audited by AFC Vietnam Auditing Company Limited and issued on March 16, 2026.

2. Profit Distribution Plan for 2025: The profit distribution plan is prepared based on the Bank's business results audited by AFC Vietnam Auditing Company Limited, as follows:

No.	Items	Amount (VND million)
1	Profit before corporate income tax in 2025	1,341
2	Corporate income tax	1,341
3	Profit after corporate income tax in 2025 (3) = (1) – (2)	0
4	Undistributed profit carried forward as of January 1, 2025	(5,767,611)
5	Total appropriation to funds in 2025 in accordance with applicable regulations	0
6	Accumulated undistributed profit as of December 31, 2025 (6) = (3) + (4) - (5)	(5,767,611)
7	Undistributed profit eligible for distribution in accordance with regulations	0
8	Profit distribution and appropriation to funds (8) = (5) + (7)	0

Since the profit after tax for 2025 is zero, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval that no profit distribution or appropriation to funds shall be made for 2025.

Respectfully submitted!

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- As above;
- Archived at the BOD Office.

BUI THI THANH HUONG



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 09/2026/TTr-HĐQT

Hanoi, 1/4/2026

SUBMISSION

TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

(Re: Approval of the Remuneration of the Board of Directors and the Supervisory Board in 2025)

Respectfully submitted to: The General Meeting of Shareholders of the National Citizen Commercial Joint Stock Bank (NCB)

- Pursuant to the Law on Credit Institutions 2024;
- Pursuant to the Charter of National Citizen Commercial Joint Stock Bank (NCB),

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) the utilization of the remuneration fund for the Board of Directors and the Supervisory Board in 2025, as follows:

- Approved remuneration budget for 2025 (Based on the approval under Resolution No. 320/2025/NQ-ĐHĐCĐ.NCB dated March 29, 2025 approving the remuneration budget of the Board of Directors and the Supervisory Board for 2025 according to Submission No. 04/2025/TTr-HĐQT.NCB dated March 27, 2025): **VND 24,421,530,000** (In words: Twenty-four billion four hundred twenty-one million five hundred thirty thousand Vietnamese dong);
- Actual remuneration paid in 2025: **VND 20,438,113,000** (In words: Twenty billion four hundred thirty-eight million one hundred thirteen thousand Vietnamese dong).

Regarding the detailed actual remuneration payable to each member, the Board of Directors and the Supervisory Board are authorized to finalize such amounts based on the total approved actual remuneration, taking into account each member's position, their contribution, and the Bank's prevailing regulations.

Respectfully submitted.

Recipients:

- As above;
- Archived at the BOD Office, Human Resources & Administration, Document Management Unit.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

BUI THI THANH HUONG

No.: 03/2026/BKS-NCB

Hanoi, 24/03/2026

REPORT

ON THE ACTIVITIES OF THE SUPERVISORY BOARD IN 2025 AND DIRECTIONS FOR 2026

Respectfully submitted to: The General Meeting of Shareholders

- Pursuant to the Charter and the amended Charter of the National Citizen Commercial Joint Stock Bank (NCB);
- Pursuant to the Regulation on the Organization and Operation of the Supervisory Board issued together with Decision No. QC.BM.025 dated April 8, 2023 of the Supervisory Board (SB);
- Based on the operational situation of the National Citizen Commercial Joint Stock Bank (NCB), the reports of the Board of Directors (BOD), the Board of Managers (BOM) and the operational results of the Supervisory Board (SB) in 2025;

The Supervisory Board (SB) respectfully reports to the General Meeting of Shareholders (GMS) on the activities of the Supervisory Board and the results of the review of the financial statements of the National Citizen Commercial Joint Stock Bank (NCB) as follows:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2025

In 2025, the SB implemented and completed its duties in accordance with the NCB Charter and the Regulation on the Organization and Operation of the Supervisory Board, thereby contributing, together with the entire NCB system, to the implementation of the tasks approved by the GMS, as follows:

1. Structure of the Supervisory Board

- From January 1, 2025 to December 24, 2025, the SB consisted of 03 members. At the Extraordinary General Meeting of Shareholders (EGM) held on December 24, 2025, a new Supervisory Board for the 2025-2030 term was elected with 05 members, meeting the structural requirements stipulated in the NCB Charter and in Clause 2, Article 51 of the Law on Credit Institutions 2024.

- The Supervisory Board elected the Head of the Supervisory Board, who then assigned responsibilities among SB members in order to implement the duties of the Supervisory Board in accordance with applicable laws and the Bank’s Charter.

2. Implementation of the Duties of the Supervisory Board

In 2025, the SB fully performed its duties and powers in accordance with Article 51 of the Law on Credit Institutions, specifically as follows:

- Organized 16 meetings with 100% participation of members to exchange views and discuss the implementation of work plans and assigned tasks:

No.	Members of the SB	Number of Meetings Attended	Attendance Rate	Voting Rate	Period of Participation in SB in 2025
1	Ms. Do Thi Duc Minh – Head of the Supervisory Board	16	100%	100%	From January 01, 2025 to December 31, 2025
2	Ms. Vu Kim Phuong – Member of the Supervisory Board	16	100%	100%	From January 01, 2025 to December 31, 2025
3	Mr. Nguyen Van Quang – Member of the Supervisory Board	15	100%	100%	From January 01, 2025 to December 23, 2025
4	Ms. Pham Thi Hien – Deputy Head of the Supervisory Board	1	100%	100%	From December 24, 2025 to December 31, 2025
5	Mr. Nguyen Viet Son – Member of the Supervisory Board	1	100%	100%	From December 24, 2025 to December 31, 2025
6	Mr. Le Van Quy – Member of the Supervisory Board	1	100%	100%	From December 24, 2025 to December 31, 2025

- On an annual basis, the SB reviews its internal regulations, including updates related to the Supervisory Board and Internal Audit (IA) in accordance with the Law on Credit Institutions, the Law on Enterprises, the Law on Securities, and other relevant legal documents; and reviews internal documents of the Internal Audit function.
- Performing its supervisory role over compliance with laws and the Bank's Charter in the governance and management of NCB; being accountable to the GMS for the performance of assigned duties and powers; promptly identifying operational risks of the Bank and making recommendations to the BOD and the BOM for remedial actions. The supervisory activities of the SB are carried out regularly across NCB's operations, including:
 - Supervising compliance with banking safety ratios.
 - Supervising the implementation of the Restructuring Plan (RP) in accordance with the roadmap established by NCB, including the plan to increase Charter Capital by VND 7,500 billion.
 - Supervising compliance with professional ethical standards of SB members and internal auditors, ensuring adherence to legal regulations.
 - Supervising and supporting inspection and examination activities conducted by the SBV and other regulatory authorities at NCB in a timely manner.
 - Supervising information disclosure.
 - Supervising Internal Audit in implementing the audit plan and monitoring the implementation of corrective actions for IA recommendations addressed to the BOD and the BOM.

Based on the results of supervision, internal audit activities, and the review of internal regulations, the SB issued Management Letters to the BOD and the CEO, enabling the BOD and the CEO to make decisions and provide directions to relevant Divisions/Departments/Centers in order to prevent and fully address operational shortcomings, and to promptly revise or issue additional internal regulations where necessary.

- Proposing and recommending to the GMS the approval of the selection of an independent audit firm to audit the financial statements and to provide assurance services on the effectiveness of the internal control system in relation to the preparation and presentation of the financial statements for the 2026 financial year.
- The SB attended all meetings of the Board of Directors, the Risk Management Committee, and the monthly meetings between the BOD and the BOM.

- In performing its advisory role, the SB provided recommendations and advisory opinions to the BOD and the CEO, including:
 - Directing relevant units to proactively review internal regulations, procedures, guidelines, and banking products to ensure compliance with legal regulations, enhance operational efficiency, and strengthen risk control in banking activities.
 - Directing relevant units to strengthen supervision over compliance with regulations on disbursement, collateral appraisal, and post-Extension of Credit monitoring, ensuring full compliance with NCB's prevailing regulations.
 - Directing relevant units to review the credit card approval criteria configured in the system and reconcile them with current regulations governing credit card issuance for Retail Customers. Additional control checkpoints have been implemented to ensure the accuracy and appropriateness of information and data used in estimating credit card limits for customers.
 - Directing relevant units to review loans under employee loan programs and adjust interest rates in accordance with applicable regulations.
 - Directing relevant units to coordinate with customers to obtain supporting documentation evidencing income sources.
 - Directing relevant units to enhance the quality of credit appraisal and approval, strengthen monitoring and early warning of debts to enable timely actions, including suspension of credit growth at specific units or suspension of approval authority of relevant individuals where necessary.
 - Reviewing service providers delivering services to NCB to ensure that all providers have signed confidentiality commitments in accordance with regulations and executing additional agreements where necessary.
 - Strictly supervising the quality of input data used in the calculation of CAR/ICAAP.
 - Strengthening coordination among relevant units in reviewing and reconciling system access rights, ensuring that access rights are consistent with the responsibilities of each position and that access rights are updated promptly to prevent risks related to unauthorized access and disclosure of critical banking information.
 - Directing audited units to strictly implement corrective actions for deficiencies and shortcomings identified in audit reports/minutes, thereby improving control quality and preventing operational risks.
 - Strengthening the organization of mandatory training programs on internal control and Risk Management for key personnel and operational staff in order to enhance awareness and the compliance culture across the entire system.
- The SB conducted the review of the 2024 financial statements and the 2025 semi-annual financial statements, submitting the results to the BOD and the CEO, and

reporting to the 2025 General Meeting of Shareholders on the results of the review of the 2024 financial statements.

- In accordance with the Law on Credit Institutions, the SB timely updated the list of shareholders owning 1% or more of the Charter Capital, as well as the related persons of members of the BOD, members of the SB, the CEO, and shareholders owning 1% or more of Charter Capital, and maintained and updated such list in accordance with legal regulations and NCB's internal regulations.
- The SB supervised the approval and implementation of investment projects, purchases and sales of fixed assets, contracts, and other transactions of NCB falling under the authority of the GMS and the BOD, including:
 - Reviewing contracts and transactions with related parties of NCB falling under the authority of the GMS and the BOD. In 2025, the SB reviewed the approval and implementation of 08 related-party transactions of NCB. The review results showed that the procedures, processes, and approval authorities complied with legal regulations and the NCB Charter, and that the transactions were disclosed in accordance with legal requirements.
 - Supervising the approval and monitoring the implementation of investment projects, fixed asset transactions, contracts, and other transactions under the authority of the BOD. In 2025, the SB received information, monitored the approval processes, and provided independent opinions and recommendations in compliance with legal regulations regarding Extension of Credit and changes in credit terms for customers.
- Performing other duties of the SB in accordance with the Charter and applicable laws, including:
 - Strengthening effective coordination mechanisms within the Internal Control System, particularly among Internal Audit, the Risk Management Division, and the Legal & Compliance Division, to ensure systematic establishment, sharing, and utilization of information and results.
 - Strengthening coordination and information exchange between the SB, the BOD, and the CEO. Recommendations of the SB were considered and implemented by the BOD and the CEO, ensuring the interests of NCB and compliance with legal regulations and internal governance regulations of NCB.

- The SB directed the Internal Audit Center to coordinate with relevant units to prepare reports required by the SBV, as well as corporate governance reports, annual reports, and other regulatory reports.
- The SB supervised the BOD and the CEO in implementing the resolutions, directions, and business objectives for 2025 approved by the GMS, as well as policies and directives issued by the Government and the SBV. The results of this supervision are presented in Section 3 below.

Based on the above activities, the Supervisory Board assesses that it has effectively implemented and successfully fulfilled the operational directions for 2025 approved by the General Meeting of Shareholders.

3. Assessment of the Implementation of the Resolutions of the GMS and the BOD

3.1 *Assessment of the Implementation of the Resolutions of the General Meeting of Shareholders (GMS)*

- **Supervisory results regarding the implementation of resolutions issued in 2025:**
The SB monitored the implementation of 08 resolutions issued in 2025. The monitoring results 07/08 has been done; 01 resolution is in processing. The implementation status is as follows:

+ 07 resolution completion:

➤ Resolution No. 320/2025/NQ-ĐHĐCĐ dated March 29, 2025:

- ✓ Remuneration budget for the BOD and the SB in 2025: Members of the BOD and SB received remuneration in accordance with the remuneration budget approved by the GMS for 2025, in compliance with the NCB Charter and relevant internal regulations.
- ✓ Selection of an independent audit firm to audit/review the financial statements and the Internal Control System (ICS) for the financial year 2026: Based on the approval of the GMS, NCB is currently negotiating the detailed terms of the audit/review service contract for the financial statements and the Internal Control System for the financial year 2026 with the selected independent audit firm.
- ✓ Approval of the proposed remedial plan in case of early intervention: Completed.

➤ Resolution No. 321/2025/NQ-ĐHĐCĐ dated March 29, 2025:

In implementing Resolution No. 321/2025/NQ-ĐHĐCĐ dated March 29, 2025, the BOD completed the private placement of shares to increase Charter Capital by

VND 7,500 billion in 2025. NCB received approval from the SBV for the amendment of Charter Capital in the Establishment and Operation License under Decision No. 8395/QĐ-NHNN dated December 15, 2025, and completed the procedures for additional listing of shares pursuant to Decision No. 134/QĐ-SGDHN.

➤ **Resolution No. 322/2025/NQ-ĐHĐCĐ dated March 29, 2025; Resolution No. 323/2025/NQ-ĐHĐCĐ dated March 29, 2025:**

Following approval by the GMS, NCB implemented the procedures for issuance and disclosure of information in accordance with relevant legal regulations.

➤ **Resolution No. 1617/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025:**

Following approval by the GMS, NCB submitted the application dossier and obtained approval from the SBV for the amendment of the operating term in the Establishment and Operation License under Decision No. 56/QĐ-NHNN dated January 16, 2026. Accordingly, the operating term of NCB is 99 years from September 18, 1995.

➤ **Resolution No. 1618/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025 and Clause 1.9 Article 1 of Resolution No. 320/2025/NQ-ĐHĐCĐ dated March 29, 2025:**

Following approval by the GMS, NCB carried out procedures in accordance with legal regulations, including issuance and disclosure on the NCB website of the Charter and the Regulation on the Organization and Operation of the Board of Directors, in compliance with securities regulations. The amended and supplemented Charter was also submitted to the SBV in accordance with banking regulations.

➤ **Resolution No. 1619/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025:**
Completed.

+ 01 resolution : in-processing

➤ **Resolution No. 1620/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025:**

NCB submitted an application and obtained approval from the SBV for an increase of Charter Capital by VND 10,000 billion under Official Letter No. 560/NHNN-QLGS dated January 22, 2026. The Board of Directors of NCB has prepared the detailed private placement plan for the Charter Capital increase and is continuing to implement the capital increase in accordance with legal procedures.

- **Supervisory results regarding the implementation of resolutions issued in 2023:**
 - **Resolution No. 318/2023/NQ-ĐHĐCĐ dated May 31, 2023 – Currently under implementation:** NCB signed an agreement to transfer 203 million shares of Bamboo Airways Joint Stock Company (BAV) to a partner, with the payment deadline set before June 30, 2024. The partner sent written requests dated June 26, 2024 and October 7, 2024 requesting an extension of the payment deadline. The partner reaffirmed its commitment to complete the transaction but requested the extension due to financial difficulties. Up to the present time, the partner has not yet fulfilled the payment obligation as agreed. NCB will continue to monitor the situation and take appropriate measures to ensure the interests of the Bank and its shareholders.

3.2 Assessment of the Implementation of the Resolutions of the Board of Directors (BOD)

- In 2025, the BOD issued 327 resolutions. The implementation status of these resolutions is as follows:
 - 124 resolutions completed, accounting for 38%.
 - 187 resolutions under implementation, accounting for 57%.
 - 05 resolutions delayed, accounting for 2%, all related to credit activities, due to delays in completing procedures for collateral registration and mortgage documentation.
 - 11 resolutions discontinued, accounting for 3%, including: 06 resolutions related to Debt Resolution, discontinued because customers were unable to implement the plans stipulated in the resolutions and alternative solutions were adopted; 04 resolutions related to credit, discontinued due to expiration of the disbursement period or the issuance of new credit limits; 01 resolution related to internal regulations, discontinued because a new regulation had been issued to replace it.
- During the period 2023-2024, there were 71 resolutions still under implementation and 03 resolutions delayed, including: 02 resolutions related to credit, due to delays in completing procedures for collateral registration; 01 resolution related to the Fraud Prevention Project, due to a change in implementation approach from in-house deployment by NCB to full investment/outsourcing.
- The implementation status of BOD resolutions during the period from 2023 to 2025, categorized by operational areas, is summarized as follows:

No.	Status of Resolution Implementation	BY AREA								
		Personnel	Projects	Network	Debt Resolution	Credit	GMS	Regulations	Other Matters	Total
<i>I</i>	Cumulative (2023-2025)	25	7	1	38	238	9	13	70	401
1	Completed	24	0	1	17	18	9	10	45	124
2	Under implementation	1	6	0	15	209	0	2	25	258
3	Delayed / Non-compliant	0	1	0	0	7	0	0	0	8
4	Discontinued	0	0	0	6	4	0	1	0	11
<i>I.1</i>	Period 2023-2024 (Resolutions under implementation / delayed / non-compliant / discontinued)	0	7	0	2	58	0	0	7	74
1	Under implementation		6		2	56			7	71
2	Delayed / Non-compliant		1			2				3
3	Discontinued									
<i>I.2</i>	2025	25	0	1	36	180	9	13	63	327
1	Completed	24		1	17	18	9	10	45	124
2	Under implementation	1			13	153		2	18	187
3	Delayed / Non-compliant					5				5
4	Discontinued				6	4		1		11

4. Enhancement & Strengthening of the Role of Internal Audit

- The SB directed, managed, and supervised the performance of the Internal Audit function, specifically as follows:
 - Directing and supervising the Internal Audit Department in conducting independent and objective reviews and assessments of the Internal Control System (ICS) across units within the NCB system. In 2025, the Internal Audit Department conducted: 08 audits of business units, and 14 thematic audits at departments/units/branches of NCB across various areas, including: Credit activities, Anti-Money Laundering (AML), Human resources, International payments, Sales promotion activities, Collateral appraisal, Oversight by senior management – supervision by the CEO, Information technology, Network

development, Third-party risk management, Capital adequacy ratio management, Review of loan portfolios under enhanced supervisory requirements. The audit and review results identified errors and violations at audited units, shortcomings in internal regulations, and potential risks. Recommendations were made for relevant units to implement corrective measures, rectify deficiencies, and address responsibilities of individuals involved in violations, thereby contributing to improved operational quality and ensuring safety in banking operations.

- Directing the Internal Audit Department to monitor and urge relevant units to address findings from inspections conducted by the SBV and recommendations from Internal Audit. The Internal Audit Department also coordinated effectively with independent auditors and the SBV in carrying out tasks as required.
- Directing the Internal Audit Department to deploy software applications to enhance productivity, helping reduce processing time and improve overall work efficiency.

5. Supervision of Governance & Management Activities

- From January 1, 2025 to December 23, 2025, the BOD of NCB consisted of 05 members. From December 24, 2025, the BOD comprises 08 members, including 01 Chairwoman of the Board, 01 Vice Chairwoman of the Board, and 02 independent members of the Board of Directors, meeting the structural requirements stipulated in Article 69 of the Law on Credit Institutions, Clause 4 Article 276 of Decree No. 155/2020/NĐ-CP (implementing the Law on Securities), and Clause 54.3 Article 54 of the NCB Charter.
- The Chairwoman of the Board assigned responsibilities among members of the BOD to ensure the implementation of the Board's duties in accordance with legal regulations and the Bank's Charter.
- The BOD of NCB has carried out governance and management activities in accordance with its functions and duties as stipulated in Article 70 of the Law on Credit Institutions, Article 55 of the NCB Charter, and the Regulation on the Organization and Operation of the Board of Directors.
- In 2025, the BOD held meetings in accordance with regulations and promptly issued resolutions, regulations, and policies related to the organization and operations of NCB. The Board assessed operational performance and implemented the overall development orientation for the Bank. The BOD also directed the Board of Managers (BOM) in implementing NCB's business plan and promptly addressed existing issues,

difficulties, and obstacles arising during operations. At the same time, the Board supervised and urged the remediation of deficiencies and limitations identified in conclusions and recommendations from the SBV and supervisory inspection authorities.

- The CEO actively organized and managed banking operations to implement the business plan, improve the Internal Control System (ICS), and address shortcomings and limitations in accordance with the resolutions of the GMS and the directions of the BOD.
- Shareholders holding 1% or more of NCB's Charter Capital, members of the BOD, the SB, the CEO, and other executives have disclosed related interests and declared related persons and other information in compliance with legal regulations.

Through its supervisory activities, the SB concluded that the governance and management activities of NCB have been implemented in compliance with applicable legal regulations.

6. Coordination Between the Supervisory Board, the Board of Directors, the Chief Executive Officer, and Shareholders

- Coordination between the SB, the BOD, the CEO, and shareholders has been conducted in compliance with legal regulations and for the best interests of the Bank.
- The SB supervises the management and operational activities of the BOD and the CEO in accordance with the resolutions of the GMS and the BOD. Accordingly, the BOD and the BOM have proactively conducted governance and operational activities to implement approved matters within their authority, in compliance with legal regulations, the Bank's Charter, and policies of the Government and the SBV. The SB has closely coordinated with the BOD and the CEO in supervising senior management to ensure that NCB's operations comply with legal regulations, internal regulations of NCB, and serve the overall interests of the Bank.
- The BOD and the CEO have created favorable conditions for the SB to fully perform its functions and duties. Recommendations made by the SB and Internal Audit have been reviewed by the BOD and the CEO, who have instructed relevant units to implement them seriously and effectively.

7. Monitoring of the Implementation of the Restructuring Plan

- As of December 31, 2025, NCB's total assets reached 123% of the target set under the Restructuring Plan (RP).
- Customer lending activities complied with the credit growth limits assigned by the

State Bank of Vietnam (SBV) for 2025

- In 2025, NCB successfully completed the private placement of shares to increase charter capital by VND 7,500 billion, raising total charter capital to VND 19,280 billion, one year ahead of the schedule approved under the PACCL. The SBV issued Decision No. 8395/QĐ-NHNN dated 15/12/2025 amending the charter capital stated in NCB's License for Establishment and Operation. Accordingly, during the 2024–2025 RP implementation period, NCB increased its charter capital by a total of VND 13,678 billion, exceeding the approved plan by VND 6,200 billion
- Business performance exceeded plan: Under the PACCL, NCB was not expected to generate profit in 2025 and was not required to make additional provisioning or reverse accrued interest income. In practice, NCB recorded profit before RP of VND 949 billion and utilized the entire profit to make provisions and reverse accrued interest income in accordance with the RP requirements.
- Total debt settlement and recovery under the RP for the 2024–2025 period reached 122% of the plan.

II. RESULTS OF THE REVIEW OF THE BANK'S FINANCIAL STATEMENTS FOR 2025

The Supervisory Board has reviewed and appraised the Bank's separate and consolidated interim financial statements, as well as the annual financial statements for 2025. The Supervisory Board concurs with the opinion of AFC Vietnam Auditing Company Limited that the financial statements fairly present, in all material respects, the financial position of NCB and its subsidiary as at December 31, 2025, and the results of operations and cash flows for the financial year then ended, in accordance with applicable accounting standards, the Vietnamese banking accounting regime, and relevant legal regulations. The Supervisory Board also concurs with the matters of emphasis presented in the separate and consolidated audited financial statements.

Summary of Key Business Indicators for 2025

Unit: VND billion

No.	Indicator	2024 Actual	2025 Plan	2025 Actual	% of Plan
1	Total assets	118.559	135.500	163.730	121%
2	Total outstanding loan (end-of-year)	71.175	92.528	97.545	105%
3	Primary market funding (end-of-year) including term deposit and issuance of valuable papers	100.489	118.500	131.937	111%

No.	Indicator	2024 Actual	2025 Plan	2025 Actual	% of Plan
4	Profit before RP	(5.140)	59	949	1.608%

Detailed figures are presented in the audited separate financial statements for 2025, and the 2025 plan was approved by the General Meeting of Shareholders.

- Under the direction of the Chief Executive Officer, following the orientation of the Board of Directors, and with the efforts of the entire system to expand business activities, NCB has achieved and exceeded key targets in accordance with the plan approved by the 2025 Annual General Meeting of Shareholders. Specifically, total assets reached VND 163,730 billion, achieving 121% of plan; total outstanding loans reached VND 97,545 billion, achieving 105% of plan; and total funding from Primary Market reached VND 131,937 billion, equivalent to 111% of plan
- Regarding the target of profit before RP, NCB recorded profit before tax prior to implementation of the RP of VND 949 billion. In accordance with its commitments, the entire amount of profit was utilized for the implementation of the RP; therefore, profit after implementation of the RP was 0 VND.

The Supervisory Board is of the opinion that, in 2025, the Bank has gradually stabilized its operations following a period focused on reviewing and strengthening asset quality. Along with the acceleration of business development and the expansion of credit activities, financial indicators and business performance have shown positive improvement. At the same time, the Bank has continued to enhance its risk management practices and ensure compliance with applicable legal regulations, thereby laying a solid foundation for safe and sustainable development in the coming years

III. OPERATIONAL DIRECTIONS OF THE SUPERVISORY BOARD FOR 2026

Based on the functions and duties stipulated in the NCB Charter, the Regulation on the Organization and Operation of the Supervisory Board, and the 2026 business plan of the NCB system, the SB has identified the following key priorities for 2026:

1. Continue strengthening and enhancing the supervisory activities of the Supervisory Board to ensure compliance with legal regulations, internal regulations, and the NCB Charter in the governance and management of the Bank.
2. Supervise the implementation of resolutions of the GMS, resolutions/decisions of the BOD, and the operational activities of the BOM.

3. Implement amendments and supplements to the Regulation on the Organization and Operation of the Supervisory Board and other internal regulations issued by the SB, ensuring compliance with applicable laws.
4. Direct Internal Audit to implement the 2026 Internal Audit plan and develop the 2027 audit plan, ensuring effective inspection and supervision through Internal Audit, timely identification of risks, and the safety of banking operations.
5. Continue improving the capacity of Internal Audit, enhancing productivity, quality, and effectiveness of internal audits; innovating audit content and methodologies to proactively detect, prevent, and promptly address violations.
6. Conduct reviews of the 2025 annual financial statements and the 2026 semi-annual financial statements.
7. Prepare and maintain the list of shareholders holding 1% or more of Charter Capital, as well as related persons of members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, and shareholders holding 1% or more of Charter Capital, and update such information in accordance with legal regulations.
8. Maintain the coordination mechanism between the Supervisory Board, the Board of Directors, the Chief Executive Officer, and shareholders; coordinate with the BOD and BOM to improve the Bank's operational efficiency; strengthen effective coordination among internal control functions across different lines of defense to ensure systematic establishment, utilization, and sharing of information and results.
9. Supervise the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts, and other transactions of NCB falling under the authority of the GMS and the BOD. Periodically prepare and submit supervisory reports to the GMS and the BOD.
10. Continue supervising compliance with regulations on operational limitations and safety requirements in accordance with the Law on Credit Institutions.
11. Examine the reasonableness, legality, integrity, and prudence in the management and operation of business activities; assess the consistency, systematization, and appropriateness of accounting, statistical, and financial reporting practices.
12. Perform other duties and functions in accordance with applicable laws and the NCB Charter.

Based on the above contents, the Supervisory Board respectfully reports and proposes

that the 2026 Annual General Meeting of Shareholders review and approve the Supervisory Board's report and the operational directions for 2026.

Respectfully submitted!

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**

Recipients:

- *The AGM,*
- *The BOD, the SB, the CEO;*
- *Archived at: the SB, the BOD Office.*

Do Thi Duc Minh



No.:/2026/NQ-DHĐCĐ.NCB

Hanoi, April 02, 2026

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (as amended and supplemented);
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 (as amended and supplemented);
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 (as amended and supplemented);
- Pursuant to the Charter of the National Citizen Commercial Joint Stock Bank (NCB);
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders No./2026/BBH- ĐHĐCĐ dated April 02, 2026,

RESOLVES:

Article 1. Approval of the following contents:

- 1.1. Report on the activities of the Board of Directors in 2025 and operational orientation for 2026, No 121/2026/HĐQT-NCB dated 11/03/2026;
- 1.2. Report on the activities of the Supervisory Board in 2025 and directions for 2026, No. 02/2026/BKS-NCB dated 24/03/2026;
- 1.3. Report on the assessment of business performance in 2025 and the action plan for 2026 of the Chief Executive Officer, No. 1233/2026/BC-TGD dated 09/03/2026;

- 1.4. Submission on the remuneration of the Board of Directors and the Supervisory Board in 2025, No. 09/2026/TTr-HĐQT dated 01/04/2026;
- 1.5. Submission on the approval of the 2025 Financial Statements and the 2025 Profit Distribution Plan, No. 08/2026/TTr-HĐQT dated 1/4/2026;
- 1.6. Submission on the 2026 Business Plan, No. 03/2026/TTr-HĐQT dated 11/03/2026;
- 1.7. Submission on the remuneration budget of the Board of Directors and the Supervisory Board for 2026, No. 04/2026/TTr-HĐQT dated 11/03/2026;
- 1.8. Selection of an independent auditing firm for the 2027 financial year, as proposed in Submission No. 01/2026/TTr-BKS dated March 9, 2026;
- 1.9. Amendments and supplements to the Charter of National Citizen Commercial Joint Stock Bank, as proposed in Submission No. 06/2026/TTr-HĐQT dated April 1, 2026;
- 1.10. Amendments and supplements to the Regulation on the Organization and Operation of the Board of Directors of National Citizen Commercial Joint Stock Bank, as proposed in Submission No. 06/2026/TTr-HĐQT dated April 1, 2026;
- 1.11. Submission on the amendment and supplementation of the Regulation on the Organization and Operation of the Supervisory Board, No. 02/2026/TTr-BKS dated 16/03/2026.

Article 2. This Resolution shall take effect from 2/4/2026.

Article 3. Within the scope of their respective rights and responsibilities, members of the Board of Directors, members of the Supervisory Board, the

Chief Executive Officer, relevant units and individuals shall be responsible for the implementation of this Resolution./.

Recipients:

- *The BOD, the SB, the CEO;*
- *Archived at the BOD Office.*

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON OF THE MEETING**

BUI THI THANH HUONG



No.:/2026/NQ-ĐHĐCĐ.NCB

Hanoi, April 02, 2026

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (as amended and supplemented);
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 (as amended and supplemented);
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2021 of the Government detailing a number of articles of the Law on Securities (as amended and supplemented);
- Pursuant to the Charter of the National Citizen Commercial Joint Stock Bank (NCB);
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders No./2026/BBH-ĐHĐCĐ dated April 2, 2026,

RESOLVES:

Article 1. To approve the contents specified in Section II of Submission No. 07/2026/TTr-HĐQT dated 01/04/2026 regarding the Private Placement of Shares to Increase Charter Capital in 2026.

Article 2. This Resolution shall take effect from 2/4/2026.

Article 3. Within the scope of their respective authority and responsibilities, members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, and relevant units and individuals shall be responsible for implementing this Resolution./.

Recipients:

- The BOD, the SB, the CEO;
- Archived at the BOD Office.

ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRPERSON OF THE MEETING

BUI THI THANH HUONG



SUBMISSION
TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re: Private Placement of Shares to Increase Charter Capital in 2026

**Respectfully submitted to: The General Meeting of Shareholders of the
National Citizen Commercial Joint Stock Bank**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (as amended and supplemented);
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 (as amended and supplemented);
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing a number of articles of the Law on Securities (as amended and supplemented);
- Pursuant to the Charter of the National Citizen Commercial Joint Stock Bank (NCB);
- Pursuant to Resolution No. 1620/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025;
- Based on the actual situation;

The Board of Directors (BOD) respectfully reports to the 2026 Annual General Meeting of Shareholders (AGM) on the plan for private placement of shares to increase Charter Capital in 2026 as follows:

I. Report Contents:

Based on the matters approved and authorized by the Extraordinary General Meeting of Shareholders in 2025 under Resolution No. 1620/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025:

- NCB submitted an application dossier and was approved by the State Bank of Vietnam (SBV) to increase its Charter Capital by VND 10,000 billion under Official Letter No. 560/NHNN-QLGS dated January 22, 2026.

- The Board of Directors issued Resolution No. 209/2026/NQ- HĐQT.NCB approving the detailed private placement plan to increase Charter Capital in 2026, including:

(i) Offering price: VND 10,000 per share.

(ii) Offering targets and investor selection criteria: Professional securities investors in accordance with the Law on Securities, possessing strong financial capacity and committing to long-term cooperation and alignment with the Bank’s strategic vision.

(iii) Plan to ensure compliance with foreign ownership limits: To ensure that foreign ownership complies with applicable laws and the NCB Charter, the BOD will offer shares only to domestic investors.

(iv) Plan for use of proceeds:

The entire proceeds from the private placement, expected to amount to VND 10,000,000,000,000, will be used to supplement capital for business operations, allocated according to the following priorities:

No.	Use of Proceeds	Amount (VND billion)	Expected Period
	Additional capital for business operations	10,000	2026-2027
1	Credit for personal consumer and living needs	3,000	
2	Credit for enterprises operating in tourism and entertainment	2,000	
3	Credit for enterprises in trade and services	1,500	
4	Credit for construction enterprises	1,500	
5	Credit for transportation and logistics enterprises	1,000	
6	Credit for manufacturing enterprises	1,000	
	Total	10,000	

- Currently, NCB is in the process of identifying, contacting, and working with potential investors.

II. Submission to the General Meeting of Shareholders:

In order to fully satisfy the conditions and complete the dossier for the private placement of shares to increase Charter Capital in 2026 in accordance with the Law on Securities (as amended and supplemented) and Decree No. 155/2020/NĐ-CP (as amended and supplemented), the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the following:

1. Approval of the contents of the private placement plan to increase Charter Capital in 2026. As presented in Section I of this Submission, including:
 - (i) Offering price;
 - (ii) Offering targets and investor selection criteria;
 - (iii) Plan for use of proceeds from the offering.

2. Authorization to the Board of Directors:

- 2.1. To continue implementing the private placement plan to increase Charter Capital in 2026 in accordance with the contents stated in Item 1, Section II of this Submission and the matters approved by the GMS under Resolution No. 1620/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025, approved by The Board of Directors under Resolution No. 209/2026/NQ-HĐQT.NCB, dated 24/02/2026.
- 2.2. To continue authorizing the Board of Directors to decide and implement matters assigned and authorized by the GMS under the private placement plan approved in Resolution No. 1620/2025/NQ-ĐHĐCĐ.NCB dated December 24, 2025.
- 2.3. During the implementation process, the Board of Directors may further delegate authority to the Chairwoman of the Board or the Chief Executive Officer to perform necessary tasks in accordance with applicable regulations. The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- As above;
- Archived at: the BOD Office.

Bui Thi Thanh Huong



No.: 02/2026/TTr-BKS

SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Hanoi, 16/03/2026

SUBMISSION

Re: amendment and supplementation of the Regulation on Organization and Operation of the Supervisory Board

Respectfully submitted to: **THE GENERAL MEETING OF SHAREHOLDERS OF THE NATIONAL CITIZEN COMMERCIAL JOINT STOCK BANK**

Circular No. 83/2025/TT-NHNN regulating the Internal Control System of Commercial Banks and Foreign Bank Branches issued by the State Bank of Vietnam will take effect from July 01, 2026 (hereinafter referred to as “Circular 83”). Accordingly, the Regulation on Organization and Operation of the Supervisory Board approved by the General Meeting of Shareholders on April 13, 2024 also needs to be amended to ensure compliance with Circular 83 and the Charter of the National Citizen Commercial Joint Stock Bank (NCB).

Based on the above reason, the Supervisory Board of NCB has prepared a Draft amendment and supplementation of a number of contents in the Regulation on Organization and Operation of the Supervisory Board as attached.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval of the Draft amendment of the *Regulation on Organization and Operation of the Supervisory Board*, replacing the Regulation on Organization and Operation of the Supervisory Board issued under Resolution No. 1002/2024/NQ- ĐHĐCĐ dated April 13, 2024.

Respectfully submitted!

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD

Recipients:

- As above;
- The Supervisory Board;
- Archived at: the BOD Office.

Do Thi Duc Minh

SUMMARY TABLE OF KEY AMENDMENTS & SUPPLEMENTS TO THE REGULATION ON ORGANIZATION AND OPERATION OF THE SUPERVISORY BOARD

Notes:

- The italicized text in the column “Content of the Current Regulation”: is the content of the current Regulation;
- The italicized and underlined text in the column “Content of the Regulation after Amendment and Supplementation”: is the proposed content for supplementation, amendment or replacement.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
1.	Consolidation of Clause 6.1 Article 6 into Clause 7.1 Article 7	<p>- Clause 6.1 Article 6: The Supervisory Board supervises and evaluates the compliance with laws, internal regulations, the Charter and Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors;</p> <p>- Clause 7.1 Article 7: Supervising the governance and executive activities of NCB in compliance with laws, internal regulations, the Charter and Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors; and being responsible before the</p>	Supervising and <i>evaluating</i> the governance and executive activities of NCB in compliance with laws, internal regulations, the Charter and Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors; and being responsible before the General Meeting of Shareholders for the performance of assigned duties and powers in accordance with laws, the Charter of NCB and this Regulation.	Moving Clause 6.1 Article 6 to Clause 7.1 Article 7 to ensure consistency in the presentation of the document.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		General Meeting of Shareholders for the performance of assigned duties and powers in accordance with laws, the Charter of NCB and this Regulation.		
2.	Supplementation of content to Clause 6.2 Article 6	The Supervisory Board of NCB has at least 05 (five) members elected by the General Meeting of Shareholders.	The Supervisory Board of NCB has at least 05 (five) members elected by the General Meeting of Shareholders. <i>The structure of the Supervisory Board includes the Head of the Supervisory Board, the Deputy Head of the Supervisory Board (depending on practical requirements from time to time) and other members as decided by the Supervisory Board.</i>	Supplemented to be consistent with actual implementation.
3.	Amendment to point ii, item a, Clause 6.3 Article 6	a. The Supervisory Board has the following subordinate units: ii. Supporting unit (Including <i>the Advisory Board</i> and other titles as prescribed by the Head of the Supervisory Board from time to time)	a. The Supervisory Board has the following subordinate units: ii. Supporting unit (<i>Including the Assistant to the Head of the Supervisory Board</i> and other titles as prescribed by the Supervisory Board from time to time)	Amended to be consistent with actual implementation.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
4.	Amendment to item b, Clause 6.3 Article 6	<i>The specific functions and duties of the Center and subordinate units under the Supervisory Board shall be prescribed by the Supervisory Board.</i>	<i>The organizational structure, specific functions, duties and powers of the Center and supporting units shall be prescribed by the Supervisory Board.</i>	Amended to be consistent with Clause 3 Article 6 of Circular No. 83/2025/TT-NHNN (Circular 83).
5.	Amendment to Clause 7.3 Article 7	To organize the implementation of Internal Audit; <u>to be provided with full, accurate and timely access to information and documents related to the governance and executive activities of NCB; to have the right to use the resources of NCB to perform assigned duties and powers; to hire experts, independent consultants and external organizations to perform tasks but still be responsible for the performance of duties of the Supervisory Board.</u>	Separate the provision on the right of the Supervisory Board to access information: <u>to be provided with full, accurate and timely access to information and documents related to the governance and executive activities of NCB; to have the right to use the resources of NCB to perform assigned duties and powers; to hire experts, independent consultants and external organizations to perform tasks but still be responsible for the performance of duties of the Supervisory Board</u> into a separate clause in Article 7.	Amended to ensure consistency in the presentation of the document.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
6.	Amendment to Clause 7.19 Article 7	<p>To propose and recommend that the General Meeting of Shareholders <u>approve the list</u> of audit firms accepted to perform the audit of the Financial Statements of NCB;</p> <p><u>To decide on audit firms accepted to perform inspection of the company's operations and dismiss accepted auditors when deemed necessary.</u></p>	<p>(i) To propose and recommend that the General Meeting of Shareholders <u>decide on the selection</u> of an independent audit firm to audit NCB.</p> <p>(ii) Remove the content: <u>"To decide on audit firms accepted to perform inspection of the company's operations and dismiss accepted auditors when deemed necessary."</u></p>	<p>(i) Amended to comply with Clause 2 Article 7 of Circular No. 51/2024/TT-NHNN.</p> <p>(ii) Removed because this content stipulates the authority of the General Meeting of Shareholders.</p>
7.	Amendment to Clause 7.28 Article 7	<p><u>The Supervisory Board of NCB supervises Internal Auditors including:</u></p> <p><u>b) Supervising the Internal Audit Center in:</u></p> <p><u>i. Performing Internal Audit;</u></p> <p><u>ii. Reviewing and evaluating the effectiveness of Internal Audit and the performance results of the Head of Internal Audit;</u></p>	<p>The Supervisory Board of NCB performs <u>functions and duties related to Internal Audit in accordance with Clause 27.6 Article 27 of this Regulation.</u></p>	<p>Amended to comply with Clause 1 Article 72 of Circular 83.</p>

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		<i>iii. Handling and remedying shortcomings and limitations of Internal Audit as required or recommended by the State Bank of Vietnam, independent audit firms and other competent authorities.</i>		
8.	Supplementation to Article 7	Not stipulated	<i>To approve the annual report on Internal Audit in accordance with legal regulations.</i>	Supplemented to comply with point b Clause 4 Article 9 of Circular 84.
9.	Supplementation to Article 7		(i) To have the right to access and be provided with full, accurate and timely information and documents related to the governance and executive activities of NCB in accordance with Article 25 of this Regulation. (ii) To have the right to use the resources of NCB to perform assigned duties and powers; to hire experts, independent consultants and external organizations to perform tasks but still be responsible for the performance of duties of the Supervisory Board.	Supplemented (separating the provision on the right of the Supervisory Board to access information in Clause 7.3 Article 7 into two separate clauses) to ensure consistency in the presentation of the document.
10.	Supplementation of Clause 9.2 Article 9	To elect a member of the Supervisory Board as the Head of the Supervisory Board.	To elect a member of the Supervisory Board as the Head of the Supervisory Board and <i>the Deputy Head of the Supervisory Board (if any).</i>	Supplemented to be consistent with actual implementation.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
11.	Removal of Clause 9.16 Article 9		To supervise business activities, supervise accounting books, assets, reports, annual financial statements and propose remedies for violations (if any).	Removed due to duplication with Clause 9.4 Article 9.
12.	Amendment to Clause 10.2 Article 10	The list of candidates expected to be elected as members of the Supervisory Board must be approved in writing by the State Bank of Vietnam prior to the election or appointment to this position. <u>Persons elected as members of the Supervisory Board must be included in the list approved by the State Bank of Vietnam.</u>	Remove the content: <u>“Persons elected as members of the Supervisory Board must be included in the list approved by the State Bank of Vietnam.”</u>	Removed due to duplication in meaning.
13.	Amendment to Clause 12.12 Article 12	Persons who are responsible according to inspection conclusions leading to NCB or foreign branches of NCB being administratively sanctioned in the monetary and banking sector at the highest fine bracket for violations	Persons who are responsible according to inspection conclusions leading to NCB or foreign branches of NCB (<u>if any</u>) being administratively sanctioned in the monetary and banking sector at the highest fine bracket for violations related to licenses, governance,	Amended to be consistent with the actual situation at NCB.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		related to licenses, governance, administration, shares, stocks, capital contribution, share purchase, Extension of Credit, corporate bond purchase, safety ratios in accordance with the laws on handling administrative violations in the monetary and banking sector.	administration, shares, stocks, capital contribution, share purchase, Extension of Credit, corporate bond purchase, safety ratios in accordance with the laws on handling administrative violations in the monetary and banking sector.	
14.	Amendment to point d Clause 15.1 Article 15	Failure to complete assigned duties and tasks.	Failure to complete assigned duties and tasks <u>as assessed by the Supervisory Board.</u>	Amended to provide a basis for practical implementation.
15.	Supplementation of Clause 15.2 Article 15	Not stipulated	The dismissal or removal of members of the Supervisory Board shall comply with the provisions of law and the Charter of NCB.	Supplemented to clarify the timing and authority for dismissal or removal of members of the Supervisory Board.
16.	Amendment to point a Clause 16.2 Article 16	In cases of <i>resignation</i> , dismissal or removal of members of the Supervisory Board in accordance with this Regulation resulting in the Supervisory Board not having sufficient members to operate in accordance with laws or the	In cases of dismissal or removal of members of the Supervisory Board in accordance with this Regulation resulting in the Supervisory Board not having sufficient members to operate in accordance with laws or the Charter of NCB, within a maximum period of 90 days, the Bank	Remove the provision “resignation” as it falls under cases of dismissal in accordance with Article 15.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		Charter of NCB, within a maximum period of 90 days, the Bank must elect additional members to ensure the required number of members of the Supervisory Board.	must elect additional members to ensure the required number of members of the Supervisory Board.	
17.	Amendment to Clause 19.1 Article 19	<u>The General Meeting of Shareholders decides the remuneration, bonuses, other benefits and the annual operating budget of the Supervisory Board.</u>	The General Meeting of Shareholders decides the total remuneration, bonuses, other benefits and the annual operating budget of the Supervisory Board. <u>Based on the total remuneration approved by the General Meeting of Shareholders, the Head of the Supervisory Board decides the provisional monthly remuneration for members of the Supervisory Board based on the assignment of duties to each member.</u>	Amended to provide a basis for implementation.
18.	Amendment to Clause 21.1 Article 21	The first meeting of the Supervisory Board of a term to elect the Head of the Supervisory Board and make other decisions within its authority must be held within 07 (seven) days after the	The first meeting of the Supervisory Board of a term to elect the Head of the Supervisory Board and make other decisions within its authority must be held within 07 (seven) days after the election of that Supervisory Board. <u>The member</u>	Amended to ensure consistency and provide a basis for practical implementation.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		<p>election of that Supervisory Board. <u>The first meeting of the Supervisory Board of a term to elect the Head of the Supervisory Board shall follow the majority principle.</u></p> <p><u>The member of the Supervisory Board receiving the highest number of votes shall convene the first meeting of the Supervisory Board and propose the meeting agenda, time and venue at least 03 (three) days prior to the proposed meeting date. In case more than one member receives the highest and equal number of votes, those members shall elect by majority one among them to convene the Supervisory Board meeting.</u></p>	<p><u>of the Supervisory Board receiving the highest number of votes shall convene the first meeting.</u></p> <p><u>In case more than one member receives the highest and equal number of votes, the priority order to convene the first meeting of the Supervisory Board shall be as follows:</u></p> <p><u>(i) The Head of the Supervisory Board of the previous term (if re-elected).</u></p> <p><u>(ii) A member of the Supervisory Board of the new term who is not re-elected and is the oldest.</u></p> <p><u>(iii) In case members are of the same age, the member who has held the position of member of the Supervisory Board for the longest period or, if the tenure is the same, the member who has worked at NCB for the longest period shall convene the first meeting of the Supervisory Board.</u></p>	
19.	Amendment to Clause 21.6 Article 21	<p><u>The contents</u> of meetings of the Supervisory Board must be recorded in minutes fully, truthfully and accurately</p>	<p><u>All meetings</u> of the Supervisory Board must be recorded in written minutes, fully, truthfully and accurately reflecting all discussion opinions, dissenting opinions (if any) and conclusions, and</p>	Amended for clarification and to comply with Clause 3 Article 4 of Circular 83.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
		(including dissenting opinions of the Supervisory Board, if any) and must bear the signatures of all members of the Supervisory Board attending the meeting.	must bear the signatures of all members of the Supervisory Board attending the meeting. <i><u>Opinions and conclusions related to the Internal Control System discussed in meetings of the Supervisory Board must be recorded in writing.</u></i>	
20.	Amendment to point a Clause 27.6 Article 27	Relationship with the Internal Audit Center and supporting units of the Supervisory Board: a) The Supervisory Board is responsible for directly directing, managing and supervising the activities of the Internal Audit Center and supporting units of the Supervisory Board.	Relationship with the Internal Audit Center and supporting units of the Supervisory Board: The Supervisory Board is responsible for directly directing, managing and supervising the activities of the Internal Audit Center and supporting units, including: <i><u>- Supervising and evaluating the compliance with professional ethical standards of members of the Supervisory Board and Internal Auditors;</u></i> <i><u>- Supervising and evaluating the Internal Audit Center and the Head of Internal Audit in performing their functions and duties. The Supervisory Board may hire external organizations with professional expertise to evaluate the quality of internal audit activities.</u></i>	Amended to comply with Clause 1 Article 72 of Circular 83.

No.	Amended Article/Clause	Content of the Current Regulation	Content of the Regulation after Amendment and Supplementation	Legal Basis/Reason for Amendment and Supplementation
21.	Removal of point b Clause 27.6 Article 27	Reviewing, inspecting and evaluating to ensure the effectiveness of Internal Audit activities; bearing primary responsibility for ensuring the quality of Internal Audit activities.	Not stipulated.	Removed due to duplication with the second bullet point of point a of this clause.
22.	Supplementation to Article 27	<u>Not stipulated</u>	<i><u>Other contents as required by the Supervisory Board from time to time.</u></i>	Amended to be consistent with actual implementation.
23.	Effectiveness		This Regulation is approved by the General Meeting of Shareholders on April ..., 2026 and takes effect from July 01, 2026.	Consistent with the effective date of Circular 83, as this Regulation is amended and supplemented in accordance with the contents of Circular 83.



**DRAFT REGULATION ON ORGANIZATION AND
OPERATION OF THE SUPERVISORY BOARD**

Code: QC.BM.025

Hanoi, April 2026

CONTROL SHEET	
DRAFTING UNIT	
Trinh Thi Huong Internal Audit Expert	Pham Thi Hien – Member of the SB Vu Kim Phuong – Member of the SB Nguyen Viet Son – Member of the SB Le Van Quy – Member of the SB
RELATED UNIT	
APPRAISING UNIT	
Phung Ngoc Viet Nga Director of Legal and Compliance Division	Confirmed via email <input type="checkbox"/> Agree <input type="checkbox"/> Disagree/ Other comments
Vu Thuy Ngoc Chief of Office – Board of Directors’ Office	Confirmed on <input type="checkbox"/> Agree <input type="checkbox"/> Disagree/ Other comments
SUBMITTING LEVEL	
SUPERVISORY BOARD	
ISSUING AUTHORITY (Based on Resolution No. /2026/NQ-ĐHĐCĐ dated of the Annual General Meeting of Shareholders 2026 of NCB)	
SUPERVISORY BOARD	

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REGULATION
ON ORGANIZATION AND OPERATION OF THE SUPERVISORY BOARD

Chapter I
GENERAL PROVISIONS

Article 1. Scope and subjects of application

1.1. Scope of regulation: The Regulation on Organization and Operation of the Supervisory Board of NCB (*hereinafter referred to as the Regulation*) stipulates the organizational and personnel structure, standards, conditions, duties, powers and operating mechanism of the Supervisory Board of NCB.

1.2. Subjects of application: This Regulation is uniformly applied throughout the NCB system, including members of the Supervisory Board, and all individuals and units under NCB that are related to or interact with the activities of the Supervisory Board.

Article 2. Related documents

2.1. Legal normative documents:

No.	Name of document	Document number	Issuing authority	Date of issuance
1	Law on Credit Institutions	32/2024/QH15	National Assembly	January 18, 2024
2	Law on Enterprises	59/2020/QH14	National Assembly	June 17, 2020
3	Law on Securities	54/2019/QH14	National Assembly	November 26, 2019
4	Decree of the Government detailing the implementation of a number of articles of the Law on Securities	155/2020/NĐ-CP	Government	December 31, 2020
5	Circular No. 13/2018/TT-NHNN issued by the State Bank of Vietnam regulating the Internal Control System of Commercial Banks and foreign bank branches	Số: 13/2018/TT-NHNN	SBV	May 18, 2018
6	Circular No. 83/2025/TT-NHNN issued by the State Bank of Vietnam regulating the Internal Control System of Commercial Banks and foreign bank branches (effective from July 01, 2026)	Số: 83/2025/TT-NHNN	SBV	December 31, 2025
7	Circular of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No.	116/2020/TT-BTC	Ministry of Finance	December 31, 2020

No.	Name of document	Document number	Issuing authority	Date of issuance
	155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities			
8	Other relevant legal documents			

2.2. Internal documents of NCB:

No.	Name of document	Document number	Document code
1	Charter of National Citizen Commercial Joint Stock Bank		
2	Resolution of the Annual General Meeting of Shareholders of NCB		

2.3. In this document, referenced documents and materials include their relevant amendments and supplements.

Article 3. Interpretation of terms

3.1. In this Regulation, the following terms shall be construed as follows:

- a) *NCB*: National Citizen Commercial Joint Stock Bank;
- b) *GMS*: General Meeting of Shareholders of NCB;
- c) *Supervisory Board (SB)*: the Supervisory Board of NCB;
- d) *Board of Directors (BOD)*: the Board of Directors of NCB;
- e) *Law on Credit Institutions*: the Law on Credit Institutions No. 32/2024/QH15 issued on January 18, 2024;
- f) *Charter of NCB*: the Charter of NCB;
- g) *SBV*: the State Bank of Vietnam.

3.2. Other terms used in this Regulation shall have the same meanings as those defined in the Charter of NCB.

Article 4. Operating principles of the Supervisory Board

The Supervisory Board operates on the principle of collective working. Members of the Supervisory Board shall be individually responsible for their assigned tasks and jointly responsible before the General Meeting of Shareholders and before the law for the activities and decisions of the Supervisory Board.

Article 5. Legal status of the Supervisory Board

The Supervisory Board is elected by the General Meeting of Shareholders and is responsible before the General Meeting of Shareholders for the performance of its assigned duties and powers in accordance with Article 7 of this Regulation.

Chapter II**ORGANIZATIONAL STRUCTURE AND FUNCTIONS & DUTIES OF THE
SUPERVISORY BOARD****Article 6. Composition, term of office and structure of the Supervisory Board**

- 6.1. The Supervisory Board of NCB shall have at least 05 (five) members elected by the General Meeting of Shareholders. The structure of the Supervisory Board includes the Head of the Supervisory Board, the Deputy Head of the Supervisory Board (depending on practical requirements from time to time) and other members as decided by the Supervisory Board.
- 6.2. The Supervisory Board has an Internal Audit Center and supporting units to perform its duties, specifically:
- a) The Supervisory Board has the following subordinate units:
 - i. Internal Audit Center.
 - ii. Supporting unit (including the Assistant to the Head of the Supervisory Board and other positions as prescribed by the Supervisory Board from time to time).
 - b) The organizational structure, specific functions, duties and powers of the Internal Audit Center and supporting units shall be prescribed by the Supervisory Board.
- 6.3. The term of the Supervisory Board shall not exceed 05 (five) years; the term of members of the Supervisory Board shall follow the term of the Supervisory Board. The term of a member of the Supervisory Board who is additionally elected or replaced shall be the remaining period of the term. The Supervisory Board of the previous term shall continue to operate until the Supervisory Board of the new term takes over its duties.
- 6.4. In case the Supervisory Board has fewer members than the minimum number specified in Clause 6.2 of this Article, within 90 (ninety) days from the date the number of members falls below the minimum required, NCB must elect additional members to ensure the minimum required number of members.

Article 7. Duties and powers of the Supervisory Board

- 7.1. To supervise and evaluate the governance and executive activities of NCB in compliance with laws, internal regulations, the Charter and Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors; and to be responsible before the General Meeting of Shareholders for the performance of assigned duties and powers in accordance with laws, the Charter of NCB and this Regulation.
- 7.2. To issue internal regulations of the Supervisory Board; annually review the internal regulations of the Supervisory Board and internal regulations of NCB on accounting and reporting.
- 7.3. To organize the implementation of Internal Audit.
- 7.4. To supervise the financial status and appraise the semi-annual and annual financial statements of NCB; report to the General Meeting of Shareholders on the appraisal results of the financial statements; assess the reasonableness, legality, truthfulness and prudence

in accounting, statistics and financial statement preparation. The Supervisory Board may consult the Board of Directors before submitting reports and recommendations to the General Meeting of Shareholders.

- 7.5. To supervise the approval and implementation of investment projects, the purchase and sale of fixed assets, contracts and other transactions of NCB under the decision-making authority of the General Meeting of Shareholders and the Board of Directors. Annually prepare and submit supervision reports to the General Meeting of Shareholders and the Board of Directors.
- 7.6. To supervise the compliance with the provisions in Chapter VII of the Law on Credit Institutions regarding restrictions to ensure safety in the operations of NCB.
- 7.7. To inspect accounting books, other documents and the management and administration of NCB's operations when deemed necessary or in the following cases:
 - a) Pursuant to Resolutions or Decisions of the General Meeting of Shareholders;
 - b) At the request of the SBV or major shareholders or groups of major shareholders in accordance with legal regulations.

The inspection shall be conducted within 07 working days from the date of receiving the request. Within 15 days from the date of completion of the inspection, the Supervisory Board must report and provide explanations on the inspected matters to the requesting organization or individual.

- 7.8. To promptly notify the General Meeting of Shareholders and the Board of Directors when detecting that managers or executives of NCB commit violations of laws, the Charter, internal regulations of NCB, or Resolutions or Decisions of the GMS or the BOD; request the violating person to immediately cease the violation and implement remedial measures, if any.
- 7.9. To prepare a list of founding shareholders within 05 years from the date of establishment, shareholders owning from 01% of the Charter Capital or more and related persons of members of the Board of Directors, members of the Supervisory Board and the Chief Executive Officer of NCB; shareholders owning from 01% of the Charter Capital or more; and to maintain and update any changes to this list.
- 7.10. To request the Board of Directors to convene extraordinary meetings or request the Board of Directors to convene an Extraordinary General Meeting of Shareholders in accordance with the Law on Credit Institutions and the Charter of NCB.
- 7.11. To convene an Extraordinary General Meeting of Shareholders in cases where the Board of Directors makes decisions that seriously violate the Law on Credit Institutions or exceed its delegated authority or in other cases as stipulated in the Charter of NCB.
- 7.12. To decide on the organizational structure, staffing plan, duties and powers of the Internal Audit Center; appoint, dismiss, discipline, suspend and decide the salary and other benefits for positions within the Internal Audit Center.
- 7.13. To promptly report to the State Bank of Vietnam violations specified in Clauses 7.6, 7.8 and 7.11 of this Article and violations related to share ownership ratios, capital contributions and related persons in accordance with the Law on Credit Institutions.
- 7.14. To examine the reasonableness, legality, truthfulness and prudence in the management and administration of business operations; the systematic nature, consistency and appropriateness of accounting, statistics and financial reporting.

- 7.15. To review, inspect and evaluate the effectiveness and efficiency of the Internal Control System, Internal Audit, Risk Management and Early Warning System of NCB.
- 7.16. To recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement and improve the organizational structure for management, supervision and administration of NCB's business operations.
- 7.17. To review contracts and transactions with related persons under the approval authority of the Board of Directors or the General Meeting of Shareholders and provide recommendations regarding contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders.
- 7.18. To inspect specific matters related to the management and administration of NCB's operations at the request of shareholders or groups of shareholders owning from 05% of the total common shares or more.
- 7.19. To propose and recommend that the General Meeting of Shareholders decide on the selection of an independent audit firm to audit NCB.
- 7.20. To develop the Regulation on Organization and Operation of the Supervisory Board and submit it to the General Meeting of Shareholders for approval.
- 7.21. To 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 a number of articles of the Law on Securities.
- 7.22. To approve the annual report on Internal Audit in accordance with legal regulations.
- 7.23. To ensure coordination with the Board of Directors, the Chief Executive Officer and shareholders in accordance with Article 27 of this Regulation.
- 7.24. To have the right to request the Board of Directors, members of the Board of Directors, the Chief Executive Officer and other managers to provide full, accurate and timely information and documents regarding the management, administration and business operations of NCB.
- 7.25. To have the right to access and be provided with full, accurate and timely information and documents related to the governance and executive activities of NCB in accordance with Article 25 of this Regulation.
- 7.26. To have the right to use the resources of NCB to perform assigned duties and powers; to hire experts, independent consultants and external organizations to perform tasks but still be responsible for the performance of duties of the Supervisory Board.
- 7.27. To propose amendments and supplements to the organizational structure and operation of the Supervisory Board in accordance with each period and submit them to the General Meeting of Shareholders for consideration and decision.
- 7.28. The Supervisory Board of NCB shall perform functions and duties related to Internal Audit in accordance with Clause 27.6 Article 27 of this Regulation.
- 7.29. Other duties and powers in accordance with legal regulations and the Charter of NCB.

Article 8. Rights and obligations of the Head of the Supervisory Board

- 8.1. To organize the implementation of the duties and powers of the Supervisory Board in accordance with Article 7 of this Regulation and be responsible for the performance of his/her rights and obligations.

- 8.2. To prepare the agenda for meetings of the Supervisory Board based on proposals from members of the Supervisory Board related to the duties and powers of the Supervisory Board; to convene and chair meetings of the Supervisory Board.
- 8.3. To sign documents within the authority of the Supervisory Board on behalf of the Supervisory Board.
- 8.4. On behalf of the Supervisory Board, to convene an Extraordinary General Meeting of Shareholders in cases where the Board of Directors makes decisions that seriously violate the Law on Credit Institutions or exceed its delegated authority or in other cases as stipulated in the Charter of NCB or legal regulations; or to request the Board of Directors to convene an extraordinary meeting.
- 8.5. To attend meetings of the Board of Directors and have the right to express opinions but not to vote.
- 8.6. To request that his/her opinions be recorded in the minutes of meetings of the Board of Directors if such opinions differ from the Resolutions or Decisions of the Board of Directors and to report to the General Meeting of Shareholders.
- 8.7. To prepare the working plan of the Supervisory Board and assign specific tasks to each member of the Supervisory Board.
- 8.8. To ensure that members of the Supervisory Board receive full, objective and accurate information and have sufficient time to discuss matters to be considered by the Supervisory Board.
- 8.9. To supervise and direct the implementation of assigned duties and the rights and obligations of members of the Supervisory Board.
- 8.10. To authorize only one other member of the Supervisory Board to perform the rights and obligations of the Head of the Supervisory Board during his/her absence or inability to perform duties.
- 8.11. To request the Board of Directors, the Chief Executive Officer and other executives to provide relevant information for reporting to the Supervisory Board.
- 8.12. To perform personnel planning, propose and introduce candidates for positions of members of the Supervisory Board; to evaluate professional performance, discipline compliance and ethical conduct of members of the Supervisory Board; to propose and recommend forms of commendation or disciplinary action for members of the Supervisory Board and be responsible for such opinions and evaluations.
- 8.13. Other rights and obligations in accordance with legal regulations, the Charter of NCB and this Regulation.

Article 9. Rights and obligations of members of the Supervisory Board

- 9.1. To comply with legal regulations, the Charter of NCB, internal regulations of the Supervisory Board and perform duties assigned by the Head of the Supervisory Board in implementing the duties and powers of the Supervisory Board in an honest and prudent manner for the benefit of NCB and its shareholders; and to be responsible for the performance of their rights and obligations.
- 9.2. To elect one member of the Supervisory Board as the Head of the Supervisory Board and one member of the Supervisory Board as the Deputy Head of the Supervisory Board (if any).
- 9.3. To request the Head of the Supervisory Board to convene an extraordinary meeting of the

Supervisory Board.

- 9.4. To supervise business activities, accounting books, assets and financial statements and propose remedial measures.
- 9.5. To request managers to report and provide explanations on the financial status, business performance of subsidiaries, plans, projects, investment development programs and other decisions in the management and administration of NCB.
- 9.6. To request managers, executives and employees of NCB to provide data and explanations on business activities to perform assigned duties.
- 9.7. To report to the Head of the Supervisory Board on abnormal financial activities of NCB and be responsible for their assessments and conclusions.
- 9.8. To attend meetings of the Supervisory Board, discuss and vote on matters within the duties and powers of the Supervisory Board, except for matters involving conflicts of interest with such member.
- 9.9. To perform assigned rights and obligations honestly, prudently and in the best manner to ensure the maximum legitimate interests of NCB.
- 9.10. To remain loyal to the interests of NCB and its shareholders; not to abuse their position, title or use information, secrets, business opportunities or other assets of NCB for personal gain or for the benefit of other organizations or individuals.
- 9.11. In case of violation of the provisions in Clauses 9.1, 9.9, 9.10 and Clause 9.18 of this Article causing damage to NCB or other parties, the member of the Supervisory Board shall bear individual or joint liability for compensation of such damage. Income and other benefits obtained due to such violations must be returned to NCB.
- 9.12. In case a member of the Supervisory Board detects that another member violates the performance of assigned rights and obligations, he/she must notify the Supervisory Board in writing, request the violating member to cease the violation and remedy the consequences.
- 9.13. To attend specialized meetings, professional training courses and review or summary conferences of NCB. To have the right to access information, including electronic information related to the activities of NCB in order to perform assigned duties and responsibilities.
- 9.14. To have the right to access information and documents related to the operational status of NCB. Members of the Board of Directors, the Chief Executive Officer and other executives of NCB are responsible for providing timely and complete information at the request of members of the Supervisory Board. Members must report to the Head of the Supervisory Board on abnormal financial activities and bear personal responsibility for their assessments and conclusions.
- 9.15. To be responsible before the law and shareholders for determining the accuracy and truthfulness of data and documents related to the operations of NCB. In case of concealment or failure to promptly recommend handling violations, the member shall bear joint responsibility when performing duties.
- 9.16. To supervise business activities, accounting books, assets, reports and annual financial statements and propose remedies for violations (if any).
- 9.17. To perform other duties assigned by the Head of the Supervisory Board.
- 9.18. Other rights and obligations in accordance with legal regulations, the Charter of NCB and

other internal regulations of NCB.

Chapter III

STANDARDS AND CONDITIONS FOR THE ELECTION, APPOINTMENT, DISMISSAL AND REMOVAL OF MEMBERS OF THE SUPERVISORY BOARD

Article 10. Election of members of the Supervisory Board

- 10.1. The election of members of the Supervisory Board falls under the authority of the General Meeting of Shareholders. The procedures and processes for electing members of the Supervisory Board shall be implemented in accordance with the Charter of NCB in each period.
- 10.2. The list of candidates expected to be elected as members of the Supervisory Board must be approved in writing by the State Bank of Vietnam prior to the election or appointment to this position.
- 10.3. Procedures and dossiers for approval of the list of candidates for election as members of the Supervisory Board shall comply with the regulations of law and the State Bank of Vietnam.

Article 11. Standards and conditions for members of the Supervisory Board

Members of the Supervisory Board must meet the following standards and conditions:

- 11.1. Not falling under the cases specified in Article 12 of this Regulation;
- 11.2. Possessing professional ethics as prescribed by the Governor of the State Bank of Vietnam;
- 11.3. Holding at least a university degree in one of the following majors: finance, banking, economics, business administration, law, accounting or auditing; having at least 03 years of direct working experience in the fields of banking, finance, accounting or auditing;
- 11.4. Not being a related person of a manager of NCB;
- 11.5. The Head of the Supervisory Board must reside in Vietnam during his/her term of office;
- 11.6. Other conditions in accordance with relevant legal regulations and the Charter of NCB.

Article 12. Cases not permitted to hold the position

The following persons shall not be members of the Supervisory Board:

- 12.1. Minors; persons with difficulties in cognition or behavior control; persons with limited or lost civil act capacity;
- 12.2. Persons who are being prosecuted for criminal liability, serving imprisonment sentences, undergoing compulsory administrative measures at compulsory drug rehabilitation establishments or compulsory educational establishments; persons banned by a court from holding positions, practicing professions or performing certain jobs;
- 12.3. Persons convicted of crimes classified as serious crimes or more serious crimes;
- 12.4. Persons convicted of crimes infringing upon property rights whose criminal records have not yet been expunged;
- 12.5. Officials, civil servants and public employees who are managers from the division level or higher in enterprises in which the State holds 50% or more of the Charter Capital, except those appointed as representatives to manage the State's capital contribution or the

capital of enterprises in which the State holds 50% or more of the Charter Capital at credit institutions, or those appointed, designated or assigned to participate in the management, administration or supervision of credit institutions as required by duties;

- 12.6. Officers, non-commissioned officers, professional soldiers, defense workers and public employees in agencies or units of the Vietnam People's Army; officers, professional non-commissioned officers and police workers in agencies or units of the Vietnam People's Public Security, except those appointed as representatives to manage the State's capital contribution or the capital of enterprises in which the State holds 50% or more of the Charter Capital at credit institutions;
- 12.7. Persons not permitted to participate in the management or administration of enterprises or cooperatives in accordance with laws on officials, civil servants and public employees and laws on anti-corruption;
- 12.8. Persons who were previously owners of private enterprises, general partners of partnerships, Chief Executive Officers (Directors), members of the Board of Directors, members of the Members' Council, controllers or members of the Supervisory Board of enterprises, or members of the Board of Directors and Chief Executive Officers (Directors) of cooperatives at the time such enterprises or cooperatives were declared bankrupt, except those appointed, designated or assigned to participate in the management, administration or supervision of credit institutions declared bankrupt as required by duties;
- 12.9. Persons who were previously suspended from the positions of Chairman of the Board of Directors, other members of the Board of Directors, Head of the Supervisory Board, members of the Supervisory Board or Chief Executive Officer of NCB in accordance with Article 47 of the Law on Credit Institutions, or determined by competent authorities to have committed violations leading to the revocation of NCB's License;
- 12.10. Related persons of members of the Board of Directors or the Chief Executive Officer of NCB, except for cases stipulated in Clause 3 Article 69 of the Law on Credit Institutions;
- 12.12. Persons responsible according to inspection conclusions leading to NCB or foreign branches of NCB (if any) being administratively sanctioned in the monetary and banking sector at the highest fine bracket for violations related to licenses, governance, administration, shares, stocks, capital contribution, share purchase, Extension of Credit, corporate bond purchase or safety ratios in accordance with the laws on handling administrative violations in the monetary and banking sector;
- 12.13. Other cases as stipulated by laws, the Charter and other internal regulations of NCB.

Article 13. Cases where concurrent positions are not permitted

- 13.1. Members of the Supervisory Board of NCB may not concurrently hold any of the following positions (except in cases where they are managers, executives or employees of a credit institution subject to compulsory transfer in accordance with an approved compulsory transfer plan):
 - a) Managers or executives of NCB, other credit institutions or other enterprises; employees of NCB or subsidiaries of NCB;
 - b) Employees of enterprises in which a member of the Board of Directors of NCB serves as a member of the Board of Directors, an executive or a major shareholder of such enterprise.
- 13.2. Other cases as stipulated by law and the Charter of NCB.

Article 14. Automatic termination of status

14.1. Cases of automatic termination of status as a member of the Supervisory Board include:

- a) Falling under one of the cases not permitted to hold the position as stipulated in Article 12 of this Regulation;
- b) Being a representative of the capital contribution of an organizational shareholder when such organization ceases to exist;
- c) No longer being an authorized representative of the capital contribution of a shareholder or capital-contributing member being an organization;
- d) Being expelled from the territory of the Socialist Republic of Viet Nam;
- e) When NCB's License is revoked;
- f) Death;
- g) Other cases in accordance with legal regulations and the Charter of NCB.

14.2. After the automatic termination of status, the member of the Supervisory Board shall remain responsible for decisions made during his/her term of office.

Article 15. Dismissal and removal

15.1. Except for cases of automatic termination of status stipulated in Article 14 of this Regulation, the Head of the Supervisory Board or other members of the Supervisory Board shall be dismissed or removed in the following cases:

- a) Dismissal upon submission of a resignation letter to the Supervisory Board of NCB;
- b) Removal in case of non-participation in the activities of the Supervisory Board for 06 consecutive months, except in cases of force majeure;
- c) Removal in case of failure to meet the standards and conditions stipulated in Article 11 of this Regulation;
- d) Failure to complete assigned duties and tasks as assessed by the Supervisory Board;
- đ) Repeated violations or serious violations of the obligations of members of the Supervisory Board in accordance with legal regulations and the Charter of NCB;
- f) Other cases in accordance with legal regulations, Resolutions or Decisions of the General Meeting of Shareholders and the Charter of NCB.

15.2. The dismissal or removal of members of the Supervisory Board shall comply with legal regulations and the Charter of NCB.

15.3. After dismissal or removal, the Head of the Supervisory Board or members of the Supervisory Board shall remain responsible for decisions made during their term of office.

Article 16. Replacement of members of the Supervisory Board

16.1. The Head of the Supervisory Board or members of the Supervisory Board who are dismissed or removed must hand over duties to the newly elected Head or members of the Supervisory Board.

16.2. In cases of dismissal or removal of members of the Supervisory Board in accordance with this Regulation resulting in the Supervisory Board not having sufficient members to operate in accordance with legal regulations or the Charter of NCB, within a maximum period of 90 days the Bank must elect additional members to ensure the required number of members of the Supervisory Board.

- 16.3. In case the Head of the Supervisory Board submits a resignation, the Supervisory Board shall organize a meeting to elect a new Head of the Supervisory Board immediately after the General Meeting of Shareholders approves the resignation.
- 16.4. In case the Head of the Supervisory Board resigns from the position but remains a member of the Supervisory Board, members of the Supervisory Board must organize a meeting to elect another member as Head of the Supervisory Board within a maximum period of fifteen (15) days from the date the resignation letter is submitted.
- 16.5. Procedures and dossiers for approval of the list of candidates expected to be elected or appointed as replacement members of the Supervisory Board and procedures for notification of persons elected or appointed as replacements shall comply with the regulations of law and the State Bank of Vietnam.

Article 17. Suspension or temporary suspension of members of the Supervisory Board

- 17.1. The State Bank of Vietnam has the authority to suspend or temporarily suspend the exercise of rights and obligations of the Head of the Supervisory Board or other members of the Supervisory Board in the following cases:
- Violating the provisions stipulated in Article 13 of this Regulation;
 - Violating regulations on the responsibility to implement written requests of the State Bank of Vietnam regarding matters under the authority of the State Bank of Vietnam; violating the implementation of recommendations, warnings on operational risks and safety, warnings of risks leading to violations of monetary laws and regulations applicable to NCB; conclusions, recommendations and handling decisions arising from inspection within the scope of assigned rights and obligations;
 - Violating other relevant legal regulations during the performance of assigned rights and obligations or failing to meet the standards and conditions stipulated in Article 11 of this Regulation and legal regulations; requesting competent authorities to dismiss or remove and elect or appoint replacements, or designate replacements if deemed necessary.
- 17.2. In case NCB is placed under special control, the Special Supervisory Board has the authority to suspend or temporarily suspend the exercise of rights and obligations of the Head of the Supervisory Board or other members of the Supervisory Board of NCB if deemed necessary.
- 17.3. Persons suspended or temporarily suspended from exercising their powers and duties in accordance with Clauses 17.1 and 17.2 of this Article must participate in handling existing issues and violations related to their personal responsibilities upon request of the State Bank of Vietnam, the Board of Directors, the Supervisory Board of NCB or the Special Supervisory Board.

Article 18. Provision and public disclosure of information

- 18.1. Members of the Supervisory Board must provide NCB with the following information:
- Name, enterprise code and head office address of enterprises or other economic organizations in which they or they and their related persons own capital contributions or shares representing 05% or more of the Charter Capital, including capital contributions or shares entrusted or authorized to other organizations or individuals to hold in their name;
 - Name, enterprise code and head office address of enterprises or other economic organizations in which they and their related persons serve as members of the Board

- of Directors, members of the Members' Council, controllers, members of the Supervisory Board or Chief Executive Officer (Director);
- c) Information about related persons being individuals, including: full name; personal identification number; nationality, passport number, date of issuance and place of issuance for foreigners; and the relationship with the person providing the information;
 - d) Information about related persons being organizations, including: name, enterprise code, head office address of the enterprise, enterprise registration certificate number or equivalent legal documents; legal representative and relationship with the person providing the information.
- 18.2. Members of the Supervisory Board must submit to NCB written information disclosure upon initial appointment and when there are changes to such information within 07 working days from the date the information arises or changes.
- 18.3. Members of the Supervisory Board must ensure that the information provided and publicly disclosed is truthful, accurate, complete and timely, and shall be responsible for the provision and disclosure of such information.

Article 19. Remuneration, bonuses and other benefits of the Supervisory Board

The remuneration, bonuses and other benefits of the Supervisory Board shall be implemented as follows:

- 19.1. The General Meeting of Shareholders shall decide the total remuneration, bonuses, other benefits and the annual operating budget of the Supervisory Board. Based on the total remuneration approved by the General Meeting of Shareholders, the Head of the Supervisory Board shall determine the provisional monthly remuneration for members of the Supervisory Board based on the assignment of duties to each member.
- 19.2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for accommodation, meals, travel and the use of independent consulting services. The total remuneration and such expenses shall not exceed the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders;
- 19.3. The remuneration and operating expenses of the Supervisory Board shall be recorded as business expenses of NCB in accordance with regulations on corporate income tax and other relevant legal regulations, and must be presented as a separate item in the annual financial statements of NCB.

Chapter IV

OPERATIONS OF THE SUPERVISORY BOARD

Article 20. Reporting regime of the Supervisory Board

- 20.1. Each member of the Supervisory Board must report to the Head of the Supervisory Board on the progress and results of implementing the supervision program and urgent matters assigned by the Head of the Supervisory Board. The report of a member of the Supervisory Board must clearly state the matters that have been inspected and verified together with comments, assessments and recommendations; information obtained from sources regarding violations of laws, the Charter of NCB and proposals to the Head of the Supervisory Board on handling measures.

- 20.2. All reports, conclusions and recommendations of the Supervisory Board must be consulted with each member of the Supervisory Board, discussed and agreed upon before issuance, and the opinions of the Board of Directors may be consulted where necessary.
- 20.3. Members of the Supervisory Board may directly notify the Board of Directors and report to the General Meeting of Shareholders on matters detected through supervisory activities but not included in the report of the Supervisory Board or dissenting opinions that the member considers necessary, and must bear full responsibility for the contents of such reports.

Article 21. Meetings of the Supervisory Board

- 21.1. The first meeting of the Supervisory Board of a term to elect the Head of the Supervisory Board and make other decisions within its authority must be held within 07 (seven) days after the election of that Supervisory Board. The person responsible for convening the first meeting of the Supervisory Board shall be determined in the following order, depending on the case that occurs first:
- (i) The member of the Supervisory Board receiving the highest number of votes; or
 - (ii) The Head of the Supervisory Board of the previous term (if re-elected); or
 - (iii) The oldest member of the Supervisory Board; or
 - (iv) The member who has worked at NCB for the longest period.
- 21.2. The Supervisory Board shall hold regular meetings at least once every quarter and may be convened for extraordinary meetings to promptly resolve urgent matters. Meetings of the Supervisory Board shall be convened and chaired by the Head of the Supervisory Board or a person temporarily performing the duties of the Head of the Supervisory Board. The minimum number of attending members must be at least two-thirds (2/3) of the total number of members of the Supervisory Board.
- 21.3. An extraordinary meeting of the Supervisory Board shall be convened at the request of one of the following:
- a) The Head of the Supervisory Board;
 - b) At least two-thirds (2/3) of the members requesting the meeting;
 - c) Other cases as stipulated by law.
- 21.4. Within 15 (fifteen) days from the date of receiving a written request for an extraordinary meeting of the Supervisory Board from one of the entities mentioned in Clause 21.3 of this Article, the Head of the Supervisory Board must convene and conduct the extraordinary meeting. In case after two consecutive requests the Head of the Supervisory Board fails to convene the meeting, the Board of Directors and the members of the Supervisory Board must immediately submit a written report to the branch of the State Bank of Vietnam in the province or city where NCB is headquartered and proceed to hold a meeting of the Supervisory Board to handle the matter, and at the same time decide on the dismissal or removal of the Head of the Supervisory Board, elect a member of the Supervisory Board meeting the conditions to hold the position of Head of the Supervisory Board and notify the State Bank of Vietnam in accordance with applicable regulations, or decide to convene an Extraordinary General Meeting of Shareholders to resolve outstanding issues that cannot be settled (if any).
- 21.5. A decision of the Supervisory Board shall be considered valid when it is approved by a majority of members having voting rights attending the meeting; in case of equal votes,

the final decision shall follow the opinion of the Head of the Supervisory Board or the person authorized by the Head of the Supervisory Board to chair the meeting.

- a) A member of the Supervisory Board who cannot attend the meeting may authorize in writing another member of the Supervisory Board to vote on his/her behalf.
 - b) A member of the Supervisory Board having related interests to a matter submitted for decision by the Supervisory Board shall not participate in voting on such matter and shall not be counted among the attending members, and shall not receive authorization from other members to vote on that matter.
 - c) In case written voting is conducted to approve a decision of the Supervisory Board on a matter, it must also ensure the conditions on the number of members participating in voting and the majority principle as in voting at a meeting.
- 21.6. All meetings of the Supervisory Board must be recorded in minutes fully, truthfully and accurately (including dissenting opinions of the Supervisory Board, if any) and must bear the signatures of all members of the Supervisory Board attending the meeting. Opinions and conclusions related to the Internal Control System discussed in meetings of the Supervisory Board must be recorded in writing.
- 21.7. Meeting venue: Meetings of the Supervisory Board shall be held at the Head Office of NCB or at the office of the Supervisory Board if the Supervisory Board is located outside the Head Office of NCB or at another location as required by work.
- 21.8. The Supervisory Board has the right to request members of the Board of Directors, the Chief Executive Officer and representatives of the approved audit firm to attend the meeting and answer matters requiring clarification.

Article 22. Procedures for organizing and conducting meetings of the Supervisory Board

- 22.1. All regular or extraordinary meetings must have prepared contents in advance. The Head of the Supervisory Board shall assign members of the Supervisory Board and units under the Supervisory Board to prepare documents for the meeting based on the purpose of the meeting.
- 22.2. Notices of meetings of the Supervisory Board (except in extraordinary cases) must be sent to members of the Supervisory Board at least 05 (five) days before the meeting date (notices may be sent by written notice, email, telephone or other forms). The notice of the meeting of the Supervisory Board must clearly state the agenda, time and venue and must be accompanied by necessary documents regarding matters to be discussed and voted upon at the meeting and voting forms for members of the Supervisory Board (if necessary). In case a member cannot attend the meeting, he/she may send a written voting form to the Supervisory Board prior to the meeting.
- 22.3. A meeting of the Supervisory Board shall be conducted when at least two-thirds (2/3) of the members of the Supervisory Board are present in person or represented by another member of the Supervisory Board authorized to attend on their behalf.
- 22.4. In case the first convening of a regular meeting of the Supervisory Board does not have the required number of attending members as stipulated, the Head of the Supervisory Board must convene the second meeting within a period not exceeding 15 (fifteen) days thereafter. After two convened meetings of the Supervisory Board without sufficient attending members, the Head of the Supervisory Board must notify the Board of Directors and request the convening of an Extraordinary General Meeting of Shareholders within a period not exceeding 30 (thirty) days thereafter for shareholders to consider the eligibility of members of the Supervisory Board.

Article 23. Adoption of decisions of the Supervisory Board

- 23.1. Each member attending a meeting of the Supervisory Board shall have one vote at the meeting. If a member of the Supervisory Board cannot attend the meeting, he/she may authorize in writing another member of the Supervisory Board (who is eligible to participate in voting) to vote on his/her behalf (except for the first meeting held in accordance with Clause 21.1 Article 21).
- 23.2. A member of the Supervisory Board who has related interests to a matter submitted for decision by the Supervisory Board shall not be permitted to vote on that matter and shall not be counted in the number of attendees required for the meeting, and shall not receive authorization from another member of the Supervisory Board to vote on that matter.
- 23.3 If any doubt arises at a meeting regarding the interests of a member of the Supervisory Board or regarding the right of such member to vote and such doubt is not voluntarily resolved by the member by waiving his/her voting right, the matter shall be referred to the chairperson of the meeting. The decision of the chairperson shall be final and conclusive unless the nature or extent of the interest of the relevant member of the Supervisory Board has not been clearly identified.
- 23.4. A decision of the Supervisory Board shall be adopted if approved by a majority of members having voting rights attending the meeting. In case of equal votes, the final decision shall follow the opinion of the Head of the Supervisory Board or the member of the Supervisory Board authorized by the Head of the Supervisory Board to chair the meeting (in case the Head of the Supervisory Board is absent). In case a decision of the Supervisory Board is contrary to legal regulations, the Resolutions of the General Meeting of Shareholders or the Charter of the company and causes damage to NCB, members approving such decision shall jointly bear personal liability for that decision and compensate NCB for the damage; members opposing such decision shall be exempted from liability.
- 23.5. In case the Supervisory Board collects written opinions to approve a decision on a matter, such decision shall be considered to have the same validity as a decision adopted by members of the Supervisory Board at a duly convened and held meeting, if it receives written approval from a majority of members of the Supervisory Board having voting rights on the matter and the number of members participating in written voting meets the quorum requirements for holding a meeting of the Supervisory Board.
- 23.6. The written opinion form must contain the following main contents:
- a) Name, head office address, number and date of issuance of the Business Registration Certificate of NCB;
 - b) Purpose of collecting opinions;
 - c) Full name and contact address of the member of the Supervisory Board;
 - d) Matter requiring opinion;
 - e) Voting options, including: approval, disapproval and abstention;
 - f) Deadline for returning the completed written opinion form to NCB;
 - g) Full name and signature of the Head of the Supervisory Board;
 - h) The completed written opinion form must bear the signature of the member of the Supervisory Board.

Article 24. Minutes of meetings of the Supervisory Board

- 24.1. The contents of meetings of the Supervisory Board must be recorded by the meeting secretary in minutes fully and truthfully (including dissenting opinions of members of the Supervisory Board, if any) and must bear the signatures of all members of the Supervisory Board attending the meeting. Minutes of meetings of the Supervisory Board must be retained to determine the responsibilities of each member of the Supervisory Board.
- 24.2. The meeting secretary is responsible for preparing and sending the minutes of meetings of the Supervisory Board to members of the Supervisory Board. Such minutes shall be considered conclusive evidence of the matters conducted at the meetings unless complaints regarding the contents of the minutes are raised within 10 (ten) days from the date of sending the minutes.
- 24.3. Minutes of meetings of the Supervisory Board must be stored and preserved at the office of the Supervisory Board.

Chapter V**RIGHT TO BE PROVIDED WITH INFORMATION AND RELATIONSHIPS
OF THE SUPERVISORY BOARD****Article 25. Right to be provided with information**

- 25.1. The Supervisory Board shall receive the following information and documents at the same time and in the same manner as members of the Board of Directors:
- a) Meeting invitations, written opinion forms for members of the Board of Directors and accompanying documents;
 - b) Reports of the Chief Executive Officer submitted to the Board of Directors or other documents issued by NCB;
 - c) Resolutions, Decisions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors.
- 25.2. The Board of Directors, members of the Board of Directors, the Chief Executive Officer and other managers must provide fully, accurately and promptly all information and documents regarding the management, administration and business operations of NCB upon request of the Supervisory Board and must ensure that the originals or copies of such information are provided to members of the Supervisory Board at the same time as they are provided to members of the Board of Directors.
- 25.3. If a member of the Supervisory Board receives information or documents related to the duties of the Supervisory Board through means consistent with supervisory duties (from sources other than the Board of Directors or the Supervisory Board), such member must report to the Head of the Supervisory Board as soon as possible and the Head of the Supervisory Board shall notify other relevant members of the Supervisory Board.
- 25.4. Members of the Supervisory Board have the right to access records and documents of NCB stored at the head office, branches, transaction offices and other locations; and have the right to visit locations where managers and employees of NCB work.

Article 26. Information confidentiality

- 26.1. Members of the Supervisory Board must handle all information and documents obtained within their authority as members of the Supervisory Board with due care and maintain confidentiality in cases where the information is classified as confidential according to

regulations of NCB and legal regulations.

- 26.2. Members of the Supervisory Board shall not disclose, publish or otherwise provide to third parties confidential information, documents of NCB and other information related to the operations of NCB or information not yet publicly disclosed by NCB.
- 26.3. The obligation of confidentiality shall remain effective after the term of a member of the Supervisory Board ends.
- 26.4. Members of the Supervisory Board are responsible for complying with information confidentiality in accordance with the Charter of NCB, this Regulation and relevant legal regulations.

Article 27. Relationships of the Supervisory Board

- 27.1. Relationship with State management authorities: The Supervisory Board shall implement reporting obligations to State management authorities in accordance with applicable regulations.
- 27.2. Relationship with independent audit organizations:
- a) The independent audit plan must be notified to the Supervisory Board immediately after NCB reaches an agreement with the independent audit organization;
 - b) Members of the Supervisory Board shall not directly participate in the preparation of financial statements or the independent audit of financial statements. The responsibility of the Supervisory Board is to supervise and review the process and implementation steps;
 - c) The Supervisory Board has the right to participate in the review and discussions between executives and the independent audit organization during the audit process, including audit reports, management reports and recommendations made by the independent auditor to NCB.
- 27.3. Relationship with shareholders:
- a) The Supervisory Board shall report to shareholders on the results of supervision of NCB's operations at the Annual General Meeting of Shareholders in accordance with the Charter of NCB;
 - b) The Supervisory Board shall conduct extraordinary inspections upon request of major shareholders or groups of major shareholders in accordance with the Law on Enterprises and submit reports in accordance with this Regulation and the Charter of NCB.
- 27.4. Relationship with the Board of Directors:
- a) The Supervisory Board maintains an independent relationship with the Board of Directors. The Board of Directors shall implement recommendations of the Supervisory Board in the internal audit result reports and notify the Supervisory Board of the implementation results;
 - b) The Head of the Supervisory Board shall attend meetings of the Board of Directors, express opinions and make recommendations but shall not participate in voting on Resolutions of the Board of Directors;
 - c) The Board of Directors is responsible for closely coordinating with the Supervisory Board, providing documents and information in accordance with this Regulation, the Charter of NCB, internal governance regulations of NCB and other relevant regulations to the Supervisory Board, thereby creating a favorable environment for

the Supervisory Board to effectively perform its duties;

- d) The Supervisory Board shall appraise reports of the Board of Directors submitted to the General Meeting of Shareholders at the annual meeting in accordance with the Charter of NCB. The Board of Directors shall ensure that the Supervisory Board has sufficient information and time necessary to perform such appraisal;
- e) The Supervisory Board shall consult the Board of Directors on issues stated in the report of the Supervisory Board before submitting it to the General Meeting of Shareholders.

27.5. Relationship with the Board of Managers and managers of NCB:

- a) The Board of Managers and units within the system are subject to inspection and supervision by the Supervisory Board regarding the performance of their executive duties in order to ensure transparency and compliance in the operations of NCB;
- b) Upon request of the Supervisory Board, the Board of Managers and heads of units must provide all necessary reports, documents and information to the Supervisory Board and are responsible for the completeness, truthfulness and legality of the information and documents provided; at the same time, they must monitor and direct professional units to rectify and handle violations in accordance with recommendations of the Supervisory Board after each inspection or re-inspection;
- c) The Board of Managers shall implement periodic reporting in accordance with the Charter, this Regulation and relevant regulations. In case risks are detected that may significantly affect the reputation or business operations of NCB, executives or other managers must promptly report to the Head of the Supervisory Board and the member of the Supervisory Board responsible for monitoring that field;
- d) The Supervisory Board has the right to participate in monthly management meetings and extraordinary meetings of the Board of Managers if deemed necessary;
- e) The Chief Executive Officer shall receive internal reports on Internal Audit, organize the implementation of recommendations of the Supervisory Board addressed to the Chief Executive Officer in the internal audit result reports (if any) and report to the Supervisory Board on the implementation results.

27.6. Relationship with the Internal Audit Center and supporting units of the Supervisory Board

- a) The Supervisory Board is responsible for directly directing, managing and supervising the activities of the Internal Audit Center and supporting units, including:
 - Supervising and evaluating the compliance with professional ethical standards of members of the Supervisory Board and Internal Auditors;
 - Supervising and evaluating the Internal Audit Center and the Head of Internal Audit in performing their functions and duties. The Supervisory Board may hire external organizations with professional expertise to evaluate the quality of internal audit activities.
- b) To ensure that Internal Audit has an appropriate position within NCB and that there are no unreasonable obstacles to internal audit activities;
- c) To direct the Internal Audit Center to develop, amend, supplement and continuously improve internal audit methodologies and policies for submission to the Supervisory Board for approval;

- d) To approve the Internal Audit Plan; approve and adjust the annual Internal Audit Plan upon proposal of the Head of Internal Audit, ensuring that the internal audit plan is risk-oriented;
- e) To ensure effective coordination with independent auditors and the inspection authorities of the State Bank of Vietnam;
- f) To perform reporting directly to all relevant authorities and levels within NCB and outside the credit institution in accordance with legal regulations and regulations of NCB; and to submit reports to the State Bank of Vietnam in accordance with regulations;
- g) Other contents as required by the Supervisory Board from time to time.

27.7. Relationship with units within the NCB system:

- a) Units within the system must ensure the provision of full information, documents and records for inspection, supervision and internal audit activities at the request of the Supervisory Board in a truthful, timely and accurate manner and must not conceal information;
- b) Heads of inspected or audited units are responsible for the completeness, truthfulness and legality of information and documents provided to the Supervisory Board and inspection or audit teams of the Supervisory Board; implement recommendations of the Supervisory Board regarding issues stated in the reports of the Supervisory Board; and provide feedback to the Supervisory Board on the implementation of such recommendations in accordance with regulations;
- c) Units (Divisions/Centers at the Head Office and business units of NCB) shall implement coordination mechanisms with the Supervisory Board in accordance with internal regulations of NCB.

Article 28. Commendation and disciplinary actions

28.1. Members of the Supervisory Board shall be subject to commendation and disciplinary actions in accordance with NCB's regulations on commendation and discipline.

28.2. Disciplinary actions:

- a) The Supervisory Board and its members, if committing violations, shortcomings, failing to properly perform assigned duties, deliberately abusing their positions and powers, engaging in acts for personal gain, intentionally covering up or colluding in acts that infringe upon the legitimate interests of NCB, its shareholders and customers, or disclosing documents causing damage to NCB and its customers, shall, depending on the severity, be subject to administrative disciplinary measures or criminal liability in accordance with the law and regulations of NCB;
- b) Any person who bribes, retaliates against or obstructs the performance of inspection and supervisory duties of the Supervisory Board shall, depending on the severity, be subject to administrative disciplinary measures or criminal liability in accordance with the law and regulations of NCB.

Chapter VI

IMPLEMENTATION PROVISIONS

Article 29. Effectiveness

29.1. This Regulation is approved by the General Meeting of Shareholders on April ..., 2026,

takes effect from July 01, 2026 and replaces the Regulation on Organization and Operation of the Supervisory Board, Code No. QC.BM.025 dated April 08, 2023.

- 29.2. Matters not addressed in this Regulation shall be implemented in accordance with relevant legal regulations, the Charter and other regulations of NCB. Any provision in this Regulation that is inconsistent with legal regulations or the Charter of NCB shall automatically become invalid.
- 29.3. In case both this Regulation and legal regulations provide for the same matter and the content of this Regulation is consistent with legal regulations but more detailed, this Regulation shall prevail. In this Regulation, any reference to legal provisions or legal documents shall include their amendments, supplements and replacements.
- 29.5. Amendments and supplements to this Regulation shall be proposed by the Supervisory Board and submitted to the General Meeting of Shareholders for approval.

Article 30. Implementation

Members of the Board of Directors, members of the Supervisory Board, the Board of Managers, and relevant units and individuals within the NCB system are responsible for implementing this Regulation.

**ON BEHALF OF THE SUPERVISORY
BOARD**
HEAD OF THE SUPERVISORY BOARD

Recipients:

- The BOD;
- The Board of Managers;
- As stated in Article 31 (for implementation);
- Archived at: Document Management Unit, the Supervisory Board, the Internal Audit Center;
- Published on Intranet.

SUBMISSION

TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Approval of amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors of National Citizen Commercial Joint Stock Bank

To: The General Meeting of Shareholders of the National Citizen Commercial Joint Stock Bank

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 (as amended and supplemented);
- Pursuant to the Charter of National Citizen Commercial Joint Stock Bank dated December 24, 2025,

The Board of Directors of the National Citizen Commercial Joint Stock Bank (NCB) respectfully submits to the General Meeting of Shareholders for approval of the amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors as follows:

1. NCB has been re-issued the Establishment and Operation License by the State Bank of Vietnam (*License No. 01/GP-NHNN dated January 09, 2026*) and approved for extension of its operation term to 99 years from September 18, 1995 (*Decision No. 56/QĐ-NHNN dated January 16, 2026*). In accordance with Point a Clause 4 Article 37 of the Law on Credit Institutions, NCB is required to amend and supplement the Charter to align with such changes.

In addition, certain provisions of the Charter and the Regulation on organization and operation of the Board of Directors need to be amended to comply with relevant legal documents and the operational practices at NCB.

2. Pursuant to the provisions of the Law on Credit Institutions and the current Charter regarding the authority to approve the amendment of Charter and regulations on organization and operation of the Board of Directors, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of:

(i) The amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors (*details are provided in the Appendices attached to this Submission*); in which, the amended and supplemented provisions of Article 42 of the Charter and Article 8 of the Regulation on organization and operation of the Board of Directors shall take effect from July 01, 2026 (*the same effective date as Circular 83/2025/TT-NHNN*);

(ii) Assigning the Chairman of the Board of Directors to consolidate the amended and supplemented contents of the Charter and the Regulation on organization

and operation of the Board of Directors, to sign for issuance and disclosure in accordance with the law.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- As above;
- Archived at: the BOD Office.

Attachments:

- Appendices on amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors.

Bui Thi Thanh Huong

**APPENDIX 01: AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF NATIONAL CITIZEN
COMMERCIAL JOINT STOCK BANK (NCB)**

(Attached to Submission No. 06/2026/TTr-HĐQT dated 1/4/2026 regarding amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors of National Citizen Commercial Joint Stock Bank)

No.	Article, Clause	Current Charter Content	Amended Charter Content	Reason for Amendment and Supplement
1	Clause 1.16 Article 1 (Interpretation of terms)	1.16. Dividend means the net profit distributed to each share in the form of cash or other assets.	1.16. Dividend means <i>the after-tax profit</i> distributed to each share in the form of cash or other assets.	To be consistent with Clause 5 Article 4 of the Law on Enterprises (as amended and supplemented by Law No. 76/2025/QH15)
2	Preamble of Article 2 (Name, head office and other information of the Bank)	National Citizen Commercial Joint Stock Bank operates under the Establishment and Operation License No. 0057/NH-GP dated September 18, 1995 issued by the Governor of the SBV (replaced by License No. 12/GP-NHNN dated March 10, 2023 and subsequent amendments and supplements), and has:	(Removed)	The Law on Credit Institutions and the Law on Enterprises do not require the Charter to include this content. License No. 57 has been revoked.
3	Clause 5 Article 2 (Name, head office and other information of the Bank)	2.5. The Bank's term of operation is stated in the License issued by the SBV. The Bank's term of operation may be extended pursuant to a resolution of the General Meeting of Shareholders and subject to the approval of the SBV.	2.5. The Bank's term of operation is 99 years from September 18, 1995 . The Bank's term of operation may be extended pursuant to a resolution of the General Meeting of Shareholders and subject to the approval of the SBV.	To be consistent with Decision No. 56/QĐ-NHNN dated January 16, 2026 regarding amendment to the term of operation in the License of NCB
4	Point j (ii) Clause 1 Article 25 (Rights of shareholders)	... The request for convening the General Meeting of Shareholders must be made in writing and include: full name, contact address, and legal identification of the	... The request for convening the General Meeting of Shareholders must be made in writing and include: full name, contact address, and legal identification of the individual shareholder; name, enterprise	To be consistent with Clause 4 Article 115 of the Law on Enterprises (as amended and

		individual shareholder; name, enterprise code or legal documents, and head office address of the shareholder being an organization; number of shares and the registration date of each shareholder, total number of shares held by the group, their percentage ownership in the Bank, and the grounds and reasons for the request. The request must be accompanied by evidence and documentation of the Board of Directors' violations, their severity, or decisions made beyond authority.	code or legal documents, and head office address of the shareholder being an organization; number of shares and the registration date of each shareholder, total number of shares held by the group, their percentage ownership in the Bank, and the grounds and reasons for the request. The request must be accompanied by evidence and documentation of the Board of Directors' violations, their severity, or decisions made beyond authority. <i>Shareholders or groups of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and evidence provided to competent authorities when requesting the convening of the General Meeting of Shareholders.</i>	supplemented by Law No. 76/2025/QH15)
5	Clause 3 Article 29 (Convening the General Meeting of Shareholders)	29.3. The list of shareholders eligible to attend the meeting must include: full name, contact address, nationality, and legal document number of individual shareholders; name, enterprise code or legal documents, and head office address of organizational shareholders; number of shares by type, and the registration number and date of each shareholder.	<i>29.3. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on the shareholders register and the securities holders register of the Bank. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days prior to the date of sending the Meeting Invitation of the General Meeting of Shareholders.</i> 29.3. The list of shareholders eligible to attend the meeting must include: full name, contact address, nationality, and legal document number of individual shareholders; name, enterprise code or legal documents, and head office address of organizational shareholders; number of shares by	To be consistent with Clause 1 Article 141 of the Law on Enterprises (as amended and supplemented by Law No. 76/2025/QH15)

			type, and the registration number and date of each shareholder.	
6	Article 42 (Prohibited Concurrent Positions)	(Not stipulated)	<i>Members of the Board of Directors of the Bank shall not concurrently hold other titles or positions at the Bank, except for concurrently holding the position of CEO, positions at the Risk Handling Council, and committees established by the Board of Directors.</i>	To be consistent with Point c(ii) Clause 1 Article 5 of Circular 83/2025/TT-NHNN on the internal control system of commercial banks
7	Clause 4 Article 42 (Standards and conditions for the Chief Executive Officer)	(Not stipulated)	<i>Must not be a related person of managers or members of the Supervisory Board of the Bank and its parent company, or the representative of capital contribution of an enterprise at the Bank and its parent company as prescribed at Point d Clause 46 Article 4 of the Law on Securities.</i>	To be consistent with Clause 6 Article 291 of Decree 155/2020/NĐ-CP detailing implementation of a number of articles of the Law on Securities (as amended and supplemented by Decree No. 245/2025/NĐ-CP)
8	Article 55 (Duties and powers of the Board of Directors)	(Not stipulated)	<i>Perform functions and duties related to control activities in accordance with the Circular of the State Bank of Vietnam on the internal control system of commercial banks and internal regulations of the Bank.</i>	To be consistent with Clause 1 Article 14 of Circular 83/2025/TT-NHNN on the internal control system of commercial banks
9	Clause 16 Article 55 (Responsibilities and powers of the Board of Directors)	55.16. To approve contracts and other transactions with a value of 10% or more of the Charter Capital of the Bank as stated in the most recent audited financial statements. For contracts and other transactions with a value of less than 10% of the Charter Capital of the Bank as stated in the most recent financial statements, the Board of Directors shall stipulate delegation of approval	55.16. To approve contracts and other transactions with a value of 10% or more of the Charter Capital of the Bank as stated in the most recent audited financial statements. For contracts and other transactions with a value of less than 10% of the Charter Capital of the Bank as stated in the most recent financial statements, the Board of Directors shall stipulate delegation of approval authority in accordance with the actual situation of the Bank <i>if</i>	To be consistent with operational practices

		authority in accordance with the actual situation of the Bank and approve according to its authority (if any) under this regulation.	<i>deemed necessary</i> and approve according to its authority (if any) under this regulation.	
10	Clause 11 Article 57 (Rights and duties of members of the Board of Directors)	57.11. Independent members of the Board of Directors must submit an evaluation report on the activities of the Board.	57.11. <i>Each</i> independent members of the Board of Directors must submit an evaluation report on the activities of the Board.	To be consistent with Clause 3 Article 277 and Clause 4 Article 280 of Decree 155/2020/NĐ-CP (as amended and supplemented by Decree No. 245/2025/NĐ-CP)
11	Clause 3 Article 60	60.3. In case of collecting written opinions to approve resolutions or decisions of the Board of Directors, such resolutions or decisions shall be approved based on the majority of affirmative opinions of members of the Board of Directors entitled to vote.	60.3. In case of collecting written opinions to approve resolutions or decisions of the Board of Directors, such resolutions or decisions shall be approved based on the majority of affirmative opinions of members of the Board of Directors entitled to vote. <i>In case of a tie, the final decision shall be made in accordance with the opinion of the Chairman of the Board of Directors.</i>	Supplemented to be consistent with operational practices
12	Clause 2 Article 68	68.2. To decide on matters within the authority relating to the Bank’s day-to-day business operations that do not fall under the authority of the Board of Directors	68.2. To decide on matters relating to the Bank’s day-to-day business operations that do not fall under the authority of the Board of Directors	To be consistent with operational practices
13	Articles 36, 55, 71, 73		(Amendments to certain references to articles, types of documents, names of authorities and units that have been changed: “ <i>Business Registration Certificate,</i> ” “ <i>Securities Depository Center,</i> ” “ <i>Securities Trading Center</i> ”)	To ensure consistency with amended and supplemented contents and compliance with current legal regulations

APPENDIX 02: AMENDMENTS AND SUPPLEMENTS TO THE REGULATION ON ORGANIZATION AND OPERATION OF THE BOARD OF DIRECTORS OF NATIONAL CITIZEN COMMERCIAL JOINT STOCK BANK (NCB)

(Attached to Submission 06/2026/TTr-HDQT dated 1/4/ 2026 regarding amendments and supplements to the Charter and the Regulation on organization and operation of the Board of Directors of National Citizen Commercial Joint Stock Bank)

No.	Article, Clause	Current Regulation Content	Amended Regulation Content	Reason for Amendment and Supplement
1	Article 8 (Prohibited Concurrent Positions)	(Not stipulated)	<i>Members of the Board of Directors of the Bank shall not concurrently hold other titles or positions at the Bank, except for concurrently holding the position of CEO, positions at the Risk Handling Council, and committees established by the Board of Directors.</i>	To ensure consistency with the supplemented content of Article 42 of the Charter
2	Article 17 (Duties and powers of the Board of Directors)	(Not stipulated)	<i>Perform functions and duties related to control activities in accordance with the Circular of the State Bank of Vietnam on the internal control system of commercial banks and internal regulations of the Bank.</i>	To ensure consistency with the supplemented content of Article 55 of the Charter
3	Clause 16 Article 17 (Responsibilities and powers of the Board of Directors)	17.16. To approve contracts and other transactions with a value of 10% or more of the Charter Capital of the Bank as stated in the most recent audited financial statements. For contracts and other transactions with a value of less than 10% of the Charter Capital of the Bank as stated in the most recent financial statements, the Board of Directors shall stipulate delegation of approval authority in accordance with the actual situation of the Bank and approve according to its authority (if any) under this regulation.	17.16. To approve contracts and other transactions with a value of 10% or more of the Charter Capital of the Bank as stated in the most recent audited financial statements. For contracts and other transactions with a value of less than 10% of the Charter Capital of the Bank as stated in the most recent financial statements, the Board of Directors shall stipulate delegation of approval authority in accordance with the actual situation of the Bank <i>if deemed necessary</i> and approve according to its authority (if any) under this regulation.	To ensure consistency with the amended content of Clause 16 Article 55 of the Charter

4	Clause 18 Article 19 (Rights and obligations of members of the Board of Directors)	19.18. Independent members of the Board of Directors must submit an evaluation report on the activities of the Board.	19.18. <i>Each</i> independent members of the Board of Directors must submit an evaluation report on the activities of the Board.	To ensure consistency with the amended content of Clause 11 Article 57 of the Charter
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