Số/*No*: 608/MB-HĐQT
V/v: Ban hành Điều lệ Ngân hàng TMCP Quân đội năm 2026
Re: Promulgation of the 2026 Charter of Military Commercial Joint Stock Bank.

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

Hà Nội, ngày 15 tháng 05 năm 2026
Hanoi, May 15, 2026

NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUÂN ĐỘI
Digitally signed by NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUÂN ĐỘI
DN: C=VN, L=THÀNH PHỐ HÀ NỘI, CN=NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUÂN ĐỘI, OID.0.9.2342.19200300.100.1.1=MST:0100283873
Reason: I am the author of this document
Location:
Date: 2026-05-18 18:21:36

Kính gửi/*To*:
- Ngân hàng Nhà nước Việt Nam
The State Bank of Vietnam
- Ủy ban Chứng khoán Nhà nước
The State Securities Commission;
- Sở giao dịch chứng khoán Việt Nam;
Vietnam Stock Exchange;
- Sở giao dịch chứng khoán Thành phố Hồ Chí Minh
Hochiminh Stock Exchange;
- Sở giao dịch chứng khoán Hà Nội;
Hanoi Stock Exchange;

Công ty/*Company*:	Ngân hàng TMCP Quân đội/*Military Commercial Joint Stock Bank*	
Mã chứng khoán/ *Securities symbol*	MBB	
Địa chỉ trụ sở chính/ *Head office address*	Số 18 Lê Văn Lương, Phường Yên Hòa, TP Hà Nội *No. 18 Le Van Luong, Yen Hoa Ward, Hanoi City*	
Điện thoại/*Telephone*:	(84-24) - 6266.1088	
Fax:	(84-24) - 6266.1080	
Người thực hiện công bố thông tin/ *Submitted by*:	Bà/*Mrs.* Vũ Thị Hải Phượng	
Chức vụ/*Position*:	Phó Chủ tịch HĐQT / *BOD Vice Chairwoman*	
Loại thông tin công bố/ *Type of Information disclosure*	☐ định kỳ/*periodic*	☐ bất thường/*irregular*
	☒ 24 giờ/ *hours*	☐ theo yêu cầu/*on demand*

Nội dung thông tin công bố: Ngày 15/05/2026, Ngân hàng TMCP Quân Đội (MB) ban hành Điều lệ sửa đổi, bổ sung theo Nghị quyết Đại hội đồng cổ đông thường niên năm 2026.

Chi tiết theo file đính kèm.

Content of information disclosure: On 15 May 2026, Military Commercial Joint Stock Bank (MB) promulgated the amended and supplemented Charter of MB in accordance with the Resolution of the 2026 Annual General Meeting of Shareholders.

Details in attached file.

Thông tin trên đã được công bố trên trang thông tin điện tử MB www.mbbank.com.vn - Mục Nhà đầu tư – Phần Thông báo.

The above information was disclosed on MB website at www.mbbank.com.vn – Investors Relation - Announcement

Ngân hàng TMCP Quân đội xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

MB declares that all information provided above is true and accurate and we shall take full responsibility before the law for the disclosed information.

Trân trọng cảm ơn!

Best Regards!

Nơi nhận/ Recipients:

- Như trên / *As above*;
- HĐQT, BKS(để báo cáo)/ *BOD, SB (for reporting)*;
- Lưu: VT, VP HĐQT/ *Archive at Admin Office, BOD Office*

PHÓ CHỦ TỊCH HĐQT

BOD VICE CHAIRWOMAN

NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN QUÂN ĐỘI MB MS:0100283873

Vũ Thị Hải Phượng

CHARTER

MILITARY COMMERCIAL JOINT STOCK BANK

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CHARTER

MILITARY COMMERCIAL JOINT STOCK BANK

PREAMBLE

The Military Commercial Joint Stock Bank (MB) is a legal entity engaged in banking activities and other business activities in accordance with the law to serve military customers, organizational clients, and individuals for profit, contributing to the fulfillment of the state's economic tasks and objectives. The organization and operations of MB are conducted in accordance with this Charter, prevailing legal regulations, and advanced governance practices tailored to MB.

The Charter of MB consists of 10 chapters and 99 articles. Based on the provisions of the Enterprise Law, the Law on Credit Institutions, the Law on Securities, the State Bank's regulations, and other related regulations, in accordance with the actual operation of MB.

In this Charter, any reference to any regulation or legal document shall include guidance documents, amendments, or replacement legal documents.

This Charter is adopted by the General Shareholder Meeting (General Shareholder Meeting) of MB, and shall be effective in accordance with Article 99 of this Charter.

CHAPTER I. GENERAL PROVISIONS

Section 1. Definitions and interpretations

Article 1. Definitions

1. In this Charter, unless otherwise stipulated in specific contexts, the following terms shall bear the meanings as outlined below:

1.1. "Charter capital": The total par value of shares of MB sold to shareholders.

1.2. "Legal capital": The minimum capital required by law to establish MB.

1.3. "Stockholder's equity" comprises the actual value of MB's charter capital plus certain reserves, plus some other debt assets minus deductible amounts. The determination of stockholders' equity is carried out in accordance with the regulations of the Governor of the SBV.

1.4. "Term of Operation": the operation term of MB as stipulated by Laws as prescribed in this Charter and the MB's establishment and Operation License.

1.5. "Operation network": branches, transaction offices, representative offices, and non-business units in the country; branches, representative offices, banks with 100% capital in foreign countries, and other network locations of MB in accordance with the laws.

1.6. "Shareholder": an organization or individual who owns at least one share of MB.

1.7. "Founding shareholder": a shareholder owning at least one common share and signing in the list of founding shareholders of MB.

1.8. "Major Shareholder": a shareholder owning 5% (five percent) or more of the voting shares of MB, including the shares owned indirectly by such shareholder.

1.9. "Indirect Ownership" refers to the situation where an organization or individual owns the charter capital of MB through investment delegation or through an enterprise in which such organization or individual owns over 50% (fifty percent) of the charter capital.

1.10. "Shareholder Register" refers to the document in written paper form or electronic data or both as stipulated in Article 28 of this Charter.

1.11. "Share" refers to the charter capital of MB divided into equal parts.

1.12. "Stock": securities issued by MB to confirm the rights and legitimate interests of the owner regarding one or several shares of MB.

1.13. "Dividend": the profit after-tax paid per share in cash or in other assets.

1.14. "Law" refers to laws, ordinances, decrees, regulations, circulars, decisions, and other legal documents regulating the content specified in this Charter.

1.15. "The Enterprise Law" refers to Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amending, supplementing, and replacing documents, effective at the time of application.

1.16. "The Law on Credit Institutions" means Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18, 2024, and its amending, supplementing, and replacing documents effective at the time of application.

1.17. "The Securities Law" means Securities Law No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amending, supplementing, and replacing documents, effective at the time of application.

1.18. "Executive Officers" include the Chief Executive Officer (Chief Executive Officer), Deputy Chief Executive Officer (Deputy Chief Executive Officer), members of the Board of Management (Board of Directors), Chief Financial Officer (CFO), Chief Accountant, Branch Directors, and other titles as decided by the Board of Directors (Board of Directors) of MB.

1.19. "Management Officers" comprises the Chairman of the Board of Directors, Members of the Board of Directors, Chief Executive Officer, Deputy Chief Executive Officer, members of the Board of Managers, and other titles as stipulated by the Board of Directors of MB.

1.20. "Independent Member of the Board of Directors": a member of the Board of Directors who ensures the standards and conditions of an independent member of the Board of Directors as stipulated by the banking law and regulations in this Charter.

1.21. "The Authorized Person to Convene the Shareholders' Meeting (General Shareholder Meeting)" refers to individuals who have the authority to convene the General Shareholder Meeting of MB as specifically regulated in Article 36 of this Charter.

1.22. "Related Person" refers to organizations or individuals who have direct or indirect relationships with other organizations or individuals in one of the following cases:

a. Parent companies with their subsidiaries and vice versa; parent companies with the subsidiaries of their subsidiaries and vice versa. Credit institutions with subsidiaries of credit institutions and vice versa; credit institutions with subsidiaries of subsidiaries of credit institutions and vice versa; Subsidiaries of the same parent company or of the same credit institution with each other; subsidiaries of the subsidiary of the same parent company or of the same credit institution with each other; managing officers, supervisors, and members of the Supervisory Board (SB) of the parent company or the credit institution, individuals or organizations authorized to appoint these individuals to the subsidiary and vice versa.

b. Companies or credit institutions with managing officers, supervisors, and members of the Supervisory Board of that company or credit institution, or with companies, organizations authorized to appoint those individuals, and vice versa.

c. Companies or credit institutions with organizations, individuals owning 5% (five percent) or more of the charter capital or voting shares in that company or credit institution, and vice versa.

d. Individuals with their spouses; biological parents, adoptive parents, stepfather, stepmother, father-in-law, mother-in-law, stepfather-in-law, stepmother-in-law; biological children, adopted children, stepchildren of the spouse; daughters-in-law, sons-in-law; siblings with the same biological parents; siblings with the same father but different mothers; siblings with the same mother but different fathers; brothers-in-law, sisters-in-law, cousins of the same parents or different mothers, or different fathers (hereinafter referred to as spouses, parents, children, siblings); grandparents; grandchildren; blood uncles, aunts, maternal uncles, paternal uncles, and their children.

e. Companies or credit institutions with individuals having relationships as stipulated in point d of this clause with managing officers, supervisors, members of the Supervisory Board, contributors, or shareholders owning 5% (five percent) or more of the charter capital or voting shares in that company or credit institution, and vice versa.

f. Individuals delegated to represent the contributed capital portion for organizations or individuals, as specified in points a, b, c, d, and e of this clause, with the authorizing organizations or individuals; individuals authorized to represent the contributed capital portion of the same organization with each other.

g. Other related persons as stipulated by the Law on Credit Institutions.

The definition of Related Persons in this provision applies to matters concerning the organization, activities, and other contents as stipulated by the Law on Credit Institutions; for information disclosure and other contents regarding related persons regulated in the Enterprise Law, Securities Law, those laws shall apply, in accordance with the principle of legal application.

1.23. "MB's Affiliate Company" refers to a company in which MB or MB and related parties of MB own more than 11% (eleven percent) of the charter capital or more than 11% (eleven percent) of the voting shares, but it is not a subsidiary of MB.

1.24. "Subsidiary of MB" refers to a company falling under one of the following cases:

a) MB or MB and a related person of MB own more than 50% (fifty percent) of the charter capital or more than 50% (fifty percent) of the voting shares of that company;

b) MB has the authority to appoint the majority or all members of the Board of Directors, Board of Members, and Chief Executive Officer of that company;

c) MB has the authority to decide on amending or supplementing the Charter of that company;

d) MB or MB and related person of MB directly or indirectly control the adoption of resolutions, decisions of the General Shareholder Meeting, the Board of Directors, the Board of Members of that company.

1.25. "The State Bank" (SBV) means the State Bank of Vietnam.

1.26. "Vietnam" means the Socialist Republic of Vietnam.

2. The headings in the Charter are included for ease of reference and do not affect the structure or content of this Charter.

3. Words or terms defined in the Enterprise Law, Securities Law, the Law on Credit Institutions, and implementing documents (if not conflicting with the subject and context) shall have the same meanings in this Charter.

Section 2. Name, headquarters, objectives, and scope of activities

Article 2. Name, legal form, headquarters, legal representative, operation network, and period of MB

MB operates under Operating License No. 0054/NH-GP dated September 14, 1994, and subsequent licenses, approvals, amendments, and replacements issued by the Governor of the State Bank of Vietnam; at the time of issuing this Charter, it was the Establishment and Operation License No. 03/GP-NHNN dated January 16, 2026. MB has legal personality under Vietnamese law.

1. The name of the bank:

Full name in Vietnamese: Ngân hàng Thương mại Cổ phần Quân đội.

Abbreviated name in Vietnamese: Ngân hàng TMCP Quân đội.

Full name in English: Military Commercial Joint Stock Bank

Abbreviated name in English: MB

2. Transaction name: Military Bank

3. Headquarters: No. 18 Le Van Luong Street, Yen Hoa Ward, Hanoi City, Vietnam.

4. Tel: (84.24) 6266 1088 Fax: (84.24) 6266 1080

5. Website: www.mbbank.com.vn

6. MB is organized in the form of a Joint Stock Company.

MB has its own seal, separate accounts opened at the SBV, and deposit accounts, payment accounts in both domestic and foreign currencies, as prescribed by law. MB has a balance sheet of assets and funds as required by law.

7. The MB system includes:

7.1. Headquarters.

7.2. The units within the Operation network system of MB include: Branches, transaction offices, representative offices, domestic business units, representative offices, other forms of commercial presence abroad of MB, and other network units (if any) in accordance with legal regulations.

7.3. MB's subsidiaries.

8. The governance and management authorities of MB include:

8.1. The General Shareholder Meeting is the highest decision-making Board of Directorsy of MB.

8.2. The Board of Directors is the governing Board of Directorsy of MB, empowered to act on behalf of MB to decide and execute the rights and obligations of MB not within the authority of the General Shareholder Meeting.

8.3. The Supervisory Board is the Board of Directorsy elected by the General Shareholder Meeting to oversee and evaluate compliance with legal regulations, internal regulations of MB, the Charter, resolutions, and decisions of the General Shareholder Meeting and the Board of Directors of MB.

8.4. The Chief Executive Officer is appointed by the Board of Directors and is the highest executive of MB, responsible to the Board of Directors for the execution of his/her rights, duties, and responsibilities. The Chief Executive Officer is assisted by Deputy Chief Executive Officer(s), members of the Board of Managers, CFO, Chief Accountant, other executive(s) (if any), and individuals, functional units within MB.

9. The legal representative of MB is the Chairman of the Board of Directors.

10. The political - social organization within MB.

The Communist Party of Vietnam organization within MB operates in accordance with the Constitution, laws of the Socialist Republic of Vietnam, the Charter of the Communist Party of Vietnam, and regulations of the Communist Party of Vietnam.

Other political and social organizations within MB operate in accordance with their respective constitutions, laws, charters, and regulations.

11. The operational period of MB is 99 (ninety-nine) years from the date of issuance of the establishment and operation license by the SBV. MB's operational period may be extended based on a decision by the General Shareholder Meeting and approval from the competent State authority.

Article 3. The objectives, content, and direction of MB's activities

1. The operational objective of MB is to build and develop the bank into:

- A modern multi-functional commercial bank.
- One of the banks with the safest, most efficient, and reliable operations.
- The bank serves the military customers, organizational customers, and individuals the best.

2. The banking activities, as well as other business activities, are recorded in the establishment and operation license of MB. Changes to MB's operating activities are approved by the SBV in writing in accordance with legal regulations.

3. MB operates under the direction and model of a Group based on compliance with legal regulations, including MB, its domestic and foreign subsidiaries, and affiliated companies, aiming to increase business growth and enhance competitive capabilities.

Article 4. Rights and obligations of MB

1. MB has the right to conduct business activities in accordance with legal regulations, with the approval of the SBV and specific provisions in this Charter.

2. MB has the right to refuse credit relationships, other business relationships, if it finds them insufficiently qualified, economically ineffective, unable to recover capital, or if these relationships do not comply with legal regulations.

3. MB has financial autonomy, ensures expenses, and takes responsibility for business results, growth, and capital preservation.

4. MB has the right to autonomy in its business activities, to choose its business organization form, to collaborate, form partnerships, and engage in other forms as regulated by law with relevant organizations and individuals to implement MB's operating activities.

5. MB has the right to refuse to provide customer information of MB and keep the business operations of MB confidential to other organizations, individuals, except when there is a written request from the competent state authority or with the written consent of the customer, as regulated by law.

6. MB is permitted to exchange information with credit institutions, foreign bank branches about MB's activities and the activities of credit institutions, foreign bank branches. The SBV also provides MB with customer information in accordance with legal regulations.

7. MB is authorized to conduct business activities and other activities in accordance with the provisions of this Charter, legal regulations, and guidance from competent state authorities (if any).

8. MB has the right to operate and conduct business both domestically and internationally.

9. MB exercises its rights and fulfills its obligations and duties in accordance with legal regulations and documents issued by competent state authorities.

CHAPTER II. THE MAIN ACTIVITIES OF MB

Section 1. The main activities

Article 5. Credit-granting activities

MB is allowed to engage in credit-granting activities as follows:

1. Lending.
2. Discounting, rediscounting.
3. Bank guarantee.
4. Issuing credit cards.
5. Domestic payment guarantee; international payment guarantee.
6. Letter of credit.
7. Other forms of credit granting as regulated by the Governor of the SBV.

Article 6. Other banking activities

1. Accepting demand deposits, term deposits, savings deposits, and other types of deposits.

2. Issuing certificates of deposit.

3. Opening payment accounts for domestic and foreign customers.

4. Providing payment instruments.

5. Providing payment services through an account as follows:

5.1. Providing domestic payment services, including checks, payment orders, payment mandates, collection orders, collection mandates, transfers, bank cards, collection and payment services, and other payment services as prescribed by law.

5.2. Providing international payment services after obtaining written approval from the SBV; other payment services as prescribed by the Governor of the SBV.

6. Other banking activities in accordance with legal regulations, the establishment and operation license of MB, and the approval of the competent state authorities.

Article 7. Borrowing, depositing, buying, and selling valuable papers.

1. MB is allowed to borrow from the SBV in the form of capital replenishment as regulated by the Law on the State Bank of Vietnam.

2. MB is allowed to buy and sell valuable papers with the SBV as regulated by the Law on the State Bank of Vietnam.

3. MB is permitted to lend, borrow, accept deposits, make deposits, buy, sell term valuable papers with credit institutions, foreign bank branches in accordance with the regulations of the Governor of the SBV.

4. MB is allowed to borrow from abroad in accordance with the law.

Article 8. Account opening

1. MB opens payment accounts at the SBV and maintains the required reserve balance in these accounts.

2. MB is allowed to open payment accounts at credit institutions that provide payment services through accounts.

3. MB is permitted to open payment accounts abroad in accordance with the regulations on foreign exchange law.

Article 9. Organizing and participating in payment systems

1. MB is allowed to organize internal payments and participate in the national interbank payment system.

2. MB is allowed to participate in international payment systems in accordance with the regulations of the law.

Article 10. Investment, capital contribution, and share acquisition

MB is allowed to conduct investment, capital contribution, and share acquisition activities domestically and internationally in accordance with the regulations of the SBV and relevant legal provisions as follows:

1. Establishment, acquisition, transfer of subsidiaries, affiliated companies, and participation in capital contributions, share purchases of enterprises, credit institutions, and other permitted organizations domestically and internationally in accordance with legal regulations.

2. Invest, joint venture, partnership, capital contribution, investment cooperation, and project development in compliance with legal regulations.

3. Investment entrustment and receipt of entrustment.

4. Other investment, capital contribution, and share purchase activities in compliance with legal regulations.

Article 11. Agency services

1. MB is authorized to act as an agent, to receive authorization, and to act as an agent in banking operations, and to appoint payment agents in accordance with the regulations of the Governor of the SBV.

2. MB is allowed to carry out insurance agency activities in accordance with the regulations of the insurance business law, within the scope of insurance agency activities as stipulated by the Governor of the SBV.

Article 12. Foreign exchange trading, foreign exchange services, and derivative products

1. MB is allowed to trade and provide customers both domestically and internationally with the following services and products:

1.1. Foreign exchange.

1.2. Derivatives on interest rates, foreign exchange, currencies, and other financial assets (including commodity price derivatives as regulated by the SBV).

2. The foreign exchange business and provision of foreign exchange services to customers are conducted in accordance with the regulations of the foreign exchange law.

3. MB is allowed to provide commodity price derivative products as regulated by the law.

Article 13. Other activities

1. MB conducts the following other business activities as regulated by the Governor of the SBV:

1.1. Cash management services; treasury services for credit institutions, foreign bank branches; asset custody services, safe deposit box rental.

1.2. Remittance, collection, disbursement, and other non-account payment services.

1.3. Buying and selling SBV bills, corporate bonds; buying and selling other valuable papers, except for buying and selling valuable papers specified in section 2.1 of this Article.

1.4. Foreign exchange brokerage services.

1.5. Gold trading.

1.6. Other services related to payment instruments and letters of credit.

1.7. Consulting on banking operations and other business activities specified in MB's license.

1.8. Participating in the foreign exchange market.

1.9. Buying and selling debts.

1.10. Other business activities as regulated by the Governor of the SBV.

2. MB is permitted to conduct the following other business activities in accordance with relevant legal regulations:

2.1. Purchase and sale of government debt instruments, government-guaranteed bonds, and local government bonds.

2.2. Issuance of bonds.

2.3. Custody of securities.

2.4. Bank supervision business; depositary bank business.

2.5. Collateral management for international financial organizations, foreign credit institutions, credit institutions, and foreign bank branches.

2.6. Other activities in accordance with relevant legal regulations and documents of competent state authorities.

3. MB is allowed to conduct other business activities related to banking operations in addition to the activities specified in Article 1 and Article 2 of this provision, as regulated by the Governor of the SBV, and other relevant provisions of the Law on Credit Institutions and related legal regulations.

Section 2. Provisions regarding the activities of MB

Article 14. Applying international conventions and commercial practices.

1. MB applies relevant international conventions related to banking activities that Vietnam has signed or participated in, in accordance with MB's operations and legal regulations.

2. MB may agree with customers to apply international commercial practices issued by the International Chamber of Commerce or other commercial practices that are not contrary to the fundamental principles of Vietnamese law.

Article 15. Conducting electronic transactions

MB conducts electronic transactions in accordance with the legal regulations on electronic transactions, the regulations of the Governor of the SBV, and MB's internal regulations.

Article 16. Controlled experiment mechanism

1. MB is allowed to participate in and implement controlled experiment in the banking sector and other sectors (if any), as regulated by the law.

2. MB is allowed to organize, implement controlled experiments in its activities as regulated by its internal regulations and in accordance with legal provisions.

Article 17. Interest rates and fees in the business activities of MB

1. MB is entitled to determine and publicly disclose the deposit interest rates, service fees in its business activities.

2. MB and its customers have the right to agree on interest rates, credit granting fees in MB's banking activities in accordance with legal regulations.

3. MB is allowed to waive or reduce interest and fees, extend debts, buy and sell debts, settle outstanding debts, and other forms as regulated by the law.

Article 18. Real estate business

MB is not allowed to engage in real estate business, except in the following cases:

1. Purchase, invest in, own real estate for use as business headquarters, workplace locations, or storage facilities directly serving the operational activities of MB.

2. Lease out a portion of the unused business headquarters owned by MB.

3. Hold real estate acquired through debt handling within the legal timeframe.

Article 19. The restrictions to ensure safety in operations

During its operations, MB complies with safety assurance regulations stipulated by the Law on Credit Institutions and the SBV. It conducts asset classification and provisions for risk reserves to manage risks in banking activities in accordance with legal provisions.

CHAPTER III. CHARTER CAPITAL, SHARES, STOCK, BONDS

Section 1. Charter capital

Article 20. Charter capital

1. MB's charter capital at the time of issuing this Charter is VND 80,549,999,090,000 (In words: Eighty thousand five hundred forty-nine billion nine hundred ninety-nine million ninety thousand dong). The charter capital of MB is subject to change and is recorded in MB's establishment and operation license at each point in time.

2. The charter capital of MB is denominated in Vietnamese Dong (VND).

3. MB ensures that the actual value of its charter capital is not lower than the legal capital level as prescribed by law.

4. The charter capital is used for purposes in accordance with legal regulations as follows:

4.1. MB's fixed assets purchase, investment.

4.2. Capital contribution, share purchase.

4.3. Establishment, acquisition of subsidiaries.

4.4. Business activities and other operations in accordance with legal regulations.

5. The maximum total share ownership ratio of foreign investors in MB is 23.2351% of MB's charter capital.

Article 21. Change in the Charter Capital

1. The change in MB's charter capital (increase or decrease) is carried out based on the decision of the General Shareholder Meeting and must be approved in writing by the SBV.

2. The sequence, procedures, and documents for requesting approval of changes in charter capital are carried out in accordance with the regulations of the SBV and relevant legal provisions.

3. Increase of charter capital can take various forms, including:

3.1. Increasing the charter capital from the supplementary reserve fund, retained earnings, and other sources as prescribed by law.

3.2. Public offering of shares or issuance of additional shares to increase capital.

3.3. Conversion of issued convertible bonds into shares.

3.4. Dividend payments by issuing new shares of MB.

3.5. Capitalizing retained earnings to increase charter capital.

3.6. Other forms as decided by the General Shareholder Meeting, in accordance with legal regulations.

4. Reduction of charter capital can take various forms, including:

4.1. MB buys back shares and reduces the charter capital corresponding to the total value calculated at the par value of the shares repurchased by MB.

4.2. Other forms as decided by the General Shareholder Meeting, in accordance with legal regulations.

5. The reduction of MB's charter capital must ensure that the actual value of the charter capital is not lower than the legal capital level as prescribed by law.

6. After amending the charter capital with the written approval of the competent state authorities, MB shall carry out the procedures in accordance with the legal regulations regarding the new charter capital amount. The amended charter capital amount replaces the charter capital amount specified in Article 1, Provision 20 of this Charter.

Section 2. Shares, stock, bonds

Article 22. Shares

1. All of MB's shares on the date of issuance of this Charter are common shares.

2. Each share of MB has a par value of VND 10,000 (In words: Ten thousand dong). The number of shares of MB shall be equal to the charter capital divided by the par value of a share. All MB's shares have voting rights.

3. Each share of the same type grants its owner equal rights, obligations, and benefits.

4. In case of a capital contribution of shareholders in the form of assets, the assets must be necessary to directly serve MB's business operations upon adoption by the General Shareholder Meeting. The valuation of contributed assets, transfer of land use rights, and transfer of ownership rights of these assets shall be conducted in accordance with relevant legal regulations. The Board of Directors is authorized to enter into agreements with capital contributors regarding the valuation or engagement of professional valuation organizations to determine the value of assets contributed to MB, and shall be responsible for the honesty and accuracy of the values of the contributed assets.

Article 23. Public offering of shares

1. The General Shareholder Meeting approves the plan to issue shares to increase the charter capital. The Board of Directors decides on the timing, method, offering price of shares, and other relevant matters in accordance with the resolution of the General Shareholder Meeting. The offering price of shares must not be lower than the par value of the shares at the time of offering, except in cases where the law provides otherwise.

2. Shares of MB can be purchased with Vietnamese currency, freely convertible foreign currencies, gold, land-use rights, and other lawful assets as regulated in this Charter and by law.

3. In the event that MB offers additional shares to the public, offers shares privately, or issues rights to purchase shares to existing shareholders, or carries out other offerings to increase its charter capital, it shall comply with the regulations of securities laws and other relevant legal provisions.

4. Shareholders have the right to transfer their rights to purchase shares to others in accordance with the provisions of the law.

5. Shares are considered sold when fully paid and the information about the buyer is accurately and sufficiently recorded in the shareholder register. From that moment, the buyer of the shares becomes a shareholder of MB.

6. The Board of Directors of MB establishes conditions, procedures, and documentation for purchasing shares at MB in accordance with legal regulations and guidelines from the SBV.

Article 24. Share repurchase

1. MB may only repurchase shares from shareholders if, after fully paying the corresponding amount for the repurchased shares, the safety ratios in the banking operations are still ensured, and the actual value of the charter capital does not decrease below the legal capital level as prescribed by law.

2. Repurchase of shares according to the decision of MB.

2.1. The repurchase of shares sold by MB must be approved by the General Shareholder Meeting and meet the conditions as prescribed by law.

2.2. The repurchase of shares by MB as stipulated in this clause is exempted from conditions if the law provides for it in the following cases: The repurchase of shares from employees according to regulations issued by the Board of Directors, repurchase of individual shares according to the plan of issuing shares for dividend payment, issuing shares from equity capital, and other cases as prescribed by law.

2.3. Except for repurchasing shares corresponding to the ownership ratio of shareholders in MB or repurchasing shares according to judgments, decisions of the Court or Arbitration with legal validity, or repurchasing shares through transactions executed by matching orders, MB is not allowed to repurchase shares from the following entities:

a. Internal personnel of MB and related persons of internal personnel of MB as regulated by the Securities Law;

b. Shareholders with restricted transferability as stipulated by law and MB's Charter;

c. Major shareholders of MB as stipulated by the Securities Law.

3. Conditions of payment and handling of repurchased shares.

3.1. MB is only authorized to make payments for repurchased shares to shareholders if immediately after completing the payment for the repurchased shares, MB still ensures full payment of its debts and other asset obligations, maintains the required safety ratios in its banking operations, ensures that the actual value of its charter capital is not lower than the legal capital level, and meets the conditions as prescribed by law. The repurchase of its own shares by MB must be approved in writing by the SBV before implementation if it results in a reduction of MB's charter capital.

3.2. MB proceeds with the procedures to reduce its charter capital corresponding to the total par value of the shares repurchased by MB, except in cases where shares are repurchased without reducing the charter capital in accordance with legal regulations. MB may sell the repurchased shares immediately after repurchasing them in accordance with legal regulations, as decided by the Board of Directors.

3.3. After fully paying for the repurchased shares, if the total value of assets recorded in MB's accounting ledger decreases by more than 10%, MB must notify all creditors within 15 days from the date of full payment for the repurchased shares.

Article 25. Share transfer

1. All shares are freely transferable except as provided in this Charter and other legal provisions or as agreed upon in written commitments or agreements by shareholders in accordance with legal regulations.

2. The Board of Directors shall determine the conditions, procedures, and process of transferring shares in accordance with this Charter and the provisions of the law. The transfer of shares shall be conducted through a contract or through transactions on the stock market. In the case of a transfer under a contract, the transfer document must be signed by both the transferor and the transferee, or their authorized representatives. The transferor remains the owner of the shares until the information of the transferee is fully recorded in the shareholder register in accordance with this Charter and the Enterprise Law.

3. The transfer of shares leading to becoming a major shareholder of MB must be approved in writing by the SBV before receiving the transfer. Shareholders, buyers, and recipients of MB's share transfers are responsible for cooperating with MB in accordance with Clause 3 of Article 35 of this Charter.

4. Shareholders who are individuals and shareholders who are organizations with representatives holding capital in MB, simultaneously serving as members of the Board of Directors, members of the Supervisory Board, or the Chief Executive Officer of MB, are not permitted to transfer their shares during their term of office.

5. During the period of handling personal responsibility consequences according to the resolutions, decisions of the General Shareholder Meeting, or as per the decision of the SBV, members of the Board of Directors, members of the Supervisory Board, and the Chief Executive Officer are not allowed to transfer their shares, except in one of the following cases:

5.1. Members of the Board of Directors, members of the Supervisory Board, and the Chief Executive Officer acting as representatives delegated by shareholders who are organizations undergoing merger, consolidation, division, dissolution, or bankruptcy according to legal regulations.

5.2. Members of the Board of Directors, members of the Supervisory Board, and the Chief Executive Officer are compelled to transfer their shares according to the judgment or decision of the Court that has legal effect.

5.3. Members of the Board of Directors, members of the Supervisory Board, and the Chief Executive Officer transfer their shares to other investors to implement recovery plans, transfer the entire capital contribution, or transfer under mandatory transfer plans that have been approved.

6. The transfer of shares listed by MB is conducted in accordance with the regulations of securities law and the stock market.

Article 26. Inheritance of shares

1. The inheritance of shares is carried out in accordance with the provisions of this Charter, inheritance laws, and other relevant legal regulations.

2. After presenting all valid documents proving the legal right to inherit and completing the necessary procedures according to inheritance laws, the heir shall proceed to accept the inheritance of the shares in accordance with the provisions of the law and become a shareholder of MB. They shall enjoy the rights and obligations of the shareholder they inherited, in accordance with the provisions of this Charter and relevant laws.

3. The inheritor of shares previously held by members of the Board of Directors, members of the Supervisory Board, managing officers, and other positions at MB shall have the right to own the shares and become a shareholder of MB. However, they shall not inherit the rights to hold positions as members of the Board of Directors, members of the Supervisory Board, managing officers, or other positions at MB.

Article 27. Shareholding ratio

1. An individual shareholder shall not own more than 5% (five percent) of MB's charter capital.

2. An organizational shareholder shall not own more than 10% (ten percent) of MB's charter capital, except as specified in Clause 5 of this Article.

3. Shareholders and related persons of those shareholders shall not own more than 15% (fifteen percent) of MB's charter capital, except as specified in Clause 5 of this Article. Major shareholders of MB and related persons of those shareholders shall not own shares equivalent to or exceeding 5% (five percent) of the charter capital of another credit institution.

4. The ownership ratios of shares specified in clauses 1 and 2 of this Article include both directly and indirectly owned shares. The ownership ratio of shares specified in clause 3 of this Article includes shares purchased by other organizations or individuals on behalf of shareholders and excludes shares owned by related persons, i.e., subsidiaries of the shareholder, as stipulated in point a, clause 9, Article 4 of the Law on Credit Institutions.

5. The maximum ownership ratio of shares by a major shareholder, a shareholder, and a related person falling under clause 11, Article 210 of the Law on Credit Institutions shall be implemented according to legal regulations.

6. The total shareholding of foreign investors in MB shall not exceed the maximum limit as prescribed by law. During its operation, the General Shareholder Meeting may adjust the maximum limit on total shareholding by foreign investors in MB in accordance with applicable legal regulations.

Article 28. Shareholder register

1. The shareholder register is established and maintained in written form, electronic data, or both. The shareholder register must contain the following main contents:

1.1. Name and address of MB's headquarters.

1.2. Total number of shares authorized for offering, type of shares authorized for offering, and number of shares authorized for offering for each type.

1.3. Total number of shares offered for each type and the value of contributed capital for each type.

1.4. Name, contact address, nationality, legal identification document number of individuals who are shareholders; name, business registration number or legal identification document number, and headquarters address of organizations that are shareholders.

1.5. The quantity of each type of shares held by each shareholder, and the registration date of the shares.

2. The shareholder register is kept at the headquarters of MB or at other organizations designated by MB. Shareholders have the right to inspect, search, extract, and copy information from the shareholder register in accordance with legal regulations, during working hours as stipulated by MB or by organizations designated by MB.

3. In case a shareholder changes their contact address, they must promptly notify MB or the organization designated by MB to update the shareholder register. MB shall not be liable for failure to contact a shareholder due to not receiving timely notification of changes to the shareholder's contact address.

Article 29. Stock

1. Shares of MB may be transferred, gifted, and inherited in accordance with legal regulations.

2. Shares of MB are centrally deposited at the Vietnam Securities Depository and Clearing Corporation before conducting transactions, except in cases specified by law and guidance from competent state authorities.

3. Shares of MB include the following main contents:

3.1. Name, business registration number, and headquarters address of MB.

3.2. Number of shares and types of shares.

3.3. Par value per share and total par value of shares stated on the share.

3.4. Name, contact address, nationality, legal identification document number of individuals who are shareholders; name, business registration number or legal identification document number, and headquarters address of organizations that are shareholders.

3.5. Other contents as required by law.

4. MB may issue shareholders' certificates or employ other methods as prescribed by law to record the number of shares owned by shareholders. In case there are errors in

the content and form of the shares issued by MB due to MB's fault, the rights of the owner of such shares shall not be affected.

5. The information Disclosure regarding MB's stock transactions is carried out in accordance with relevant securities laws and regulations.

6. MB's shares cannot be used as collateral at MB itself.

Article 30. Issuance of bonds

MB is authorized to issue bonds, convertible bonds, warrant bonds, and other types of bonds as follows:

1. In accordance with the provisions of the Law on Credit Institutions and related legal documents.

2. For convertible bonds and warrant bonds:

2.1. The plan for issuing and utilizing the proceeds from the offering of convertible bonds and warrant bonds is approved by the General Shareholder Meeting and carried out in compliance with legal regulations.

2.2. Based on the approved plan for issuance and utilization of proceeds from the offering endorsed by the General Shareholder Meeting, the Board of Directors determines specific details regarding the issuance method, timing, conversion period, conversion ratio, stock price volatility range, purpose of proceeds from the issuance of convertible bonds, rights and obligations of bondholders, and other relevant contents in accordance with legal regulations. The disclosure and publicization of information related to the issuance and offering of convertible bonds and warrant bonds are conducted in accordance with legal regulations.

2.3. The procedures and documentation for proposing the issuance of convertible bonds and warrant bonds are carried out in accordance with the regulations of the SBV and relevant legal provisions.

3. For other types of bonds as specified in clause 2 of this Article:

3.1. The Board of Directors may approve one, some, or all of the following contents related to each form of bond offering and issuance, based on compliance with current legal regulations:

a. The bond offering plan, capital utilization plan, debt repayment plan, and other related contents concerning the public bond offering;

b. The issuance plan, offering, and use of proceeds from the offering, as well as criteria, quantity, investors, and other relevant contents related to the private bond offering;

c. The plan for issuing bonds and other related contents regarding the issuance of bonds on the international market;

d. The listing of bonds on the securities trading system and other necessary contents (if any).

3.2. The procedures for private placement of bonds, public offering of bonds, and issuance of bonds in the international market shall be conducted in accordance with the provisions of the law.

CHAPTER IV. ORGANIZATION, GOVERNANCE, AND SUPERVISION STRUCTURE OF MB

Section 1. Organization and governance structure

Article 31. Organization and governance structure

The organization and governance structure of MB includes:

1. The General Shareholder Meeting
2. The Board of Directors
3. The SB
4. The Chief Executive Officer

Section 2. Shareholders and the General Shareholder Meeting

Article 32. Shareholders

1. MB has a minimum of 100 (one hundred) shareholders, which are organizations and individuals according to the regulations of the law. The capital contribution ratio of shareholders must be ensured in accordance with the laws and this Charter. MB's shareholders are organizations legally incorporated and operated in accordance with Vietnamese law, or eligible individuals of Vietnamese nationality, not listed among the prohibited objects as stipulated in the laws and this Charter.

Foreign organizations and individuals can purchase shares of MB and become shareholders when they meet all conditions stipulated by law and MB regulations and comply with this Charter.

2. Types of shareholders:

2.1. MB has founding shareholders and ordinary shareholders.

2.2. "Founding shareholder" refers to a shareholder who owns at least one common share and is listed in the list of founding shareholders of the joint stock company.

Article 33. Representative of Shareholders

1. The representative of an organizational shareholder is the legal representative of that organization. The authorized representative of an organizational shareholder is an individual authorized in writing by the shareholder to exercise rights and fulfill obligations under this Charter and applicable legal regulations. If an organizational shareholder appoints more than one authorized representative, the number of shares each authorized representative may hold must be clearly defined.

The document appointing an authorized representative must be prepared in accordance with the provisions of this Charter and relevant laws, and must be notified to MB. It will only take effect for MB from the date MB receives the document. The document appointing an authorized representative must contain the following key contents:

1.1. Name, business registration number, and headquarters address of the shareholder.

1.2. Number of authorized representatives and the corresponding ownership ratio of each authorized representative.

1.3. Name, contact address, nationality, and legal document number of each authorized representative.

1.4. The corresponding authorization period for each authorized representative, specifying the start date of representation.

1.5. The full name and signature of the authorized representative, as well as the legal representative of the shareholder.

2. Within the scope permitted by law and this Charter, individual shareholders or their legal representatives of organizational shareholders may personally or legally authorize in writing another person to act on behalf of the shareholder to exercise the rights and obligations of the shareholder as prescribed by law and this Charter. The authorized representative must meet all the standards and conditions set out in the Enterprise Law and this Charter.

3. The appointment or replacement of a representative by a shareholder at MB must be documented in writing, signed by the authorizing individual (for individual shareholders) or the legal representative of the organization (for organizational shareholders), and sent to MB according to the provisions of the law and this Charter.

4. In the case where an individual inherits shares or an organization enjoys legal rights and benefits, receives transfer, inheritance of shares, rights, and obligations of a shareholder (when the organizational shareholder is merged, consolidated, or other forms as prescribed by law), that individual or organization must submit to MB the legal documents, papers proving the inheritance, and the entitlement to those legal rights and benefits. The Board of Directors relies on the provisions of this Charter and legal regulations to address issues related to shareholders, representatives, and shares.

Article 34. Rights of Shareholders

1. Shareholders have the following rights:

1.1. Participate in and express opinions in General Shareholder Meetings, and exercise voting rights directly or through authorized representatives; each common share entitles one vote.

1.2. Receive dividends according to the resolutions of the General Shareholder Meeting.

1.3. Be given priority to purchase newly issued shares corresponding to the common share ownership ratio of each shareholder in MB, in accordance with the provisions of the law.

1.4. Transfer shares, rights to purchase shares to other shareholders of MB or other organizations, individuals, according to the provisions of MB's Charter, and the law.

1.5. View, search, and extract information about the name and contact address in the list of shareholders entitled to vote; request correction of inaccurate information about oneself.

1.6. View, search, extract, and photocopy the Charter of MB, the minutes of the General Shareholder Meetings, resolutions, and decisions of the General Shareholder Meeting.

1.7. Authorize in writing someone else to exercise their rights and obligations as stipulated in MB's Charter, MB's internal governance regulations; the authorized person may not stand as a candidate in their own capacity.

1.8. When MB is dissolved or bankrupted, the remaining assets shall be distributed in proportion to the number of shares owned in MB as stipulated by law.

1.9. Nominating and electing individuals to the Board of Directors and the Supervisory Board shall be done in accordance with the provisions of Article 34, Clause 2 of this Charter.

1.10. Other rights as stipulated by law and this Charter.

2. Shareholders or a group of shareholders owning 5% (five percent) or more of the total shares of MB have the right to:

2.1. Nominating and electing individuals to the Board of Directors and the Supervisory Board in accordance with this Charter and legal regulations. The application file and list of candidates must be submitted to the Board of Directors of MB within the deadline, form, and procedures determined by the Board of Directors of MB. The number of candidates elected and nominated is as follows:

a. Shareholders or shareholder groups owning from 5% (five percent) to 14.5% (fourteen point five percent) of the total voting shares of MB are entitled to nominate or elect a maximum of 01 (one) candidate.

1.1. Shareholders or shareholder groups owning from 14.5% (fourteen point five percent) of the total voting shares of MB are entitled to nominate or elect a maximum of 02 (two) candidates.

2.2. Other rights as stipulated by law and this Charter.

3. Shareholders or shareholder groups owning more than 10% (ten percent) of the total common shares of MB have the right to request the convening of an extraordinary General Shareholder Meeting if the Board of Directors of MB seriously violates the rights of shareholders, the obligations of management, or makes decisions beyond the delegated authority.

The request to convene an extraordinary General Shareholder Meeting must be made in writing and must include the following details: the full name, contact address, nationality, and legal identification number of individual shareholders; the name, business registration number, or legal identification number of organizational shareholders, along with their registered headquarters address; the number of shares and the registration date of shares for each shareholder, the total number of shares held by the shareholder group, and their MB share ownership ratio; the basis and reason for convening of the extraordinary General Shareholder Meeting. Along with the request to convene the meeting, there must be complete documentation and legal evidence regarding the violations committed by the Board of Directors, the extent of the violations, or the decisions exceeding their authority. Shareholders, or groups of shareholders, are fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Shareholder Meeting.

4. The founding shareholders of MB, in addition to the rights of ordinary shareholders, also have the following rights:

4.1. Retain the title of "Founding Shareholder" for the duration of their tenure as shareholders of MB. The title "Founding Shareholder" is associated with the shareholder's identity.

4.2. The title of "Founding Shareholder" and the right to nominate for the position of Member of the Board of Directors cannot be transferred, inherited, gifted, or otherwise transferred in any form.

Article 35. Obligations of Shareholders

1. Shareholders have the following obligations:

1.1. Make full and timely payment of the amount corresponding to the committed shares within the deadline set by MB; be responsible for debts and other asset-related obligations of MB within the scope of the contributed capital to MB.

1.2. Under no circumstances may the contributed capital be withdrawn from MB in any form, resulting in a reduction of MB's charter capital, except when MB or others repurchase shares according to the provisions of this Charter and the law. In the event that a shareholder partially or fully withdraws contributed capital contrary to the provisions of this clause, such shareholder and any stakeholder shall jointly be liable for MB's debts and other asset obligations in the amount of the withdrawn capital and for any resulting damages.

1.3. Responsible before the law and MB for the legality of the capital source used to purchase or receive transferred shares in MB; shall not utilize capital granted by credit institutions, foreign bank branches or capital from corporate bond issuance to purchase or receive transferred shares of MB; shall not purchase MB shares under the name of individuals or other legal entities in any form, except when authorized as prescribed by law.

1.4. Comply with the Charter and internal regulations of MB.

1.5. Adhere to the resolutions and decisions of the General Shareholder Meeting and the Board of Directors.

1.6. Responsible for any illegal activities or business transactions conducted for personal gain or the gain of other organizations or individuals when acting on behalf of MB in any capacity.

1.7. Responsible for the accuracy of all information provided to MB.

1.8. Maintain the confidentiality of information provided by MB as stipulated in this Charter and legal regulations; only use the provided information to fulfill and protect shareholders' legitimate rights and interests; refrain from disseminating, copying, or sending information provided by MB to other organizations or individuals.

1.9. Other obligations as stipulated by law and this Charter.

2. Shareholders who are entrusted by other organizations or individuals must provide MB with information about the original ownership of the shares they are entrusted. MB reserves the right to suspend the shareholder's rights of those who are entrusted if they fail to provide information or provide incomplete or inaccurate information about the original ownership of the shares.

3. Shareholders, purchasers, and recipients of transferred shares resulting in them becoming major shareholders of MB are obligated to collaborate with MB in order to complete all necessary conditions, procedures, and documentation required for approval as per the regulations set forth by the SBV and as requested by MB.

4. Shareholders owning 01% (one percent) or more of the charter capital of MB must provide the following information to MB:

4.1. Full name; personal identification number; nationality; passport number, date and place of issue for foreign shareholders; enterprise registration certificate number or equivalent legal document for organizational shareholders; date and place of issuance of this document.

4.2. Information about related persons, including: full name; personal identification number; nationality; passport number, date and place of issue for foreign individuals; relationship with the information provider.

4.3. Information about related organizations includes: name, business registration number, headquarters address of the organization, certificate of business registration number or equivalent legal documents; legal representative, and relationship with the information provider.

4.4. The share number and ownership ratio at MB.

4.5. The share number and ownership ratio of the related person at MB.

5. Shareholders specified in Clause 4 of this Article are responsible for submitting in writing to MB the initial information and any changes to the information outlined in Clause 4 of this Article within 07 (seven) working days from the date of occurrence or change of information. For the information specified in points 4.4 and 4.5 of Clause 4 of this Article, shareholders are only required to provide information to MB when there is a change in the ownership ratio of the shareholder, the ownership ratio of the shareholder and related persons from 01% (one percent) of the charter capital of MB or more compared to the previous submission. The registration, retention, disclosure, and publicization of information concerning shareholders owning 01% (one percent) or more of MB's charter capital and related persons are conducted at MB as follows:

5.1. MB lists and retains the information specified in Clause 4 of this Article at its headquarters and submits reports in writing to the SBV within 07 (seven) working days from the date MB receives the provided information.

5.2. Annually, MB discloses the information specified in points 4.1, 4.4, and 4.5 of Clause 4 of this Article at the General Shareholder Meeting of MB as required by law.

5.3. MB publicly discloses information regarding the full name of individuals, the name of organizations as shareholders owning 01% (one percent) or more of the charter capital of MB, and the information specified in points 4.4 and 4.5 of Clause 4 of this Article on the website of MB in accordance with legal regulations.

6. Shareholders have the obligation to review, identify accurately, and promptly provide all required information as stipulated in Clause 4 of this Article in order to:

6.1. Ensure compliance with regulations on the ownership ratio of shareholders, shareholders, and related persons as stipulated in this Charter, legal regulations, and take responsibility in case shareholders and related persons violate regulations.

6.2. Ensure the provision of truthful, accurate, complete, and timely information and take responsibility for providing such information.

7. Other obligations in compliance with law and this Charter.

Article 36. The General Shareholder Meeting

1. The General Shareholder Meeting is the highest decision-making Board of Directorsy of MB, consisting of all shareholders with voting rights.

2. The annual General Shareholder Meeting is held once a year, within 04 (four) months from the end of the financial year. The Board of Directors decides to delay the annual General Shareholder Meeting when necessary, in accordance with legal regulations and documents issued by competent state authorities.

3. The annual General Shareholder Meeting is convened and held in Vietnam by the Board of Directors; the specific venue is determined by the Board of Directors based on the actual situation. The annual General Shareholder Meeting decides on matters within its duties and powers as prescribed by law and this Charter. The Board of Directors invites the authorized representative of the auditing organization approved to audit MB's financial statements to attend the annual General Shareholder Meeting if the audit report on MB's annual financial statements contains significant exceptions, contradictory audit opinions, or refusals, in accordance with legal regulations.

4. The Board of Directors convenes an extraordinary General Shareholder Meeting in the event of one of the following circumstances:

4.1. The Board of Directors deems it necessary for the interests of MB.

4.2. When the number of members of the Board of Directors or the number of members of the Supervisory Board is less than the minimum number stipulated by law.

4.3. Shareholders or groups of shareholders request the convening of an extraordinary General Shareholder Meeting as stipulated in Clause 3 of Article 34 of this Charter.

4.4. At the request of the Supervisory Board.

4.5. At the request of the SBV, in case events affecting the safety of MB's operations occur.

4.6. Other circumstances as stipulated by the law.

5. The Board of Directors shall convene a meeting of the General Shareholder Meeting within 30 (thirty) days from the date of receiving one of the requests or from the date of occurrence of any of the events specified in Clause 4 of this Article.

6. If the Board of Directors fails to convene a General Shareholder Meeting, then within 30 (thirty) days thereafter, the Supervisory Board shall convene a General Shareholder Meeting in accordance with legal regulations.

In case the Supervisory Board fails to convene a General Shareholder Meeting, shareholders or groups of shareholders have the right to convene a General Shareholder Meeting on behalf the Board of Directors and the Supervisory Board in accordance with legal regulations and this Charter, as stipulated in Point 4.3 of Clause 4 of this Article.

7. All necessary expenses for convening, conducting the General Shareholder Meeting, or obtaining shareholder opinions shall be borne by MB for clear purposes. These expenses shall not include costs that shareholders must bear to attend the General Shareholder Meeting or submit opinions, such as accommodation, transportation, and other related expenses.

Article 37. Powers and duties of the General Shareholder Meeting

1. The General Shareholder Meeting possesses the following powers and duties:

1.1. Approve MB's development direction.

1.2. Approve, amend, or supplement the MB Charter.

1.3. Approve the Organization and Operation Regulations of the Board of Directors, the Organization and Operation Regulations of the Supervisory Board.

1.4. Decide on the number of members of the Board of Directors, the Supervisory Board for each term; elect, dismiss, remove, elect additional, or replace Members of the Board of Directors, Members of the Supervisory Board in accordance with the conditions and criteria stipulated in this Charter and legal regulations.

1.5. Decide on the amount of remuneration, bonuses, and other annual benefits for the Board of Directors members, the Supervisory Board members, and the operational budget of the Board of Directors and the Supervisory Board.

1.6. Review and address within its authority any violations committed by the Board of Directors or the Supervisory Board that cause harm to MB and its shareholders.

1.7. Decide on the organizational and governance structure of MB.

1.8. Approve changes to the charter capital; approve the share offering plan, including the type and quantity of new shares to be offered.

1.9. Approve the share repurchase plan.

1.10. Approve the convertible bond issuance plan.

1.11. Approve the annual financial statements; the profit distribution plan after fulfilling tax obligations and other financial obligations of MB.

1.12. Approve the reports of the Board of Directors and the Supervisory Board on the implementation of assigned tasks and authorities.

1.13. Approve the capital contribution plan, purchase, offering and transfering of shares, capital contribution portion of MB in other enterprises, credit institutions according to legal regulations where the expected capital contribution value, purchase price, or book value in the case of offering or transfering shares, capital contribution portion has a value of 20% (twenty percent) or more of MB's charter capital recorded in the latest audited financial statements.

1.14. Approve decisions on investment, purchase, or sale of fixed assets of MB where the investment amount, expected purchase price, or original cost in the case of selling fixed assets has a value of 20% (twenty percent) or more of MB's charter capital recorded in the latest audited financial statements.

1.15. Approve contracts, transactions, or other agreements with a value of 20% (twenty percent) or more of MB's charter capital recorded in the latest audited financial statements between MB and members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, major shareholders of MB; related persons of the Managing officers, members of the Supervisory Board, major shareholders of MB; subsidiaries, affiliated companies of MB, except in the case where a commercial bank is implementing a mandatory transfer plan.

1.16. Decide on the establishment or conversion of legal forms of commercial presence abroad, including MB subsidiaries.

1.17. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request for the court to initiate bankruptcy proceedings for MB.

1.18. Decide on the selection of an independent auditing organization in accordance with the Law on Credit Institutions.

1.19. Approve the proposed remedial plan in the event of early intervention as stipulated by the Law on Credit Institutions.

1.20. Decide on measures to address the significant financial fluctuations of MB.

1.21. The powers, obligations, and duties as stipulated by law and this Charter.

Article 38. The right to attend the General Shareholders' Meeting.

1. All shareholders listed in the list of shareholders entitled to attend the General Shareholder Meeting have the right to attend the General Shareholder Meeting, in accordance with legal regulations. Shareholders or their authorized representatives of organizational shareholders may directly attend, vote, or authorize in writing one or more proxies to attend and vote at the General Shareholder Meeting as stipulated in the Charter of MB, or participate and vote through appropriate forms as provided by law and this Charter. The proxy is not necessarily a shareholder of MB, may not nominate themselves, and must fulfill the obligations and responsibilities of a shareholder attending and voting at the General Shareholder Meeting.

2. Proxy authorization for representation and voting at the General Shareholder Meeting must be documented in accordance with civil law regulations and must clearly state the name of the individual or organization being authorized and the number of shares being authorized. Proxy authorization can be executed in writing, by electronic means, or in other appropriate forms as prescribed by law and this Charter. The Board of Directors determines the procedures and methods and publicly announces them on MB's website for shareholders' acknowledgment. The proxy authorization document must include signatures as follows:

2.1. In the case where the individual shareholder acts as the authorizer, the proxy authorization document must bear the signatures of both the shareholder and the appointed proxy who will attend and vote at the meeting.

2.2. In the case where the authorizer is an organization, the procedures shall be carried out in accordance with the provisions of Clause 1 of Article 33 of this Charter.

2.3. In other cases, the signature of the legal representative of the shareholder and the appointed proxy attending and voting at the meeting must be included.

3. The appointed proxy attending and voting at the General Shareholder Meeting must submit the proxy authorization document before participating in the meeting.

4. The voting ballot of the appointed proxy attending and voting at the General Shareholder Meeting within the scope of the authorization remains valid in the following cases:

4.1. The authorizer has died, been legally incapacitated, or lost civil act capacity.

4.2. The proxy authorization has been revoked by the authorizer.

4.3. The proxy's authority has been revoked by the authorizer.

4.4. Other cases as stipulated by the law.

5. The provisions of Clause 4 of this Article do not apply in cases where MB receives written notice (accompanied by supporting documents) regarding any of the circumstances specified in this clause before the opening of the General Shareholder Meeting or before the meeting is reconvened.

6. Shareholders are considered as attending and voting at the General Shareholder Meeting under the following circumstances:

6.1. Attending and voting directly at the meeting.

6.2. Authorizing a proxy or another organization to attend and vote at the meeting.

6.3. Attending and voting through online conferences or a combination of in-person meetings with online conferences, electronic voting, or other electronic forms; or other combined forms.

6.4. Sending the voting ballots to the meeting via mail, fax, or e-mail.

6.5. Sending electronic voting ballots through other electronic means, attending, and voting through other forms as stipulated in MB's Internal Governance Regulations.

7. Attendance and voting at the General Shareholder Meeting through the means and methods stipulated in this Charter and implemented by the Board of Directors, in accordance with legal regulations and documents of competent authorities and organizations, are publicly disclosed on MB's website for shareholders' acknowledgment.

Article 39. List of shareholders entitled to attend the General Shareholders' Meeting

1. The list of shareholders entitled to attend the General Shareholder Meeting shall be made upon the shareholder register and the securities holder register of MB. The list of shareholders entitled to attend the General Shareholder Meeting shall be prepared no later than 10 (ten) days before the General Shareholder Meeting notice is sent. In cases where shareholders have deposited their securities, the list of shareholders entitled to attend the General Shareholder Meeting shall be prepared in accordance with the regulations of the competent authority and the legal provisions.

2. The list of shareholders entitled to attend the General Shareholder Meeting must include the full name, contact address, nationality, identification document number for individual shareholders; name, enterprise registration number or legal document number of the organization, headquarters address of the organizational shareholder; quantity of shares of each type held by each shareholder, shareholder code or securities deposit account number as prescribed by the designated shareholder management unit, and other information as required by law.

3. Each shareholder has the right to have their name and contact address included in the list of shareholders entitled to attend and vote at the General Shareholder Meeting, as regulated by the law.

4. Shareholders have the right to request the convener of the General Shareholder Meeting to amend any incorrect or incomplete information about themselves in the list of shareholders entitled to attend and vote at the General Shareholder Meeting, as required by the law.

5. In the event that shares are transferred between the completion of the shareholder list and the opening of the General Shareholder Meeting, the transferee shall have the right to attend the General Shareholder Meeting on behalf of the transferor for the transferred shares, in accordance with the law and guidelines from the authorized agency or organization.

Article 40. Meeting invitation, agenda, and content of the General Shareholders' Meeting

1. The person convening the General Shareholders' Meeting performs the following tasks:

1.1. Prepare the list of shareholders entitled to attend the meeting in accordance with Article 39 of this Charter, the agenda, and the content of the meeting; prepare the documents for the meeting.

1.2. Identify the date, time, and location for convening the General Shareholder Meeting.

1.3. Notify all shareholders eligible to attend the General Shareholder Meeting about the meeting and send invitations to the General Shareholder Meeting to all shareholders.

1.4. Other tasks as stipulated by the law.

2. The invitation to the General Shareholder Meeting must include the agenda and pertinent information about the issues to be discussed and voted on at the General Shareholder Meeting, as well as other mandatory content as required by law. The meeting invitation and documents for the General Shareholder Meeting shall be sent by secure means and/or by electronic methods or other means to ensure delivery to the contact address of the shareholders registered with MB (including methods such as email, messages, postal mail, or other suitable methods as determined by MB from time to time) and posted on MB's website. The sending of meeting invitations via the electronic methods mentioned above and the implementation methods thereof are decided by the Board of Directors, in compliance with legal regulations and documents of authorized agencies or organizations (if any). The meeting invitations and documents must be sent to all shareholders with the right to attend the meeting no later than 21 (twenty-one) days before the General Shareholder Meeting opens. The General Shareholder Meeting notice is posted on MB's website, while the meeting invitation and documents are sent to the shareholders. The sending of meeting documents with the meeting invitation can be replaced by posting them on MB's website, and the invitation must specify the location and method for accessing the documents.

3. For shareholders who have deposited their shares, the notice of the General Shareholder Meeting can be sent to the custodian organization; the information disclosure about the General Shareholder Meeting is carried out in accordance with securities market disclosure regulations.

4. Shareholders or groups of shareholders owning 5% (five percent) or more of the total common shares of MB have the right to propose agenda items for the General Shareholder Meeting. The proposal must be in writing and sent to MB no later than 15 (fifteen) days before the opening date. The proposal must clearly state the shareholder's name, the number of shares held by the shareholder, and the proposed agenda item for the meeting, and be accompanied by legal documentation proving the authority of the proposer.

5. The convener of the General Shareholder Meeting only has the right to reject the proposals specified in Clause 4 of this Article in the following cases:

5.1. The proposal is submitted after the deadline, is incomplete, or contains incorrect content.

5.2. The issue proposed does not fall within the decision-making authority of the General Shareholder Meeting.

5.3. Issues that are not in accordance with the provisions of MB's Charter and are not compliant with legal regulations.

5.4. The proposer does not present sufficient legal documents proving the right to propose to MB.

5.5. Issues that are not aligned with the objectives, direction, and operating activities of MB, or related to state secrets, trade secrets, business secrets of MB and other individuals, organizations, or contents that are not disclosed or publicized according to legal regulations.

5.6. Other cases where the Board of Directors assesses that there might be potential adverse effects on the legal rights and interests of the State or the common interests of MB.

6. The convener of the General Shareholder Meeting must accept and include the proposals specified in clause 4 of this Article in the proposed agenda and content of the meeting, except as provided for in clause 5 of this Article; the proposal shall be formally added to the agenda and content of the meeting if approved by the General Shareholder Meeting.

7. The Board of Directors prepares draft resolutions for each item on the agenda.

Article 41. Conditions for conducting the General Shareholders' Meeting

1. The General Shareholder Meeting is conducted when the number of attending shareholders represents over 50% (fifty percent) of the total voting shares of MB.

2. In case the first meeting cannot proceed as stipulated in clause 1 of this Article within 120 (one hundred twenty) minutes from the scheduled time, the General Shareholder Meeting must be reconvened for the second time within 30 (thirty) days from the scheduled date of the first meeting.

The second meeting of the General Shareholder Meeting shall be held when shareholders and authorized representatives are present, representing at least 33% (thirty-three percent) of MB's total voting shares.

3. In the event that the second meeting of the General Shareholder Meeting does not meet the requirements as stipulated in clause 2 of this Article within 120 (one hundred and twenty) minutes from the scheduled meeting time, the third meeting of the General Shareholder Meeting shall be convened within 20 (twenty) days from the scheduled date of the second meeting.

The third meeting of the General Shareholder Meeting shall be conducted regardless of the total votes of the attending shareholders and shall have the authority to decide on all matters that the first meeting of the General Shareholder Meeting could decide. Members of the Board of Directors, Members of the Supervisory Board, or other shareholders who do not attend the meeting as shareholders have the right to attend the General Shareholder Meeting as observers to monitor the organization process and decisions made at the General Shareholder Meeting convened for the third time.

4. Upon the Chairman's proposal, the General Shareholder Meeting has the authority to decide on amending the agenda that was sent along with the meeting invitation, as stipulated in this Charter.

5. Members of the Board of Directors and the Supervisory Board attend the General Shareholder Meeting to answer shareholders' questions (if any). In case of unavoidable circumstances preventing their attendance, members of the Board of Directors and the

Supervisory Board shall submit written reports to the Board of Directors and the Supervisory Board.

Article 42. Procedures for conducting and voting in the General Shareholder Meeting

1. On the day of the General Shareholder Meeting, shareholders must register to attend the meeting, and MB conducts registration until all eligible shareholders present have registered. Registered attendees will be issued voting cards.

2. The General Shareholder Meeting discusses and votes on each issue on the agenda. Voting is conducted using ballot papers or other methods as stipulated in the General Shareholder Meeting regulations; ultimately, the scrutineers will count the votes in favor, against, and abstentions. The ballot count results are announced by the Chairman of the meeting immediately before the meeting concludes.

3. Shareholders attending the General Shareholder Meeting after the meeting has commenced have the right to register and participate in voting immediately after registration. The Chairman is not responsible for suspending the General Shareholder Meeting to accommodate late-arriving shareholders registering, and the validity of the issues voted on before they participate will not change or be affected.

4. The Chairman of the Board of Directors serves as the Chairman or delegates another member of the Board of Directors to serve as the Chairman of the General Shareholder Meeting convened by the Board of Directors. If the Chairman of the Board of Directors is absent or temporarily incapacitated, the remaining members of the Board of Directors shall nominate one person from among themselves as the Chairman through a majority vote. If there is no eligible person to serve as the Chairman using the aforementioned method, the Chairman of the Supervisory Board shall preside over the meeting to facilitate the nomination of the Chairman from among the attendees, with the individual receiving the highest number of votes being appointed as the Chairman of the meeting. In other cases, the person who convenes the General Shareholder Meeting shall preside over the meeting to facilitate the nomination of the Chairman, with the individual receiving the highest number of votes being appointed as the Chairman.

5. The Chairman appoints one or more individuals as secretaries of the meeting to prepare the minutes of the General Shareholder Meeting. The Chairman nominates individuals to the scrutineers committee for approval by the General Shareholder Meeting.

6. The Chairman has the authority to postpone the General Shareholder Meeting that has the required number of registered attendees to another time or change the meeting venue in the following cases:

6.1. The meeting venue does not have enough seating convenient for all attendees.

6.2. There are attendees who engage in disruptive behavior, obstructing the meeting or posing a risk to its safe, fair, and legal proceedings.

6.3. The information facilities at the meeting venue do not ensure the participation, discussion, and voting of attending shareholders.

The maximum postponement period shall not exceed 03 (three) working days from the scheduled meeting date.

7. If the Chairman postpones or temporarily suspends the General Shareholder Meeting against clause 6 of this Article, the General Shareholder Meeting shall nominate another person from among the attendees to replace the Chairman to conduct the meeting until its conclusion, and the validity of the resolutions passed at that meeting shall not be affected.

8. The chairman of the General Shareholder Meeting may conduct activities that they deem necessary and reasonable to facilitate the orderly conduct of the meeting in accordance with the approved agenda and to reflect the wishes of the majority of the attendees.

9. The convener of the meeting or the Chairman of the General Shareholder Meeting may request shareholders or authorized representatives attending the meeting to undergo inspection or security measures that they deem appropriate. If a shareholder or authorized representative fails to comply with the provisions regarding inspection or security measures as mentioned above, the convener of the meeting or the chairman of the General Shareholder Meeting, after careful consideration, may refuse entry to, or expel, such shareholder or representative from the meeting.

10. The convener of the meeting or the Chairman of the General Shareholder Meeting, after careful consideration, may take appropriate measures to:

10.1. Adjust the number of attendees present at the principal meeting venue of the General Shareholder Meeting.

10.2. Ensure the safety of everyone present at that venue.

10.3. Facilitate shareholders to attend (or continue to attend) the General Shareholder Meeting.

The convener or the Chairman of the General Shareholder Meeting has full authority to modify the above measures and apply all measures deemed necessary. The applicable measures may include issuing entry passes or other methods and forms.

11. The convener of the General Shareholder Meeting sends the meeting invitation and determines the venue for the General Shareholder Meeting, or the Chairman may consider and decide:

11.1. Notice that the General Shareholder Meeting will be held at the venue stated in the notice, and the Chairman will be present there ("Principal Venue of the Meeting").

11.2. Manage to enable shareholders or their proxies who cannot attend and vote at the General Shareholder Meeting in accordance with point 11.1 of clause 11 of this Article or those wishing to participate at a venue other than the Principal Venue of the Meeting to attend the General Shareholder Meeting (if necessary and appropriate to the actual circumstances) through a combination of in-person and online meeting formats at venues other than the Principal Venue of the Meeting.

The notice on the General Shareholder Meeting need not detail the measures outlined in this Article.

12. In this Charter (unless circumstances require otherwise or the General Shareholder Meeting makes a different decision), all shareholders attending the meeting under clause 11 of this Article shall be considered as attending the General Shareholder Meeting at the Principal Venue of the Meeting.

13. In case of necessity, the Board of Directors may decide on the form of online meeting of the General Shareholder Meeting or another form of meeting as prescribed in this Article. The online General Shareholder Meeting will apply proper technology measures so that shareholders can attend and express their opinions at the online General Shareholder Meeting, vote for approval by electronic voting or other electronic forms. The Board of Directors promulgates regulations on attending the General Shareholder Meeting online, voting by electronic means, or using other electronic forms.

Article 43. Passing the General Shareholder Meeting's resolutions

1. The General Shareholder Meeting adopts decisions within its authority through voting at the meeting or by obtaining written opinions. Resolutions of the General Shareholder Meeting shall be effective from the date they are adopted or from the effective date stated in those resolutions.

2. Resolutions and decisions of the General Shareholder Meeting passed by 100% (one hundred percent) of the total voting shares are valid and effective even if the procedures for convening the meeting and adopting those resolutions violate legal regulations and this Charter. In case a shareholder or a group of shareholders requests the Court or Arbitration Tribunal to invalidate the resolutions of MB's General Shareholder Meeting under Article 46 of this Charter, those resolutions shall remain effective until the Court or Arbitration Tribunal issues a different decision, except in cases where interim emergency measures are applied pursuant to a decision of the competent authority.

3. Resolutions and decisions of the General Shareholder Meeting must be notified to shareholders eligible to attend the General Shareholder Meeting or posted on MB's website within 15 (fifteen) days from the date the resolutions or decisions are passed.

4. Resolutions and decisions of the General Shareholder Meeting regarding issues prescribed in points 1.1, 1.4, 1.6, and 1.17, Clause 1 of Article 37 shall be passed by voting at the General Shareholder Meeting.

5. Resolutions and decisions of the General Shareholder Meeting are adopted according to the following provisions:

5.1. Except for the provisions stated in points 5.2, 5.3, and 5.4 of clause 5 of this Article, decisions of the General Shareholder Meeting are passed when they receive approval from shareholders representing over 50% (fifty percent) of the total voting shares of all attending shareholders or when they receive approval from shareholders representing over 50% (fifty percent) of the total voting shares of all shareholders in cases of written opinions.

5.2. For decisions regarding the issues stipulated in points 1.8 and 1.14 of clause 1 of Article 37 of this Charter, they must be approved by shareholders representing over 65% (sixty-five percent) of the total voting shares of all attending shareholders or when they receive approval from shareholders representing over 65% (sixty-five percent) of the total voting shares of all shareholders in cases of written opinions.

5.3. For decisions regarding the issues stipulated in points 1.17 of clause 1 of Article 37 of this Charter, they must be approved by shareholders representing over 65% (sixty-five percent) of the total voting shares of all attending shareholders.

5.4. The nomination of members of the Board of Directors and the Supervisory Board must be conducted through cumulative voting, whereby each shareholder has a total number of voting shares corresponding to the total number of shares owned multiplied by the number of members to be nominated to the Board of Directors or the Supervisory Board. Shareholders have the right to allocate all of their total voting shares to one or several candidates.

The nominated members of the Board of Directors or the Supervisory Board are determined based on the number of votes received, starting with the candidate with the highest number of votes and proceeding to the candidate with the lowest until the required number of members is reached. In case two or more candidates receive an equal number of votes for the last member position of the Board of Directors or the Supervisory Board, a re-nomination will be conducted among those candidates with equal votes, or selection will be based on the criteria outlined in the nomination regulations. In the event that, after the first round of voting, the expected number of members for the Board of Directors or the Supervisory Board has not been reached, the General Shareholder Meeting shall continue voting until the expected number is reached, or in accordance with the General Shareholder Meeting's decision.

Article 44. Authority and procedures for collecting written opinions from shareholders to pass resolutions of the General Shareholder Meeting

Authority and procedures for collecting written opinions from shareholders to pass resolutions of the General Shareholder Meeting shall conform to the Enterprise Law, particularly:

1. The Board of Directors has the right to collect shareholders' opinions in writing to approve decisions of the General Shareholder Meeting at any time if deemed necessary for the interests of MB. The collection of shareholder opinions in writing and the sending of responded opinion forms by shareholders to approve decisions of the General Shareholder Meeting can be carried out through the means of postal mail, fax, email, other electronic forms, or a combination of these methods, as decided by the Board of Directors.

2. The Board of Directors must prepare opinion forms and draft decisions of the General Shareholder Meeting. The opinion forms along with the draft decisions must be sent using secure methods and/or electronic methods, or other appropriate methods to ensure delivery to the contact address of the shareholder registered with MB (including one or more methods such as email, text messages, postal mail, or other suitable methods as determined by MB from time to time), and posted on MB's website.

3. The opinion forms must contain the following main contents:

3.1. Name, headquarters, and business registration number of MB.

3.2. The purpose of seeking opinions.

3.3. Full name, contact address, nationality, identification document number of the individual shareholder; name, business registration number or legal document number of the organization, headquarters address for the organizational shareholder or their representative; number of shares of each type and voting shares held by the shareholder.

3.4. The issue for which the opinion is sought to pass a decision.

3.5. The voting options include for, against, and abstention.

3.6. The deadline for returning the responded opinion forms to MB.

3.7. The name and signature of the Chairman of the Board of Directors of MB.

4. In case the responded opinion form is sent to MB by postal mail, fax, or email:

4.1. In case of sending by postal mail, the responded opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The opinion form sent to MB must be sealed in a securely closed envelope, and no one is authorized to open it before vote counting. Opinions that are sent to MB after the specified deadline stated in the opinion form content, or that have been opened, are all invalid.

4.2. In the case of sending via fax, email, or other electronic methods, or a combination thereof, opinion forms sent to MB must be kept confidential until the vote counting period.

4.3. Opinion forms returned to MB after the specified deadline as determined in the opinion form content or those that have been opened in the case of postal mail and disclosed in the case of fax, email, other electronic methods, or a combination thereof, are considered invalid. Opinions that are not returned are considered abstentions.

5. The Board of Directors organizes the vote counting and prepares the vote counting minutes in the presence of an Supervisory Board member or a shareholder who does not hold a managerial position at MB.

The vote counting minutes must contain the following main contents:

5.1. Name, headquarters address, establishment and operation license number of MB.

5.2. The purpose and issues for which the opinion is sought to pass a decision.

5.3. The number of shareholders with total voting shares participating in the voting, distinguishing between valid and invalid votes, accompanied by an appendix listing the shareholders participating in the vote.

5.4. The number of votes in favor of, against, and abstentions of each issue.

5.5. Decisions that are approved.

5.6. Full names and signatures of the Chairman of the Board of Directors of MB, the vote-counting supervisor, and the scrutineers.

Members of the Board of Directors and vote-counting supervisors must be jointly responsible for the truthfulness and accuracy of the vote-counting minutes; jointly responsible for damages arising from decisions adopted due to dishonest or inaccurate vote counting.

6. The vote counting minutes must be sent to shareholders within 15 (fifteen) days from the date of completion of vote counting; Sending the vote counting minutes can be replaced by posting it on MB's website, in accordance with the law on securities.

7. The responded opinion forms, the vote counting minutes, the full text of the passed resolution and related documents enclosed with the opinion forms must be kept at MB's headquarters.

8. A decision passed in the form of collecting shareholders' opinions in writing has the same value as a decision passed at the General Shareholder Meeting.

Article 45. Minutes of the General Shareholder Meeting

1. The convener of the General Shareholder Meeting shall be responsible for archiving minutes of the General Shareholder Meeting and sending them to all shareholders within 15 (fifteen) days after the closing date of the General Shareholder Meeting; sending minutes can be replaced with posting them on MB's website, in accordance with laws on securities. Minutes of the General Shareholder Meeting are considered the authentic evidence of the tasks implemented at the meeting. These minutes are prepared in Vietnamese, signed by the Chairman and the Secretary, and passed at the General Shareholder Meeting. The Chairman and the Secretary shall be jointly liable for the truthfulness and accuracy of the minutes' contents. Records, minutes and books for signatures of shareholders attending the meeting and authorization documents must be archived at the headquarters of MB in accordance with regulations and this Charter.

2. Contents of the minute of the General Shareholder Meeting

- Name, address, headquarters and business registration number of MB.
- Date, time, and location for convening the General Shareholder Meeting.
- Agenda and contents of the General Shareholder Meeting.
- The Chairman and the Secretary
- Summary of meeting proceedings and opinions expressed at the General Shareholder Meeting on each issue in the meeting agenda.
- Number of shareholders and total votes of shareholders attending the meeting, appendix of shareholder registration list, shareholder representatives attending the meeting with the corresponding number of shares and votes.
- Total number of votes for each voting issue, including voting method, total number of votes in favor of, votes against, and abstentions; corresponding proportion of the total number of votes of shareholders attending the meeting, the decisions that have been approved, and the corresponding proportion of approved votes.
- Full name and signature of the Chairman and the Secretary of the meeting.
- In case the Chairman or the Secretary refuses to sign the General Shareholder Meeting minutes, but if all other members of Board of Directors attending the meeting sign and all the required contents as prescribed by the Enterprise Law and this Charter are

available, the minutes are still in effect. The meeting minutes clearly state that the Chairman and the Secretary refused to sign them.

3. Within 15 (fifteen) days from the closing date of the meeting or from the end of vote counting in case of written opinions, all decisions passed by the General Shareholder Meeting must be sent. to the SBV in accordance with legal regulations.

Article 46. Requests for canceling decisions of the General Shareholder Meeting

Within 90 (ninety) days from the date of receipt of the resolution or minutes of the General Shareholder Meeting or minutes of vote counting results to collect opinions from the General Shareholder Meeting, shareholders or group of shareholders with 05% (five percent) or more of the total number of common shares of MB have the right to request the Court to consider and cancel the resolution or part of the resolution of the General Shareholder Meeting in the following cases :

1. The order and procedures for convening meetings and making decisions of the General Shareholder Meeting seriously violate the provisions of this Charter and the law, except in other cases according to legal regulations.

2. The content of the resolution violates the law or this Charter.

Section 3. General provisions regarding the Board of Directors, the Supervisory Board, the Chief Executive Officer, the Deputy Chief Executive Officer and other managers

Article 47. General functions, duties and powers

1. The Board of Directors is the governing Board of Directorsy of MB, empowered to act on behalf of MB to decide and execute the rights and obligations of MB, except the issues within the authority of the General Shareholder Meeting.

2. The Supervisory Board oversees and evaluates compliance with legal regulations, internal regulations of MB, the Charter, resolutions, and decisions of the General Shareholder Meeting and the Board of Directors of MB.

3. The Chief Executive Officer is the highest executive of MB, deciding on issues within his authority related to daily business operations and other daily activities of MB. The Chief Executive Officer is responsible to the Board of Directors for exercising his rights and obligations in accordance with the provisions of law and this Charter.

4. The proposed list of people nominated and appointed as Members of the Board of Directors, Members of the Supervisory Board, and the Chief Executive Officer of MB must be approved by the SBV before nomination and appointment of these positions according to legal regulations.

Article 48. Non-eligible members of the Board of Directors, the Supervisory Board, the Chief Executive Officer, the Deputy Chief Executive Officer of MB, members of the Board of Management of MB, and cases where other positions are not allowed.

1. The following people are not eligible for member of the Board of Directors, the Supervisory Board, the Chief Executive Officer, the Deputy Chief Executive Officer or the Board of Management of MB:

1.1. Minors; people with difficulty in cognition and behavior control; people with limited or lost civil act capacity.

1.2. People who are being prosecuted for criminal liability or are serving prison sentences; are serving administrative measures at compulsory rehabilitation facilities or compulsory educational establishments; are banned by the Court from holding certain positions, practicing certain professions, or doing certain jobs.

1.3. People who have been convicted of crimes ranging from serious crimes or more.

1.4. People who have been convicted of property infringement but have not had their criminal records expunged.

1.5. Officials, civil servants, public employees, and managers at department level or higher in enterprises in which the State holds 50% (fifty percent) of charter capital or more, except those appointed as representatives to manage the capital contributed by the State or enterprises in which the State holds 50% (fifty percent) or more of the charter capital at MB or those who are appointed, designated, or appointed to participate in the management, governance, and control of MB according to duty requirements.

1.6. Officers, non-commissioned officers, professional soldiers, workers, and defense officials in agencies and units of the Vietnam People's Army; officers, professional non-commissioned officers, and police workers in agencies and units under the People's Public Security of Vietnam, except those appointed as representatives to manage capital contributions of the State or of enterprises in which the State holding 50% (fifty percent) or more of the charter capital at MB and other cases in accordance with the law.

1.7. People who are not allowed to participate in managing and operating businesses and cooperatives according to the provisions of law on cadres, civil servants, public employees, and laws on the prevention and combat of corruption.

1.8. People who used to be owners of private enterprises, member of a partnership company, the Chief Executive Officer (Director), members of the Board of Directors, members of the Board of Members, controllers, members of the Supervisory Board of an enterprise, members of the Board of Directors and the Chief Executive Officer (Director) of a cooperative at the time the enterprise or cooperative is declared bankrupt, except in cases where they are appointed, nominated or appointed to participate in management, administration, and control of the enterprises and the cooperatives that are credit institutions declared bankrupt according to their duty requirements.

1.9. People who have been suspended from the position of Chairman or other members of the Board of Directors; Chairman, other members of the Board of members; Head, other members of the Supervisory Board, Chief Executive Officer (Director) of a credit institution as prescribed in Article 47 of the Law on Credit Institutions or a competent authority determines that person has committed a violation leading to the credit institution having its License revoked.

1.10. Related persons of members of the Board of Directors, the Chief Executive Officer (Director) of MB, except for the cases specified in Clause 3, Article 69 of the Law on Credit Institutions.

1.11. According to the inspection conclusion, the person responsible leads to the credit institutions and foreign bank branches being sanctioned for administrative violations in the field of currency and banking at the highest fine level. Violating regulations on licensing, administration, management, shares, stocks, capital contributions, share purchases, credit granting, corporate bond purchases, and safety ratios according to the provisions of law on handling Administrative violations in the field of currency and banking.

1.12. Failure to ensure standards of professional ethics, professional qualifications, and capacity to manage, operate, and control MB according to regulations of MB and/or the SBV.

1.13. Other circumstances as stipulated by the law.

2. The following people are not eligible: Chief Accountants, Branch Directors, Chief Executive Officer (Directors) of MB subsidiaries:

2.1. Minors, people with difficulty in cognition and behavior control, and people with limited or lost civil act capacity.

2.2. People who are being prosecuted for criminal liability or are serving prison sentences; are serving administrative measures at compulsory rehabilitation facilities or compulsory educational establishments; are banned by the Court from holding certain positions, practicing certain professions, or doing certain jobs.

2.3. People who have been convicted of crimes ranging from serious crimes or more.

2.4. People who have been convicted of property infringement but have not had their criminal records expunged.

2.5. Officials, civil servants, public employees, and managers at department level or higher in enterprises in which the State holds 50% (fifty percent) of charter capital or more, except those appointed as representatives to manage the capital contributed by the State or enterprises in which the State holds 50% (fifty percent) or more of the charter capital at MB or those who are appointed, designated, or appointed to participate in the management, governance, and control of MB according to duty requirements.

2.6. Officers, non-commissioned officers, professional soldiers, workers, and defense officials in agencies and units of the Vietnam People's Army; officers, professional non-commissioned officers, and police workers in agencies and units under the People's Public Security of Vietnam, except those appointed as representatives to manage capital contributions of the State or of enterprises in which the State holding 50% (fifty percent) or more of the charter capital at MB.

2.7. Other cases as stipulated by law and this Charter.

3. Spouses, parents, children, brothers, sisters of members of the Board of Directors, the Chief Executive Officer of MB, and spouses of these people are not eligible for Chief Accountant, Chief Financial Officer, or person in charge of MB's other financial management positions.

Article 49. Non – Concurrent positions

1. The Chairman of the Board of Directors and a Member of the Board of Directors of MB may not simultaneously hold positions in one of the following cases:

1.1. The Chairman of MB's Board of Directors cannot simultaneously be MB's Executive Officer or a member of MB's SB; an executive officer, a member of the Supervisory Board of other credit institutions; or a manager of another business.

1.2. Members of the Board of Directors who are not independent members of MB may not simultaneously hold one of the following positions:

a. Executive officers of MB, except for the Chief Executive Officer of MB;

b. Managers, executive officers of other credit institutions, managers of other enterprises, except in cases where they are managers or executive officers of a subsidiary of MB or of MB's parent company or in the case of implementing an approved mandatory transfer plan;

c. Controllers, members of the Supervisory Board of other credit institutions and other enterprises.

1.3. Independent members of the Board of Directors of MB may not simultaneously hold one of the following positions:

a. Executive officers of MB;

b. Managers, executive officers of other credit institutions, managers of more than 2 other enterprises;

c. Controllers, members of the Supervisory Board of other credit institutions and other enterprises.

2. A member of MB's Supervisory Board is not allowed to simultaneously hold one of the following positions, except for being a manager, an executive officer, or an employee of the credit institution receiving the approved mandatory transfer plan:

2.1. A manager of MB, an executive officer of MB; a manager and an executive officer of another credit institution and other enterprise; an employee of MB or MB's subsidiaries.

2.2. An employee of an enterprise where a member of MB's Board of Directors is a member of the Board of Directors, an executive officer or a major shareholder of that enterprise.

3. The Chief Executive Officer of MB, Deputy Chief Executive Officer of MB and members of the Board of Managementof MB must not concurrently be managers, executive officers, controllers, or members of the Supervisory Board of other credit institutions or other enterprises, except in cases where the Deputy Chief Executive Officer and members of the Board of Managementare managers and executive officers of MB's subsidiaries.

4. Managers, executive officers, and other positions of MB nominated and appointed before July 1, 2024, shall apply the provisions of Clause 8, Article 210 of the Law on Credit Institutions.

Article 50. Automatic disqualification

1. Members of the Board of Directors, Members of the Supervisory Board and the Chief Executive Officer are immediately disqualified if they fall into one of the following cases:

1.1. Die.

1.2. Breaches regulations as stated in Article 48 of this Charter.

1.3. Represents the capital contribution of an organizational shareholder when that organization ceases to exist.

1.4. No longer the authorized representative of the capital contribution of the organizational shareholder.

1.5. Expelled from the territory of the Socialist Republic of Vietnam.

1.6. MB's establishment and operation license is revoked.

1.7. The decision to nominate or appoint a replacement for that position takes effect.

1.8. The Chief Executive Officer is automatically disqualified in the event that the contract to hire the Chief Executive Officer expires without being renewed or extended.

2. Within 05 (five) working days from the date it is determined that the subjects will be automatically disqualified as prescribed in Point 1.1; point 1.2; point 1.3; point 1.4; Points 1.5 and 1.8, Clause 1 of this Article, MB's Board of Directors shall have a written report with evidence of their immediate status loss sent to the SBV and must be responsible for the accuracy, the truthfulness of this report before the law; at the same time, carry out procedures to nominate and appoint vacant positions according to the provisions of law and this Charter.

3. The Chairman of the Board of Directors, Member of the Board of Directors, Head of the Supervisory Board, Member of the Supervisory Board, and the Chief Executive Officer of MB, after their automatic disqualification, must still be responsible for their decisions during their tenure.

Article 51. Dismissal or removal

1. Except for the case of automatic disqualification specified in Article 50 of this Charter, the Chairman and other members of the Board of Directors, the Head and other

members of the Supervisory Board and the Chief Executive Officer are considered for dismissal or removal in one of the following cases:

1.1. Dismissed when submitting a resignation letter to the Board of Directors and MB's Supervisory Board (clearly stating the reason for resignation).

1.2. Dismissed when an independent member of the Board of Directors does not meet the standards and conditions, and in cases of non-concurrent position as an independent member of the Board of Directors, according to clause 2, Article 57, and point 1.3, Clause 1, Article 49, this Charter and legal regulations.

1.3. Dismissed when failing to meet the standards and conditions for Managers and executive officers, as stipulated in this Charter and legal regulations.

1.4. Dismissed when a member of the Board of Directors fails to participate in the activities of the Board of Directors or a member of the Supervisory Board fails to participate in the activities of the Supervisory Board for 06 (six) consecutive months, except in cases of force majeure.

1.5. In other cases as stipulated by the law or when the competent authority for nominating and appointing finds it necessary.

2. Except for cases of automatic disqualification as provided for in Article 50 of this Charter, the Chief Executive Officer of MB shall be subject to dismissal in the instances outlined in points 1.1, 1.3, and 1.5 of clause 1 of this Article.

3. After their dismissal and removal, the Chairman of the Board of Directors, Member of the Board of Directors, Head of the Supervisory Board, Member of the Supervisory Board, and the Chief Executive Officer of MB must still be responsible for their decisions made during their tenure.

4. Within a period of 10 (ten) days from the date of passing the decision on dismissal and removal of the subjects as regulated in clause 1 of this Article, the Board of Directors of MB shall submit a written report along with relevant documents to the SBV and must be responsible for the accuracy and honesty of this report. MB carries out procedures for nominating and appointing to vacant positions in accordance with its authority and legal regulations.

Article 52. Suspension, temporary suspension of titles of the members of the Board of Directors, the Supervisory Board the Chief Executive Officer and other Executive officers

1. In the event that MB is placed under special control, the Special Supervisory Board established by theB SBV has the authority to suspend or temporarily suspend the exercise of the rights and obligations of the Chairman of the Board of Directors and the Members of the Board of Directors, the Head of the Supervisory Board and the Members of the Supervisory Board, and the executive officers of MB if deemed necessary.

2. In case the Chairman of the Board of Directors, Members of the Board of Directors, Head of the Supervisory Board, Members of the Supervisory Board, the Chief Executive Officer of MB, and MB's executive officers violate the provisions of Article 49 and point 1.9 of clause 1 of Article 54 of this Charter in the process of exercising their

delegated rights and obligations or fail to ensure the standards, conditions as stipulated by law or in other cases as stipulated by law, the SBV has the right to suspend or temporarily suspend the exercise of rights and obligations of these violators; request the competent authority to dismiss, remove them and nominate, appoint replacements, or designate replacements if deemed necessary.

3. The Chairman of the Board of Directors, Members of the Board of Directors, Head of the Supervisory Board, Members of the Supervisory Board, and the Chief Executive Officer of MB may be suspended or temporarily suspended from exercising their rights and obligations by the decision of the competent state authority in accordance with legal regulations.

4. The individual suspended or temporarily suspended from exercising their rights and obligations as stipulated in this Article must be responsible for addressing any existing issues and wrongdoings related to their personal responsibilities upon the request of the Board of Directors and the Supervisory Board of MB, or the Special Supervisory Board, or the competent state authority.

Section 4. Rights and obligations of members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, other executive officers, and managers

Article 53. Obligations of caution

Members of Board of Directors, members of Supervisory Board, the Chief Executive Officer, other executive officers and managers of MB shall have the following obligations:

1. Keep confidentiality of MB's information.

2. Act within the duties regulated in this Charter and in the internal regulations of MB.

3. Perform the assigned rights and obligations honestly, cautiously and appropriately for the interests of MB and MB's shareholders.

Article 54. The obligation of loyalty, the prevention of conflict of interest and other obligations

1. Members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer, other executive officers and managers of MB have the following obligations:

1.1. Comply with the laws, MB's Charter, resolutions, and decisions of MB's General Shareholder Meeting.

1.2. Do not use the information, secrets, business chances of MB, abuse titles, positions, and assets of MB for personal benefits or to serve the interests of any other organization or individual, which may damage the interests of MB and MB's shareholders.

1.3. Update MB sufficiently, promptly, and accurately on the interests at other organizations, transactions with other organizations and individuals which may conflict with MB, and only use those chances if approved by the Board of Directors.

1.4. Not create more favorable conditions for oneself or related persons on loans or using other banking services of MB against MB's general regulations.

1.5. Shall not increase salary, remuneration or pay bonuses to managers, executive officers if MB suffers any loss.

1.6. Keep records of MB to provide data in service for the management, governance, and control of all activities of MB for inspection, monitoring, and supervision activities of the SBV.

1.7. Understand the operational risks of credit institutions deeply.

1.8. Be responsible for following the regulations for the safety of MB's banking activities as stipulated by the Law on credit institutions.

1.9. Under the assigned rights and obligations, be responsible for meeting the written requests provided by the SBV for the contents in the authority of the SBV. Perform the petition, caution of operation risks and safety, violations against laws on currency and banking; conclusion, petition, decision on solutions.

1.10. Other obligations in compliance with law and this Charter.

2. The contracts, transactions of the MB with members of Board of Directors, members of Supervisory Board, Chief Executive Officer, major shareholders, related persons of managers, of members of the Supervisory Board, of major shareholders of MB; subsidiaries, affiliated companies of MB, according to the Law on Credit Institutions, shall be signed only if guaranteed to comply with the following provisions:

2.1. The contracts, transactions with value of more than 20% (twenty percent) of MB charter capital as detailed in the latest audited financial statement must be approved by the General Meeting of Shareholders before being signed, excuding the contracts, transactions with the commercial banks with the mandatory transfer plan and other cases as stipulated by laws, resolutions, decisions of the General Shareholder Meeting. Shareholders with benefits related to the contracted parties and transactions are not entitled to vote.

2.2. The contracts, transactions with value of 20% (twenty percent) or less of MB charter capital as detailed in the latest audited financial statement must be approved by the Board of Directors before being signed, excluding other cases according to legal regulations, resolutions, decisions of the General Shareholder Meeting. If the voted contents are in conflict of interests with the any member of the Board of Directors, that member is entitled to vote.

3. Members of Board of Directors, members of Supervisory Board, Chief Executive Officer and Managers of MB are not permitted to use the internal information which may influence the MB share price to buy or sell or trade MB shares illegally.

4. Members of the Board of Directors, Members of the Supervisory Board, Chief Executive Officer and Deputy Chief Executive Officer, members of Board of

Management are responsible for providing, disclosing the information under Article 49 of the Law on Credit Institutions and other guidance documents as follows:

4.1. Members of the Board of Directors, members of Supervisory Board, Chief Executive Officer and Deputy Chief Executive Officer and members of Board of Management are responsible for providing MB:

a. Name, business registration number, headquarters address of enterprise, other economic organization in which they and their related persons owning the contributed capital ration, share of 5% (five percent) or more of the Charter Capital, including the contributed capital, shares authorized or entrusted to other organization, individual;

b. Name, business registration number, headquarters address of enterprise, other economic organization in which they or their related persons are members of the Board of Directors, members of Board of Members, Supervisors, member of Supervisory Board or Chief Executive Officer (Director);

c. Details of the related persons who are individual, including: full name; personal identity number; nationality, passport numberm issue date, issue place if the foreigners; relationship with the detail provider;

d. Details of the related persons who are organizations, including: name, business registration number, headquarters address, business registration certificate number or the equivalent; legal representative, relationship with the detail provider.

4.2. Detail provision as in point 4.1, clause 4 of this Article should be made in writing for the first time and when there is any change within 07 (seven) business days of such change.

4.3. MB lists, saves the detailes as in point 4.1, clause 4 of this Article at the headquarters, reports to the SBV, declares to the General Shareholder Meeting as stipulated in the Law on Credit Institutions.

5. The contracts or transactions (not subject to prohibition or restriction under the Law on Credit Institutions) between MB and Deputy Chief Executive Officer, members of the Board of Management, other Managers of MB and/or their related persons shall be signed if it is approved by the Board of Directors of MB.

Article 55. Rights, Responsibilities and Compensation

1. Members of the Board of Directors, members of the Supervisory Board, Chief Executive Officer, other executive officers, and managers of MB are entitled to the salary, remuneration, bonuses, and other interests as detailed in this Charter, other internal regulations of MB in accordance with legal regulations. MB relies on the legal regulations, strategies, plans of MB, assigned duties, and performance to determine the remuneration, salary, bonus, and other interests for the Managers, Executive officers, and Members of the Supervisory Board.

2. Members of the Board of Directors, members of the Supervisory Board, Chief Executive Officer, other executive officers and managers of MB are obliged to comply with the legal regulations, MB's Charter and internal regulations when performing their

rights and obligations, at the same time be responsible for damages and losses caused by any of their violations.

3. MB will reimburse all appropriate fees and charges of claims related to the assigned duties of MB's leaders, officers, and employees who should take part in, providing that they comply seriously with the legal regulations, MB's Charter and Regulations. MB may buy and maintain the insurance for these persons for those responsibilities.

4. If MB suffers from any asset loss and if the loss is confirmed attributable to the loss-causing staff, employee, or worker of MB, the Board of Directors will have the authority to decide the compensation level in accordance with MB's internal regulations and legal regulations.

Section 5. The Board of Directors

Article 56. Composition and Term

1. The General Shareholder Meeting elects the Board of Directors by the cumulative voting method in accordance with the law; accordingly, each shareholder has the total number of votes corresponding to the total number of owned shares multiplied by the number of members to be elected of the Board of Directors and shareholders have the right to allocate all their total votes to 01 or a number of candidates. Board of Directors elects, dismisses or removes from office the Chairman of the Board of Directors.

2. Order and procedures for electing members of the Board of Directors:

2.1. At least 30 (thirty) days before the General Shareholder Meeting, the Board of Directors shall notify the shareholders (on the record date of shareholders exercising their right to nominate candidates as decided by the Board of Directors) of the number of members expected to be elected or added to the Board of Directors; including the expected number of independent members of the Board of Directors (in cases where no independent members have been elected or the minimum number of independent members of the Board of Directors is not yet sufficient); and simultaneously notify the standards and conditions that must be met for the elected positions so that shareholders can nominate candidates in accordance with the provisions of this Charter and the law.

2.2. Based on the nominations list and documents of shareholders for these positions, the Board of Directors assesses the conditions and criteria, makes a list of candidates (meeting the standards, conditions, documents, procedures) for the positions expected to be elected as stipulated in this Charter, MB, and legal regulations.

Where the shareholders do not nominate enough candidates for members of the Board of Directors (including independent members of the Board of Directors) or the candidates do not meet the conditions and criteria set out in the regulations, the Board of Directors will nominate additional and alternative candidates for these titles. The Board of Directors notifies shareholders or groups of shareholders nominating ineligible candidates of the reasons.

2.3. After making a list of candidates, the Board of Directors of MB submits a written proposal to the State Bank of Vietnam for consideration and approval of this list as stipulated by law.

2.4. MB can make a nomination list and conduct the election of independent members of the Board of Directors separately. In this case, the election of independent members of the Board of Directors shall be conducted in the same manner as the election of other members of the Board of Directors.

3. The Board of Directors consists of five (5) members to eleven (11) members. The specific number of members of the Board of Directors in each term shall be decided by the General Shareholder Meeting of MB The term of the Board of Directors of MB is 05 (five) years. Each member of the Board of Directors serves a term not exceeding 5 (five) years and may be re-elected with an unlimited number of terms. The General Shareholder Meeting shall decide on the replacement of members of the Board of Directors. Where elected members are added or replaced, or members who are dismissed, removed from office, or automatically disqualified during the term, the term of office of that member is the remaining time in the Board of Directors term.

4. Structure, members of the Board of Directors, and the number of independent members of the Board of Directors should be compliant with the laws. The number of individuals and their related persons, or representatives for contributed capital of a shareholder who is an organization, and related persons of them are entitled to join the Board of Directors but shall not exceed 02 (two) members of the Board of Directors, unless otherwise stipulated differently by the laws.

5. The election, dismissal, removal from office and resignation of the Chairman and members of the Board of Directors shall comply with the provisions of current law and the Charter of MB. The order, procedures, and dossiers of application for changing and approving the nomination, appointment, dismissal, and removal of the Chairman and members of the Board of Directors shall comply with the provisions of the laws and this Charter. The Board of Directors of the term that has just ended will continue operating until a new Board of Directors is nominated and takes over the work.

6. The Chairman of the Board of Directors shall be a Vietnamese citizen and residing in Vietnam during his tenure.

7. In case of foreign shareholders (foreign shareholder) or his/her foreign representative being an organization to join the Board of Directors, provided that he/she does not hold the position of Chairman of the Board of Directors.

8. Shareholders holding the voting shares may gather voting rights of each person to nominate candidates for the Board of Directors, Supervisory Board in accordance with provisions in this Charter and the law.

9. Election of members of the Board of Directors is subject to point 5.4, clause 5, Article 43 of this Charter.

Article 57. Eligibility and qualifications for members of the Board of Directors

1. Members of the Board of Directors shall meet the following criteria and conditions:

1.1. Do not belong to the list of those prohibited from being members of the Board of Directors as stipulated in Article 48 of the MB Charter and the provisions of the law.

1.2. Have professional ethics as stipulated by the State Bank of Vietnam.

1.3. Own university degree or higher.

1.4. Meet one of below three conditions: having at least 03 (three) years of working experience as a manager or an executive officer of a credit institution; having at least 05 (five) years working as a manager in the fields of finance, accounting, auditing or in other enterprises whose equity is at least equal to the legal capital for the respective type of credit institution; having at least 5 (five) years working directly in the professional departments of the foreign credit institution, bank branch; having at least 5 (five) years working directly in the financial, banking, accounting and auditing professional departments.

2. Independent members of the Board of Directors are members meeting the conditions under Clause 1 of this Article and the following requirements:

2.1. Not being people who are working for MB or subsidiaries of MB or have worked for MB or subsidiaries of MB at any time during the preceding 03 (three) years.

2.2. Not being people who receive regular salary, remuneration, and other allowances from MB apart from remuneration for members of the Board of Directors that they receive as members of the Board of Directors.

2.3. Not being people who have spouses, parents, children, brothers, sisters, and their spouses that are major shareholders of MB, managers or controllers, members of the Supervisory Board of MB, or of MB's subsidiaries.

2.4. Do not represent any ownership of MB's share; do not, together with the related persons, directly or indirectly, own from 1% (one percent) of the charter capital of MB.

2.5. Not being managers, members of the Supervisory Board of MB at any time during the preceding 05 (five) years.

2.6. Other conditions, criteria in accordance with the regulations of the law.

3. Specialized Members of the Board of Directors are the members having working time and working regimes for the Board of Directors as the staff of MB, in accordance with the regulations of the law.

4. Members of the Board of Directors, independent members of the Board of Directors of MB are nominated before July 01, 2024 as detailed in clause 8, Article 210 of the Law on Credit Institutions.

Article 58. Powers and duties of the Board of Directors

1. Be responsible before the law, the General Shareholder Meeting in the implementation of the duties and powers assigned.

2. Submit to the General Shareholder Meeting for decision and approval of the issue which falls under the powers of the General Shareholder Meeting as stipulated in this Charter;

3. Decide on the opening of branches, transaction offices, the establishment of representative offices, and non-profit units.

4. Decide the organizational model and functions of the headquarters.

5. Appointment, dismissal, discipline, suspension, and decision on salary and other benefits for the titles of Chief Executive Officer, Deputy Chief Executive Officer, members of the Board of Management, Chief Financial Officer, Chief Accountant, and other titles (if any) as prescribed in the internal regulations by the Board of Directors.

6. Approve the capital contribution plan, purchase, offering and transfering of shares, capital contribution portion of MB in other enterprises, credit institutions according to legal regulations where the expected capital contribution value, purchase price, or book value in the case of offering or transfering shares, capital contribution portion has a value of 20% (twenty percent) or less of MB's charter capital recorded in the latest audited financial statements.

7. Appoint a representative of MB's contributed capital at other enterprises and credit institutions.

8. Decide on investment, purchase and sale of MB's fixed assets of which the investment level, expected purchase price or original price if sale of fixed assets is about 10% (ten percent) or more of the charter capital of MB recorded in the most recent audited financial statement, excluding investments and purchases, sales of fixed assets under the authority of the the General Shareholder Meeting.

9. Approve the granting of credit as prescribed in Clause 7, Article 136 of the Law on Credit Institutions, except for contracts, transactions falling within the competence of the General Shareholder Meeting.

10. Approve other contracts, transactions with a value equal to or less than 20% (twenty percent) of the charter capital of MB as recorded in the latest audited financial statement between MB and members of the Board of Directors, Members of the Supervisory Board, the Chief Executive Officer, major shareholders of MB; the related persons of the managers, Members of the Supervisory Board, major shareholders of MB; subsidiaries, affiliated companies of MB.

11. Approve other contracts, transactions with a value equal to or more than 10% (ten percent) of the charter capital of MB as recorded in the latest audited financial statement.

12. Inspect, supervise, and direct the Chief Executive Officer in the execution of the duties assigned, assess the performance of the Chief Executive Officer annually, inspect,

supervise, direct, and assess annually the performance of other titles appointed by the Board of Directors under the decision by the Board of Directors.

13. Approve the annual business plan (including the financial plan) and/or operational objective and any adjustments or modifications (if any) proposed by the Chief Executive Officer, in accordance with the law, this Charter, and MB's internal regulations.

14. Issue internal regulations relating to organization, governance, and operation of MB, except for issues under the power of the General Shareholder Meeting, Supervisory Board, and Chief Executive Officer.

15. Decide risk management policies and monitor the implementation of risk prevention measures of MB.

16. Consider and approve the annual reports; consider and approve to submit the General Shareholder Meeting to approve the annual financial statement of MB under the regulations of the law.

17. Submit to the Governor of the State Bank of Vietnam for approval of the issues under the regulations of the law.

18. Propose to the General Shareholder Meeting for the division, separation, consolidation, merger, dissolution, or bankruptcy request of MB.

19. Decide on a new share offering and offer the available shares within the number of shares to be offered for sale.

20. Decide the offering price of shares and convertible bonds, warrant bonds of MB

21. Decide to repurchase shares of MB under the provisions as approved.

22. Approve the annual financial plan implementation report.

23. Propose a profit distribution plan, dividend payout ratio; decide timelines and procedures for payment of dividends or deal with losses incurred in the business operation.

24. Approve the financial regulations, regulations on the purchase, sale, transfer and liquidation of assets, regulations on the management and use of funds derived from profits after-tax, including the delegation of authority for fund use and other related matters. Regulate the extraction of funds before tax of MB in compliance with the laws.

25. Prepare the related contents and documents to submit to the General Shareholder Meeting for decision on issues under the powers of the General Shareholder Meeting, except for the contents falling under the functions and duties of the Supervisory Board.

26. Review the programs and action plan of the Board of Directors; Review the programs, contents, and documents used for the General Shareholder Meeting; convene the General Shareholder Meeting or collect shareholders' written opinion to approve the resolution, decision of the General Shareholder Meeting.

27. Direct to execute, monitor, and supervise the implementation of the resolutions and decisions of the General Shareholder Meeting and of the Board of Directors.

28. Promptly notify the State Bank of Vietnam of information negatively affecting the status of members of the Board of Directors, Supervisory Board, and Chief Executive Officer (Chief Executive Officer).

29. Powers, duties, obligations in accordance with the regulations, decisions of the General Shareholder Meeting, documents of the competent authorities, this Charter and the laws.

Article 59. Powers and duties of members of the Board of Directors

1. Perform the duties and powers of a member of the Board of Directors in compliance with the internal policies of the Board of Directors and the assignment of the Chairman of the Board of Directors in an honest manner for the benefit of MB and shareholders; promote the independence of the independent members of the Board of Directors in performing powers and duties; be responsible for performing their own powers and duties.

2. Study the audited financial statement prepared by the independent auditors, comment on or direct the members of MB's executive officers, independent auditors, and internal auditors to explain issues relating to reports.

3. Request the Chairman of the Board of Directors to convene an extraordinary meeting of the Board of Directors as stipulated in this Charter and laws.

4. Attend meetings of the Board of Directors, discuss and vote on all matters within the duties and powers of the Board of Directors under the provisions of this Charter and the law, be personally responsible before the law, the General Shareholder Meeting, and the Board of Directors for their own decisions. If the voting content conflicts with any member's conflict of interest, that member is not entitled to vote.

5. Execute the decisions of the General Shareholder Meeting and resolutions of the Board of Directors.

6. Be responsible for the explanation before the General Shareholder Meeting, the Board of Directors on the execution of the duties assigned when requested.

7. Members of the Board of Directors are not permitted to authorize others to attend the Board of Directors's meeting to make a decision on the contents detailed in clauses 2, 4, 6, 7, 8, 9, 10, 12, 13, 14, and 18, Article 70 of the Law on Credit Institutions.

8. Other powers, duties and obligations under the laws, documents of the competent authorities, this Charter and regulations, decisions of the competent levels of MB.

Article 60. Power and obligations of the Chairman of the Board of Directors

1. The Board of Directors shall elect the Chairman and one or more Vice Chairmen of the Board of Directors among members of the Board of Directors by majority vote.

2. The Chairman of the Board of Directors has the following powers and duties:

2.1. Chair the General Shareholder Meeting.

2.2. Prepare agenda, action plan of the Board of Directors.

2.3. Prepare agenda, contents, and documents of the Board of Directors meeting; convene and chair the Board of Directors meeting; and conduct to approve the decision of the Board of Directors.

2.4. On behalf of the Board of Directors, to sign the resolutions, decisions, and documents under the authority of the Board of Directors; organize the execution, supervise, or organize the supervision of the execution of such decisions.

2.5. Ensure that the Board of Directors distributes the annual financial statement, report on the operation of MB, the audited report, and the inspection report of the Board of Directors to the shareholders at the General Shareholder Meeting.

2.6. Ensure that the members of the Board of Directors receive adequate, objective, accurate and understandable information concerning issues that the Board of Directors must consider, consistent with operational activities.

2.7. Prepare a work plan and assign tasks to the members of the Board of Directors.

2.8. Monitor the members of the Board of Directors in performing their assigned tasks and their other duties and powers.

2.9. Supervise the Chief Executive Officer in the execution of the resolutions and decisions of the Board of Directors.

2.10. Assess the performance of each member of the Board of Directors, the committees of the Board of Directors at least once a year, and report to the General Shareholder Meeting on the results of this assessment.

2.11. Other powers and duties as decided by the General Shareholder Meeting, the Board of Directors, documents of the competent authorities, this Charter and the laws.

3. The Chairman authorizes in writing the Vice Chairman or a member of the Board of Directors to exercise their powers and duties while the Chairman is absent or in other cases as stipulated by laws and informs the remaining members of the Board of Directors and the Chief Executive Officer of MB about this authorization. If no one is authorized or in other cases as stipulated by laws, the remaining members shall elect a temporary Deputy Chairman to act as the Chairman by rule of majority until the Board of Directors provides any new decision.

Article 61. The remuneration and interests of the members of the Board of Directors

1. The members of the Board of Directors receive remuneration, bonus and other interests based on the business results and efficiency of MB.

2. The Board of Directors estimates the remuneration of the Board of Directors in accordance with the regulations of the law. Total remuneration of the Board of Directors will be decided by the General Shareholder Meeting at the annual meeting.

3. The remuneration of the members of the Board of Directors shall be charged to the business costs of MB in accordance with the law on corporate income tax, the related laws, and stated as a separate item in the annual financial statement of MB and report to the General Shareholder Meeting at the annual meeting in accordance with the law.

4. The member of the Board of Directors who holds executive position, or executive member of the Board of Directors, (with working duties similar to MB's employees) or the member of the Board of Directors working in the Committees of the Board of Directors, or performs other tasks which the Board of Directors consider over regular job scope of a member of the Board of Directors, may receive additional remuneration in the form of a package for each time, salaries, commissions, profit percentage, or other forms by the decision of the Board of Directors.

5. The members of the Board of Directors will be reimbursed for expense on meals, accommodation, travel and other reasonable expenses when performing their assigned duties. The operating expenses of the Board of Directors shall be charged to the business cost of MB.

Article 62. Substitution member of the Board of Directors

1. Where the Chairman of the Board of Directors is automatically disqualified as a member of the Board of Directors, the Board of Directors appoints a member of the Board of Directors to temporarily run the work of the Board of Directors. Within 15 days from the date when the Chairman of the Board of Directors is automatically disqualified, the members of the Board of Directors are responsible for conducting the meeting of the Board of Directors to nominate a member of the Board of Directors (meet the qualifications and conditions under the regulations) to be Chairman of the Board of Directors.

2. The Chairman of the Board of Directors who wants to resign from the position of Chairman shall submit the resignation to the Board of Directors. Within 60 days from the receipt of the application, the Board of Directors must hold a meeting to review, make decision and proceed with dismissal procedures and elect the Chairman of the Board of Directors in accordance with the current regulations and this Charter.

3. The member of the Board of Directors who wants to resign shall submit resignation or documents to the Board of Directors to submit the General Shareholder Meeting for the approval.

4. Where the Board of Directors does not meet the minimum number as stipulated, within 90 (ninety) days from the date of the insufficient number of members of the Board of Directors as stipulated, the Board of Directors must convene the General Shareholder Meeting to elect additional members of the Board of Directors.

5. In other cases, the next General Shareholder Meeting will nominate new members of the Board of Directors to replace the members who were dismissed, removed from office or fill vacant positions.

6. The persons nominated as the Chairman and members of the Board of Directors are responsible for immediately accepting and assuming the work of the nominated positions as prescribed by the SBV. The Chairman and members of the Board of Directors who have been dismissed and removed from office shall be responsible for handing over work to the newly nominated Chairman and members of the Board of Directors; and must bear personal responsibility for his decision in the time of holding such position.

Article 63. The meetings of the Board of Directors

1. The newly elected Board of Directors must hold a meeting within 07 (seven) working days from the closing of the election of the Board of Directors to elect the Chairman and make other decisions within their jurisdiction. This meeting will be convened and chaired by the member with the highest number or ratio of votes. In case there are more than 01 (one) member with the highest number or ratio of votes and equal votes, the members of the Board of Directors elected by a majority vote 01 (one) of them to convene a meeting of the Board of Directors.

2. The Board of Directors may convene regular or extraordinary meetings. The meetings of the Board of Directors may be held at the headquarters of MB or elsewhere.

3. Regular meetings of the Board of Directors can be convened by the Chairman whenever it deems necessary, but at least 01 (one) every quarter.

4. The Chairman of the Board of Directors must convene the Board of Directors in the following cases:

4.1. Requested by the Supervisory Board.

4.2. Requested by the Chief Executive Officer or at least 05 (five) other managers.

4.3. Requested by at least 02 (two) members of the Board of Directors.

4.4. Other cases as prescribed by the law.

The request must be made in writing, specifying the objectives and issues to be discussed and decided within the jurisdiction of the Board of Directors.

5. Chairman of the Board of Directors or the convener the meeting of the Board of Directors must send the invitation notice at least 03 (three) working days before the meeting date. The notice shall specify the time and venue of the meeting, agenda and issues to be discussed and decided. Enclosed with the invitation shall be document used at the meeting and other related documents (if any).

Chairman of the Board of Directors or convener must send the invitation of meeting and the related documents to members of Supervisory Board invited to attend the meeting the same as to the members of the Board of Directors. The invitation may be sent by post, fax, electronic mail or other means decided by the Chairman or the convener of the meeting, but must ensure the arrival at the address of each member of the Board of Directors registered with MB.

6. Head of the Supervisory Board is the automatic participant of the meetings of the Board of Directors. The Board of Directors may invite the Chief Executive Officer or others to attend the meetings of the Board of Directors (if necessary). The participants who are not the members of the Board of Directors may discuss but may not vote.

7. The Chairman or member of the Board of Directors who has been authorized by the Chairman must convene the meeting of the Board of Directors within 7 (seven) working days from the date of receiving one of the requests as stipulated in this Charter. If the Chairman or the authorized person does not convene the meeting of the Board of Directors as requested under this Charter and legal regulations, such person shall be

responsible for the damage to MB, unless convening the meeting is the force majeure event; in such case, the person who requests the meeting has the right to convene the meeting of the Board of Directors, the members of the Board of Directors attending the meeting shall elect the chairman of the meeting.

8. The Board of Directors stipulates the cases in need of urgent meeting, the timeline and form of notice of the meeting of the Board of Directors in case of emergency.

9. The meeting of the Board of Directors is held when the number of attending members equals to or exceeds 3/4 (three quarters) of total number of members. Where the meeting is convened as stipulated in this Clause and insufficient number of members attends the meeting, the meeting shall be reconvened within 7 (seven) days since the date of the first meeting. In such case, the meeting will be conducted if more than half of the total members of the Board of Directors attend the meeting.Where the member of the Board of Directors cannot attend the meeting in person, he/she may vote by one of below ways: vote via online meeting, vote electrically or other electric way, send the written vote by post, fax, email or others; or authorize another member of the Board of Directors to vote on their behalf unless otherwise stipulated differently in this Charter. In case of a written vote sent to the meeting of the Board of Directors (if written document, it should be contained in envelope), the vote must be sent to the chairman of the Board of Directors meeting at least 01 (one) hour before opening time. The written vote sent should be only opened in the presence of all members of the Board of Directors attending in person the meeting.

10. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

10.1. Attending and voting in person at the meeting.

10.2. Authorizing another member of the Board of Directors to attend the meeting, unless not permitted to authorize as stipulated in this Charter. Where authorizing another member of the Board of Directors to attend the meeting, it shall be approved by a majority of members of the Board of Directors.

10.3. Attending and voting via online conference or or face-to-face meeting in conjunction with an online conference, e-voting or other electronic form, or other combination.

10.4. Sending the votes to the meeting via mail, fax, e-mail. Procedures for sending votes to the meeting shall comply with Clause 9 Article 63 of this Charter.

10.5. Sending votes as scheduled by the regulations or decided by the Board of Directors.

11. The decision of the Board of Directors shall be passed if passed by a majority of votes, including votes in writing and by authorization; where the votes are equal, the final decision will be made according to the vote of the Chairman of the Board of Directors.

12. The meeting of the Board of Directors must be recorded in the minutes. The contents of the meeting Minutes of the Board of Directors should comply with the Enterprise Law. The Minutes of meeting of the Board of Directors must be signed by the

chairman of the meeting, the members of the Board of Directors attending the meeting and the meeting secretary. The chairman of the meeting shall be responsible for preparing and sending the Minutes of meeting of the Board of Directors to the members of the Board of Directors and the Minutes will be considered as conclusive evidence of the work carried out at the meeting.

13. In case the chairman or the minutes-recorder refuses to sign the meeting minutes but if all other members of the Board of Directors attend the meeting to sign and have all the required contents as prescribed by law, the minutes is still in effect. In case a member of the Board of Directors directly attending the meeting does not sign the minutes, he/she must clearly state the reason and reserve his/her opinions at the meeting. Minutes of meetings of the Board of Directors must be made in Vietnamese and possibly in a foreign language, and these two copies have equal legal validity.

14. The authority and procedure of collecting written opinions the members of the Board of Directors shall comply with the related laws and regulations of the Board of Directors.

Article 64. The Committees of the Board of Directors

The Board of Directors shall establish committees to assist the Board of Directors in performing the tasks and powers of the Board of Directors, in which there must be a Risk Management Committee and a Human Resources Committee. Members, structure, duties, powers, arrangement and operation of the Committees are decided by the Board of Directors.

Article 65. The assisting apparatus of the Board of Directors

1. The Board of Directors shall use the assisting apparatus and seal of MB to perform its duties and powers.

2. The Board of Directors may have agencies and assistants as decided by the Board of Directors. The Chairman of the Board of Directors shall decide in detail the number, tasks, salary and other regimes of the full-time staff members of the assisting apparatus of the Board of Directors, except for cases falling under the authority of the Board of Directors in accordance with this Charter and the law.

3. The Board of Directors has the right to hire staff and independent consultants, the independent accountants, and other external consultants to carry out related works, if required to perform its duties and powers at the expense of MB.

Section 6. The Chief Executive Officer

Article 66. The Chief Executive Officer

1. The Chief Executive Officer has the biggest power at MB.

2. The Chief Executive Officer is hired or appointed by the Board of Directors, subject to the supervision of the Board of Directors, and is responsible before the Board of Directors and the law for the implementation of powers and duties assigned.

3. The term of the Chief Executive Officer is decided by the Board of Directors, for a maximum of 05 (five) years. The Chief Executive Officer may be reappointed for an unlimited number of terms.

4. The Chief Executive Officer shall have the following powers and duties:

4.1. Decide the matters relating to the daily business of MB within its assigned authority and other daily business not within the authority of the General Shareholder Meeting, the Board of Directors, and the Chairman of the Board of Directors of MB.

4.2. Organize the implementation of the resolutions and decisions of the General Shareholder Meeting and the Board of Directors.

4.3. Establish and maintain internal control systems effectively, in accordance with Law and the Board of Directors' regulations.

4.4. Plan, propose and organize the implementation of financial plans, business plans and investment plans of MB upon his authority.

4.5. Propose and recommend the organizational and governance structure plans, internal management rules of MB, submit to the Board of Directors or the General Shareholder Meeting to decide according to its competence or the Chief Executive Officer's authority.

4.6. Appointment, dismissal, removal, discipline, suspension, and decision on salary levels and other benefits for MB's positions, except for those under the authority of the General Shareholder Meeting, the Board of Directors, the Chairman of the Board of Directors, and the Supervisory Board.

4.7. Decide salary and allowance (if any) for employees of MB in accordance with the law and regulations issued by the Board of Directors, including the titles under the appointment authority of the Chief Executive Officer.

4.8. Recruit employees, organize the recruitment; decide salary and bonuses for the employees as authorized.

4.9. Propose plans on profit usage and loss dealing.

4.10. Prepare and submit the annual financial statement to the Board of Directors. Be responsible for the accuracy and truthfulness of the financial statements, statistical reports, settlement data, and other financial information.

4.11. Issue internal policies, regulations; regime of prices, interests, interest rates, commissions, fees, charges, punishment, compensation and other financial obligations in order to operate business execution system, reporting information system under his/her authority and perform other executive duties of the Chief Executive Officer which do not contravene the law and other regulations and decisions of the Board of Directors.

4.12. Report to the Board of Directors, the Supervisory Board, the General Shareholder Meeting, and the competent state authorities on the operation, efficiency, and business results of MB in accordance with the law and this Charter.

4.13. Implement the plans for non-stop operation in accordance with the laws and MB's regulations.

4.14. Make a decision on the measures exceeding his/her authority in case of emergency (natural disasters, enemy, fires, and breakdown) and bear responsibility for those decisions, then report to the Board of Directors.

4.15. Recommend and propose an organizational structure and operation of MB in order to improve the quality and performance efficiency of MB to the Board of Directors or the General Shareholder Meeting for approval within its powers.

4.16. Request convening the extraordinary meeting of the Board of Directors under the provisions of this Charter.

4.17. Sign the contract on behalf of MB in accordance with the Charter and MB's internal regulations.

4.18. Act as the representative in the proceedings, for MB's employer as assigned and authorized by MB's legal representative, the competent authorities.

4.19. Other powers, obligations and duties as prescribed by law, documents of the competent authorities, this Charter and regulations, decisions of MB's competent authorities.

5. The Chief Executive Officer shall manage the day-to-day business activities of MB in accordance with the law, this Charter, the labor contract that he/she has signed with MB (if any) and the decisions of the Board of Directors. The Chief Executive Officer is permitted to reassign and reauthorize, provided that it is in compliance with MB's regulations. In case of any violation of this regulation causing damage to MB, the Chief Executive Officer shall be held responsible under the law and must compensate MB for the damages.

Article 67. Eligibility and qualifications for the Chief Executive Officer, Deputy Chief Executive Officer, members of the Board of Management, the Chief Accountant, the Chief Financial Officer, the Branch Director, Director of Subsidiaries

1. The standards and conditions for the Chief Executive Officer:

1.1. Not belong to subjects not permitted to take any positions as detailed in Article 48 of this Charter.

1.2. Have professional ethics as stipulated by the State Bank of Vietnam.

1.3. Have a university degree or higher in one of the specialties of finance, banking, economics, business administration, law, accounting, or auditing.

1.4. Own one of below conditions: Have at least 05 (five) years as an executive officer of a credit institution or at least 05 (five) years as Chief Executive Officer (Director), Deputy Chief Executive Officer (Deputy Director) of the enterprise with the equity level at least equal to the required legal capital for each credit institution type in accordance with the law and at least 5 (five) years working directly in finance, banking, accounting or audit; at least 10 (ten) years working directly in finance, banking, accounting or audit;

1.5. Reside in Vietnam during the tenure.

2. The standards and conditions for Deputy Chief Executive Officer, members of Board of Management, Chief Accountant, Chief Financial Officer, Branch Director, Director (Chief Executive Officer) (Chief Executive Officer) of Subsidiaries:

2.1. Not subject to the provisions under Clause 2 of Article 48 of this Charter; regarding the Deputy Chief Executive Officer and members of the Board of Management, not subject to provisions under Clause 1 of Article 48 of this Charter.

2.2. Meet one of the following conditions: have university degree or higher in one of the specialties of finance, banking, economics, business administration, law, accounting, auditing or professional fields undertaking; have university degree or higher in the other sectors and at least 03 (three) years working directly in the field of banking, financial or professional areas undertaking;

2.3. Reside in Vietnam during the tenure.

2.4. The Chief Accountant should meet the standards and conditions as stipulated by laws on accounting.

3. Besides the conditions and standards as prescribed in this Article, the Chief Executive Officer, Deputy Chief Executive Officer, members of the Board of Management, Chief Accountant, Chief Financial Officer, Branch Director, and Director of Subsidiaries must also comply with the current related laws and regulations.

Article 68. Appointment, dismissal, removal, and automatic disqualification of the Chief Executive Officer

1. The Board of Directors can decide to appoint, dismiss, or remove the Chief Executive Officer as defined in Article 51, Article 58 of this Charter, and the provisions of law.

2. In case a Chief Executive Officer is automatically disqualified under Article 50 of this Charter or is removed from office, dismissed as defined in Article 51 of this Charter, Board of Directors may temporarily suspend/suspend the executive authority of the Chief Executive Officer and appoint a Deputy Chief Executive Officer or a member of the Board of Managementwith competent capacity as prescribed by law and this Charter to undertake the job of the Chief Executive Officer. The Board of Directors must report to the SBV in accordance with the schedule and procedures stipulated by law.

3. Within 90 (ninety) days from the date of vacancy of the Chief Executive Officer, the Board of Directors shall proceed to appoint a new Chief Executive Officer in accordance with the law and this Charter.

4. After obtaining the written approval in principle by the State Bank of Vietnam, the Board of Directors of MB shall issue a decision to appoint the Chief Executive Officer. The Chief Executive Officer shall commence performing duties in accordance with the decision of the Board of Directors and is held personally responsible for his powers, obligations, and duties during his tenure. The former Chief Executive Officer is responsible for handing over the job to the new Chief Executive Officer and bears personal responsibility for decisions made during their tenure in the position.

5. In case the Chief Executive Officer is reappointed, the Board of Directors should fulfill the procedures as stipulated by laws (if any).

6. After being identified as automatically disqualified, being removed from office, or dismissed, the Chief Executive Officer of MB still has personal responsibility for the decisions during his tenure.

Article 69. Assistance to the Chief Executive Officer

1. The Chief Executive Officer shall decide the organizational structure, specific functions, and tasks of the apparatus assisting the Chief Executive Officer in accordance with the organizational model and functions of MB's headquarters as decided by the Board of Directors from time to time and this Charter.

2. The Chief Executive Officer shall be assisted by Deputy Chief Executive Officers, members of the Board of Management, Chief Financial Officer, Chief Accountant, and other positions of professional apparatus prescribed by the MB.

3. Deputy Chief Executive Officer, members of the Board of Management assist the Chief Executive Officer in managing and operating one or several operational areas of MB as assigned by the Chief Executive Officer, reporting and being responsible before the Chief Executive Officer and the law regarding the duties assigned by the Chief Executive Officer. The number and personnel of the Deputy Chief Executive Officer and members of the Board of Management shall be decided by the Board of Directors on the basis of the Chief Executive Officer's proposal.

4. Chief Financial Officer, Chief Accountant assists the Chief Executive Officer in leading the implementation of financial, accounting, statistical tasks, and other tasks under MB's internal regulations and the provisions of law.

Section 7. The Supervisory Board

Article 70. Composition and term of office

General Shareholder Meeting shall elect, dismiss, or remove from office members of the Supervisory Board by the cumulative voting method under the provisions of this Charter and provisions of law. The Supervisory Board shall elect, dismiss, or remove the Head of the Supervisory Board from office.

1. Processes and procedures for the election of members of the Supervisory Board:

1.1. At least thirty (30) days before the General Shareholder Meeting, the Board of Directors shall inform the shareholders entitled to attend the General Shareholder Meeting on the expected number of members to be elected, to be added to the Supervisory Board; simultaneously notify the required conditions and criteria for elected positions so that shareholders, groups of shareholders can nominate candidates to hold these position as prescribed by law and MB's Charter. The nomination of candidates for members of the Supervisory Board shall comply with the provisions of Clause 2, Article 34 of this Charter.

1.2. Based on the list, documents of nominees of the shareholders for these positions, the Board of Directors shall evaluate the conditions and criteria; make a list of candidates (meet the standards, conditions and documents, valid procedures) for positions expected to be elected as stipulated in this Charter, by MB and the laws. If the shareholders do not nominate a sufficient number of candidates for the positions of members of the Supervisory Board, or if the candidates do not meet the prescribed conditions and criteria, the Board of Directors will nominate additional or alternative candidates for these positions. The Board of Directors informs nominating shareholders or shareholder groups of the reasons for the unqualified candidates.

1.3. After making a list of candidates, the Board of Directors of MB submits a written proposal to the State Bank of Vietnam for consideration and approval of this list as stipulated by law.

2. The number of Members of the Supervisory Board shall be a minimum of 05 (five) people. The specific number of Members of the Supervisory Board for each term is decided by the General Shareholder Meeting. The Head of the Supervisory Board must work full-time in MB.

3. The number of specialized members of the Supervisory Board is not less than ½ (one half) of the total members. Specialized members of the Supervisory Board have working hours and benefits similar to those of MB employees and are responsible for one or more tasks assigned by the Head of the Supervisory Board. Each Member of the Supervisory Board should be either a shareholder or a representative of an organization shareholder of MB.

4. The term of the Supervisory Board does not exceed 05 (five) years, the same as the term of the Board of Directors. The term of each Member of the Supervisory Board is the same as the term of the Supervisory Board. A member of the Supervisory Board may be elected with an unlimited number of terms. The replacement of a Member of the Supervisory Board must be decided by the General Shareholder Meeting. In case elected members of the Supervisory Board are added or replaced during the term, the term of office of such members is the remaining term of the Supervisory Board. The Supervisory Board of the ended term shall continue to work effectively until the Supervisory Board of the new term takes over the job.

5. Members of the Supervisory Board must meet the following criteria:

5.1. Be a shareholder or organizational shareholder representative of MB.

5.2. Not belong to subjects not permitted to take any positions as detailed in Article 48 of this Charter.

5.3. Have professional ethics as stipulated by the State Bank of Vietnam.

5.4. Hold a university degree or higher in finance, banking, economics, business administration, law, accounting, auditing, with at least 03 (three) years working directly in the fields of finance, banking, accounting, auditing.

5.5. Not be a related person of the managers of MB.

5.6. The Head and Members of the Supervisory Board must reside in Vietnam during their tenure.

6. If the foreign shareholders, authorized representatives of such foreign shareholders, are nominated to the Supervisory Board, such persons must meet additional

conditions as stipulated in the law on foreign investors purchasing shares of commercial banks of Vietnam and joining the Supervisory Board of commercial banks of Vietnam.

Article 71. Powers and duties of the Supervisory Board

1. Monitor the administration and operation in compliance with the provisions of law, internal regulations, the Charter of MB, and resolutions, decisions of the General Shareholder Meeting, and the Board of Directors; be responsible before the General Shareholder Meeting, in the implementation of the assigned duties and powers.

2. Issue internal regulations of the SB; annually review internal regulations of the Supervisory Board, internal regulations of MB on accounting and reporting.

3. Perform internal audit function; have rights to use MB's seal and resources as stipulated by MB, access, be provided with sufficient, accurate and timely information and documents relating to the management and administration of MB in order to perform the assigned duties and powers; hire independent experts, consultants and other organizations to perform the duties.

4. Review the first-06-month and annual financial statements of MB; report to the General Shareholder Meeting the results of the financial statement, review the reasonableness, legitimacy, truthfulness, and prudence in accounting, statistical activities, and financial statement preparation. The Supervisory Board may consult the Board of Directors before submitting the report and recommendation to the General Shareholder Meeting.

5. Supervise the approval and implementation of projects on investments, purchases, sales of fixed assets, other contracts and transactions by MB within the jurisdiction of the General Shareholder Meeting, the Board of Directors. Prepare and submit the supervision result report to the General Shareholder Meeting and the Board of Directors annually.

6. Supervise the compliance with regulations of Chapter VII of the Law on Credit Institutions, detailing the limitations in order to promote safe operations at MB.

7. Check accounting books, other documents, and management, operation activities of the credit institution as deemed necessary or under resolutions, decisions of the General Shareholder Meeting, or at the request of the State Bank of Vietnam, major shareholders, or a group of major shareholders in conformity with the law. The Supervisory Board shall carry out the checking within 07 (seven) working days from the date of the request. Within 15 (fifteen) days from the completion of the check, the Supervisory Board shall report and explain the matters requested to be checked to the requesting organizations and individuals.

8. Promptly notify the General Shareholder Meeting, the Board of Directors, when it detects that the Managers, executive officers of MB, have violations against the laws, the Charter, internal regulations of MB, resolutions, decisions of the General Shareholder Meeting; require the offender to immediately stop violations and take remedial measures, if any.

9. Make a list of founding shareholders within 05 (five) years since the date when the founding shareholder, shareholder own from 01% (one percent) of charter capital and

the related persons of members of the Board of Directors, Members of the Supervisory Board, Chief Executive Officer of MB, shareholders own from 01% (one percent) of charter capital; keep and update changes of the list.

10. Request an extraordinary meeting of the Board of Directors or request the Board of Directors to convene an extraordinary General Shareholder Meeting under the provisions of the Law on Credit Institutions and the Charter of MB.

11. Convene the extraordinary General Shareholder Meeting in case the Board of Directors has made decisions that severely violate the provisions of the Law on Credit Institutions or exceed the assigned powers and other cases as provided in the Charter of MB.

12. Appointment, dismissal, discipline, suspension, and decision on salary and other benefits for positions in the internal audit department; decide on the organizational structure, tasks, and powers of the internal audit department of MB in accordance with relevant laws and internal regulations of MB.

13. Review contracts and transactions with related persons under the approval authority of the Board of Directors or the General Shareholder Meeting in accordance with the laws and internal regulations of MB.

14. Report to the State Bank of Vietnam promptly on the violations against clauses 6, 8, and 11 of this Article, as well as the violations against the share ownership ratio, contributed capital, and related persons in accordance with the Law on Credit Institutions.

15. Other duties and powers under the provisions of the law.

Article 72. Duties and powers of the Head and members of the Supervisory Board

1. The Head of the Supervisory Board has the following duties and powers

1.1. Organize the implementation of duties and powers of the Supervisory Board as provided in the Law on Credit Institutions and this Charter.

1.2. Convene and chair the Supervisory Board's meetings.

1.3. On behalf of the Supervisory Board, to sign documents under the powers of the Supervisory Board.

1.4. On behalf of the Supervisory Board to convene the extraordinary General Shareholder Meeting as stipulated in this Charter or request the Board of Directors to have an extraordinary meeting.

1.5. Attend meetings of the Board of Directors, express opinions, but are not entitled to vote.

1.6. Request to have their comments noted in the minutes of meetings of the Board of Directors, if the opinions differ from the resolutions and decisions of the Board of Directors, and report to the General Shareholder Meeting.

1.7. Prepare a working plan and assign duties to Members of the Supervisory Board.

1.8. Ensure Members of the Supervisory Board receive sufficient, objective, accurate information and have enough time to discuss the issues that the Supervisory Board must consider.

1.9. Supervise and direct the implementation of the assigned duties and the rights and obligations of Members of the Supervisory Board.

1.10. Authorize another member of the Supervisory Board to perform the powers and duties of the Supervisory Board during the time of absence or impossibility to perform the duties.

1.11. Powers, obligations, and duties as stipulated by the law and this Charter.

2. Members of the Supervisory Board have the following duties and powers:

2.1. Perform the duties and powers of members of the Supervisory Board in accordance with law, the MB Charter of MB, and internal regulations of the Supervisory Board in an honest, prudent manner and for the interest of MB and shareholders, be responsible for his/her powers and duties.

2.2. Elect, dismiss or remove from office the Head of the Supervisory Board.

2.3. Request the Head of the Supervisory Board to convene extraordinary meetings of the Supervisory Board.

2.4. Supervise the business operations, check accounting books, assets, and financial statements, and propose solutions to handle violations, if any.

2.5. Report to the Head of the Supervisory Board on the extraordinary financial operations and be personally responsible for the assessments and conclusions.

2.6. Attend the meetings of the Supervisory Board, contribute opinions, and vote on matters within the responsibilities and powers of the Supervisory Board, except those with conflicts of interest.

2.7. Attend the meetings of the Board of Directors as authorized and assigned by the Head of the Supervisory Board, consult and make recommendations, but are not entitled to vote.

2.8. Request to have their comments noted in the minutes of meetings of the Board of Directors, if the opinions differ from the resolutions and decisions of the Board of Directors, and report to the General Shareholder Meeting.

2.9. Request MB's Managing Officers to report, explain the financial status, business results of the Subsidiaries, plans, projects, programs on investment and development, and other decisions in MB management and operation.

2.10. Request Managers, Executive officers, and employees of MB to provide data and explain the business activities to perform the assigned duties.

2.11. Powers, obligations and duties as stipulated by the law and this Charter.

3. Specialized members of the Supervisory Board are entitled to salary, service remuneration, bonus, and other benefits as stipulated by laws, the Charter, and internal regulations of MB. Total annual salary, remuneration, and budget of the Members of the

Supervisory Board are decided by the General Shareholder Meeting in accordance with the Enterprise Law, other related legal regulations, and MB's internal regulations. Salary and fees, charges of the Supervisory Board are calculated to MB's fees and charges as stipulated in laws on enterprise income tax, other related legal regulations, and should be prepared as a separate item in MB's annual financial statement.

4. Members of Board of Directors, the Chief Executive Officer and other executive officers must provide all information and documents related to the operation of MB at the request of the Supervisory Board in accordance with the laws and this Charter, and ensure that all copies of financial information and other information provided to the members of Board of Directors as well as minutes of meetings of the Board of Directors will be provided to members of Supervisory Board at the same time they are provided to the Board of Directors. The provision of information requested by the Supervisory Board must comply with the laws.

Article 73. Replacement of members of the Supervisory Board

1. Members of the Supervisory Board will be automatically disqualified, removed from office, or dismissed as provided in Article 50 and Article 51 of this Charter. Orders, procedures, and dossiers to effect the change and to approve the election or appointment of the Head and members of the Supervisory Board shall comply with the laws and MB's Charter.

2. Within 5 (five) working days since the date of determining Members of Supervisory Board who automatically loses status, the Board of Directors shall submit a report with specific supporting document to the SBV and be responsible for the accuracy and truthfulness of this report before the law, and the Board of Directors proceed with procedure to elect new members to the Supervisory Board under the provisions of law and this Charter.

3. Within no more than 15 (fifteen) days after the Head of Supervisory Board is automatically disqualified as a member of the Supervisory Board, the members of the Supervisory Board are responsible for organizing meetings of the Supervisory Board to nominate one member of the Supervisory Board (meeting the criteria and conditions under prevailing regulations) as Head of Supervisory Board.

4. In case the number of Supervisory Board members is reduced by more than one–third or does not meet the minimum number of members of the Supervisory Board as prescribed by the Charter of MB, within no more than 90 (ninety) days from the date on which the number of members of the Supervisory Board is insufficient under regulation, the Supervisory Board has to request the Board of Directors to convene the General Shareholder Meeting to nominate additional members of the Supervisory Board.

5. In other cases, the latest meeting of the General Shareholder Meeting will nominate new members of the Supervisory Board to replace vacant positions.

6. The Head and members of the Supervisory Board of MB, after being identified as automatically disqualified, are removed from office or dismissed, still have personal responsibility for the decisions made during their tenure.

Article 74. Meeting of the Supervisory Board

1. The first meeting of the Supervisory Board of the new term must be held within 07 (seven) days after the nomination of the Supervisory Board. This meeting is convened and chaired by the member with the highest number of votes or the highest vote ratio. In case that more than 01 (one) member has the highest number or ratio of votes or equal, the members elect on the principle of majority to select 01 (one) of them to convene the meeting of the Supervisory Board.

2. The Supervisory Board meets periodically at least once every quarter and may convene extraordinary meetings to promptly solve extraordinary issues.

3. Extraordinary meetings of the Supervisory Board shall be convened by the Head of Supervisory Board if necessary or as proposed by:

3.1. Chairman of the Board of Directors.

3.2. At least 02 (two) members of the Board of Directors.

3.3. Members of Supervisory Board.

3.4. Chief Executive Officer

3.5. Other cases as prescribed by the law.

The request must be made in writing, clearly stating the purposes, issues to be discussed, and decisions within the powers of the Supervisory Board.

4. Within 15 (fifteen) days from the receipt date of the written request to organize an extraordinary meeting of the Supervisory Board by one of the subjects mentioned in sub-clauses 3.1, 3.2, 3.3, and 3.4 of this Article, the Head of Supervisory Board shall convene and conduct the extraordinary meeting of the Supervisory Board. In case after two successive requests, the Head of the Supervisory Board does not convene a meeting of the Supervisory Board, the Board of Directors and members of the Supervisory Board must conduct meetings of Supervisory Board to handle the tasks and decide to dismiss the Head, elect one member of the Supervisory Board who meet the conditions and criteria to hold the post of Head, or decide to hold the extraordinary General Shareholder Meeting to handle these problems (if any).

5. The meeting invitation of the Supervisory Board must be made in writing, clearly stating the meeting agenda, time, and place, and must be accompanied by the necessary documents on issues to be discussed and voted on at meetings of the Supervisory Board. Notification of the Supervisory Board meeting invitation must be sent at least 2 (two) days prior to the meeting.

6. Meetings of the Supervisory Board shall be conducted when at least 2/3 (two-thirds) of the Members of the Supervisory Board participate (including in-person participation or authorization to one of the Members of the Supervisory Board). If the first convened regular meeting of the Supervisory Board does not have the required number of participants, the Head of the Supervisory Board must convene the meeting of the Supervisory Board for the second time within the next 15 (fifteen) days. After two times of convening the meeting of the Supervisory Board without a sufficient number of participants, the Head of the Supervisory Board shall notify the Board of Directors and

recommend convening the extraordinary General Shareholder Meeting for a period not exceeding the next 30 (thirty) days for the shareholders to consider the capacity of the Members of the Supervisory Board.

7. Vote: Each member attending the meeting of the Supervisory Board will have one vote at the meeting of the Supervisory Board. If members of the Supervisory Board are unable to attend the meeting, they may, in writing, delegate their vote to another member of the Supervisory Board (the subject allowed to participate in the vote) to cast the vote. Members of the Supervisory Board has interests related to issues that the Supervisory Board needs to make a decision on cannot receive authorization from other members of the Supervisory Board to participate in voting on that issue

8. Declaration of related interests: The members of the Supervisory Board should not vote on issues related to conflicts of interest and should report to the Supervisory Board.

9. Majority vote: Decisions of the Supervisory Board are adopted if approved by the majority of members of the Supervisory Board with the right to participate in the vote attending the meeting. In case of equal votes, the final decision belongs to the comments of the Head or members of the Supervisory Board authorized by the Supervisory Board to chair the meeting (in case the Head of the Supervisory Board is absent or cannot perform the duties).

10. In case the Supervisory Board gets opinions in writing, the decision of the Supervisory Board is considered to be equally valid to a decision adopted by the members of the Supervisory Board at a meeting that is convened and organized regularly, if:

10.1. Have the written consent of the majority (more than 1/2) of Members of the Supervisory Board with the right to participate in voting on the issue proposed for comments.

10.2. The number of members of the Supervisory Board with the right to participate in the voting in writing must meet the conditions on the required number of members for the meeting of the Supervisory Board.

11. Meetings of the Supervisory Board must be documented in written minutes. Minutes of meetings of the Supervisory Board must be signed by the Chairman and the secretary. The Chairman of the meeting shall arrange to prepare and send the minutes of the meetings of the Supervisory Board to the Members of the Supervisory Board. The minutes of the Supervisory Board's meeting will be regarded as conclusive evidence on tasks conducted at the meeting, unless there are complaints related to the content of such minutes within 10 (ten) days from the sending date of the minutes.

Section 8. Employees and Labor Union

Article 75. Employees and Labor Union

1. The Chief Executive Officer must propose to the Board of Directors on issues related to recruitment, employment, dismissal, salary, social insurance, welfare, reward, and discipline of employees.

2. The relationship between MB and recognized labor unions under standards, practices, and best management policies, practices, and policies as prescribed in this Charter, MB regulations, and current legal provisions, gives hands to promote the stable, harmonious, and better labor relations.

CHAPTER V. RELATIONSHIP AMONG MB AND MEMBER UNITS

Section 1. Dependent units, subsidiaries, and affiliated companies of MB

Article 76. Dependent units, subsidiaries, and affiliated companies of MB

1. MB has affiliates, subsidiaries, and affiliated companies.

2. MB may establish a domestic branch, a representative office, a business support unit, a dependent unit, and an overseas branch, representative office, or other forms of commercial presence in accordance with the Law. The organization and operation of branches, representative offices, and non-business units shall comply with MB's internal regulations from time to time.

Section 2. The relationship between MB and dependent units

Article 77. The relationship between the MB and dependent units

1. Affiliates (dependent units) are MB's dependent accounting units, including branches, transaction offices, representative offices, and business support units.

2. Subsidiaries make dependent accounting for MB, carry out business, accounting, organization, personnel, and other activities according to MB's decentralization and authorization.

Section 3. The relationship between MB and subsidiaries and affiliated companies

Article 78. Management of contributed capital in subsidiaries and affiliated companies

1. MB delegates its authorized representatives to manage the contributed capital, perform the powers and obligations of MB at the subdiaries, affiliated companies, as permitted by the regulations of MB and the Charter of such subsidiaries, affiliated companies.

2. MB decides the capital contribution and purchase of shares at the operating subsidiaries and affiliated companies in accordance with MB's strategy and business plan.

3. Rights and obligations of the authorized representatives of MB at subsidiaries, affiliated companies are determined according to regulations issued by the Board of Directors and the laws from time to time.

Article 79. Control, coordination, cooperation with subsidiaries, affiliated companies

1. When MB is the company to control and/or with powers, obligations of the owner, capital contributor member, shareholder over a subsidiary, affiliated companies,

MB is entitled to control, supervise and perform other powers of the owner, capital contributor member, shareholder as stipulated by laws, regulations of MB, charter of that subsidiary, affiliated company, including one, some or all of below contents:

1.1. Approve or vote for that approval (within the authority) on the Charter, revision, or addition to the Charter of Subsidiaries, affiliated companies.

1.2. Approve or vote for that approval (within the authority) on the business direction, orientation and strategy.

1.3. Approve or vote for that approval (within the authority) on the annual operation plans.

1.4. Approve or vote for that approval (within the authority) on the business plans of the Subsidiaries, Associated companies, foreign investment of the Subsidiaries, and affiliated companies.

1.5. Receive and approve or vote for that approval (within the authority) on management reports and annual audited financial statements of the Subsidiaries and Affiliated companies.

1.6. Participate, coordinate with the Subsidiaries, Affiliated companies to perform the business activities under the legal regulations and mutual agreements.

1.7. Collect profit and reimbursement cost; bear risk for MB's capital invested by MB in the Subsidiaries and affiliated companies.

1.8. Other contents under the Charter of the Subsidiaries, Affiliated companies, MB's regulations, and the laws.

1.9. Member units in this Charter shall be interpreted as MB's Affiliates, Subsidiaries, and affiliated companies. MB will support member units by identifying and providing a general development orientation that promotes their strengths, avoids unfair internal competition, and distributes resources among them. Cooperative activities, trade support, and investment among members are determined based on commercial conditions, in the best interests, and in accordance with legal provisions.

2. MB will not directly decide or directly participate in the management of the Subsidiaries, Affiliated companies, except for the cases detailed in Article 80 of this Charter and under the plans on restructuring as approved. This regulation does not exclude MB's authorized representative rights to manage, govern, and control at the Subsidiaries and affiliated companies.

Article 80. Rights and obligations of MB in respect of its Subsidiary as One Member limited Liability Company

MB performs the powers and obligations as detailed in Article 79 of the Charter and others as follows:

1. MB decides the organizational structure of a one-member Limited Liability Company in accordance with the regulations of the Enterprise Law and other related legal provisions.

2. MB decides to appoint, dismiss, reward, and discipline the Head, members of the Board of Members, or the Chairman of the Company, and members of the Supervisory Board, Supervisors.

3. MB decides and/or assigns to the Board of Members or the Company's Chairman to decide to appoint, dismiss, reward, and discipline for other titles of the Subsidiaries in accordance with the MB and/ or the Charter of Subsidiaries.

4. MB implements other powers and obligations as owners as prescribed in this Charter, the Charter of the subsidiary as a One Member Limited Liability company, and the regulation of the Enterprise Law, the approved re-structure plans, and other legal provisions.

Article 81. Rights and obligations of MB in respect of a Limited Liability company with two or more members, a Joint Stock Company as a subsidiary

MB performs the powers and obligations as detailed in Article 79 of the Charter and others as follows:

1. MB implements governance rights of shareholders, capital contributors through their representative at the General Shareholder Meeting as members of the Board of Directors, members of the Board of Members of the Subsidiaries, which are the joint stock companies, limited companies with two or more members.

2. Enjoy other powers and obligations as prescribed in this Charter, the Charter of the subsidiaries, affiliated companies, and related regulations of the Enterprise Law, and the approved re-structure plans in accordance with the laws and related regulations.

Article 82. The relationship between MB and affiliated companies

MB has powers and obligations of shareholders over the affiliated companies under the Charter of those affiliated companies, capital contribution contracts, and agreements between the shareholders, capital contributor members, under the related legal provisions.

CHAPTER VI. FINANCIAL STRUCTURE

Section 1. Accounting system and fiscal year

Article 83. Accounting System

1. The accounting system used by MB is the accounting system as prescribed by the Ministry of Finance, the State Bank of Vietnam, and other related legal regulations.

2. MB uses the Vietnamese dong as the currency used in accounting.

3. MB's accounting books are made in Vietnamese as prescribed by the law.

4. The Board of Directors, Supervisory Board, and Chief Executive Officer of MB are responsible before the law, before the State authorities, for compliance with financial regulation, establishing an accounting system in accordance with the current laws.

Article 84. Fiscal year

MB's fiscal year starts on the 01st (first day) of January (calendar year) and ends on the 31st day (thirty-first) of December in the same year. The first fiscal year starts on the date of issuance of the business registration certificate and ends on the 31st day (thirty-first) of December in the same year.

Section 2. Auditing

Article 85. Auditing

1. Before the end of the fiscal year, the General Shareholder Meeting of MB decides to select its independent auditing company authorized to audit MB's financial statement and provide a guarantee on the internal control system in preparing and presenting MB's financial statement in the next fiscal year, in accordance with the Charter and legal regulations. The selection of such an independent auditing company should be notified to the competent State authorities as stipulated by law.

2. A copy of the auditor's report is enclosed with each copy of MB's annual financial statement.

3. MB will prepare and submit an annual financial statement to an independent auditing company after the end of the fiscal year.

4. The independent auditing company shall audit MB's annual financial statement, make an auditor's report, and submit such report to the Board of Directors as stipulated by law. Independent auditing company's employees, who perform an audit of MB's financial statements, must be approved by competent state authorities, if required by law.

5. Auditors who perform auditing of MB's financial statement will be allowed to attend the General Shareholder Meeting and have the right to receive notices and other information relating to the General Shareholder Meeting that shareholders are entitled to receive and express their opinions at the General Shareholder Meeting about issues related to the audit.

Section 3. Profit Distribution

Article 86. Profit distribution after tax

After provisioning, the undistributed profits of MB are used to pay dividends, distribute, and fund MB's operations as decided by the General Shareholder Meeting, the competent authority of MB in accordance with the law, documents of competent state authorities (if any), and this Charter.

Article 87. Appropriations to post-tax funds and provisions

1. MB makes appropriation and uses funds from after-tax profits and sets up and uses provisions in accordance with the law, MB's Charter, Financial Regulations, and relevant internal regulations related to MB, specifically:

1.1. Make appropriation to charter capital reserves as prescribed by the law.

1.2. Make appropriation to financial provisions as prescribed by the law.

1.3. Make appropriation to business support fund, bonus fund, welfare fund and other post-tax funds as decided by the General Shareholder Meeting.

2. The appropriation ratio of the above-mentioned funds is decided by the General Shareholder Meeting in accordance with the legal regulations.

Article 88. Dividend payment

1. Dividends are made by decision of the General Shareholder Meeting based on a proposal by the Board of Directors. MB will pay dividends to shareholders after having completed tax obligations and other financial obligations as prescribed by the law; make an appropriation to MB reserves/funds and offset previous losses as prescribed by this Charter and the laws; After making dividends as per decision, MB still ensures full payment of debts and other due financial obligations (if any).

2. Dividends are determined based on the net earnings and the dividend payments are deducted from the MB's retained earnings as decided by the General Shareholder Meeting.

3. Dividends may be paid in cash, in shares of MB or in other assets decided by the General Shareholder Meeting in accordance with the laws. If payments are made in cash, they shall be paid in Vietnamese Dong (VND). The method of paying cash dividends is bank transfer or other payment methods, as requested by shareholders, in accordance with legal regulations.

MB is not liable for damages arising from such transfer if it has transferred in accordance with the bank details provided to MB by the shareholders. In case shares are listed, registered, or deposited, dividend payments for these shares may be executed through Securities Company or Vietnam Securities Depository and Clearing Corporation in accordance with the laws.

4. The Board of Directors shall prepare a list of shareholders to receive dividends, determine the dividend paid for each share, the term and form paid at least 30 (thirty) days before each dividend payment. Notice of dividend payment must be sent by a secure, electronic method or other methods to guarantee it is sent successfully to the registered address of the shareholders (including email, message, post, or other appropriate methods as decided by the Board of Directors) within 15 (fifteen) days before making the dividend payment.

Notice must contain MB's name and headquarters address; full name, permanent address, nationality, identity number, passport no. or other legal documents for individual shareholders; Name, business registration number, legal documents of organizational shareholders, headquarters address of organizational shareholders; dividend for each share and total dividends received by such shareholder, time and method of dividend payment; full name and signature of MB's Chairman of the Board of Directors.

5. In case a shareholder transfers stocks between the cutoff date when the list of entitled shareholders is finalized and the dividend payment time, then the transferor is the recipient of the dividend from MB.

6. The Board of Directors may decide to pay interim dividends if such payment is deemed in accordance with MB's profitability and legal provisions.

7. MB does not pay interest on any dividend or other money that is not received by the shareholder when the dividend payment is due.

CHAPTER VII. BOOKS, RECORDS, AND SEAL OF THE BANK

Article 89. Annual, interim, and quarterly financial statements

1. MB's annual financial report includes: Statement of financial position, statement of cash flow, statement of income, and notes to the financial statements.

In addition to the above–mentioned statements, MB prepares an annual financial statement, including a consolidated financial statement; a general report on annual business results; and a general report on administration and governance activities, as stipulated by law.

2. MB's annual financial statement must be made in an honest and objective manner; audited before presenting to the General Shareholder Meeting for consideration and approval. MB's Chief Executive Officer organizes the preparation of financial statements as stated in Clause 1 of this article.

3. MB will prepare a financial statement and submit it to the competent authorities according to legal regulations.

4. The Board of Directors will monitor and supervise the preparation of the statements as stated in clause 1 of this Article; prepare a report on MB's business performance, the first six month and annual financial statement and report on administration and governance activities and send to the Supervisory Board for evaluation at least 30 (thirty) days before opening the General Shareholder Meeting.

5. Report and materials prepared by the Board of Directors, report on financial statement appraisal by the Supervisory Board, and the auditor's report must be saved at MB's headquarters at least 10 (ten) working days before opening the General Shareholder Meeting.

6. MB will post the financial statement on MB's website according to legal regulations.

7. Annual financial statements approved by the General Shareholder Meeting are sent to competent state authorities as prescribed by the law.

Article 90. Right to access and inspect MB's books and records

1. MB's shareholders have the right to access, search, and extract information about themselves in the list of shareholders; access, search, and extract or copy MB's Charter, minutes of the General Shareholder Meeting, and resolutions of the General Shareholder Meeting, in accordance with laws.

2. In addition to the right to access as prescribed in clause 1 of this Article, the major shareholders and group of shareholders who own more than 9% (nine percent) of

total number of MB's shares in at least 06 (six) consecutive months have the right to access MB's records and books as prescribed by this Charter and the laws.

3. Members of the Board of Directors, members of the Supervisory Board have the right to check MB's shareholder register, list of shareholders, and books, records, and other materials to cater for their duties at MB and take responsibility for keeping confidential the provided information and materials.

Article 91. MB's material storage

1. MB must retain the following materials at headquarters or other places by decision of the Board of Directors:

1.1. MB's charter; Amending, supplementing MB's charter; regulation on internal management approved by the General Shareholder Meeting; shareholder register (unless they are stored by the appointed management unit of the shareholder register or Vietnam Securities Depository and Clearing Corporation).

1.2. MB's establishment and operation license; other licenses and certificates proving the establishment and operations of MB.

1.3. Materials, documents that certify MB's asset ownership.

1.4. Votes, vote counting minutes, meeting minutes of the General Shareholder Meeting, the Board of Directors, and decisions of MB.

1.5. Prospectus for securities issuance or listing.

1.6. SB's report, the inspection agency's conclusion, and the independent audit organization's conclusion.

1.7. Accounting books, accounting documents, and annual financial statements.

1.8. Other materials as prescribed by the law.

2. Storage duration of materials as stated in clause 1 of this Article shall be compliant with the law.

3. MB's Chairman of the Board of Directors, Chief Executive Officer, is responsible for archiving and keeping confidential records, materials of MB as prescribed by this charter and by the law.

Article 92. Disclosure of information and report to the public

MB must disclose the annual financial statements and other required materials to the public as prescribed by the relevant laws.

Article 93. MB's seal

MB's Board of Directors has the right to determine the form, quantity, and content of MB's seal; the use, storage, and management of seals must comply with the law. MB may use a digital seal as a digital signature in accordance with the law on electronic transactions. The General Shareholder Meeting, the Board of Directors, the Chief Executive Officer, the Supervisory Board, and other competent persons of MB should use the seal in accordance with MB's regulations and current laws.

CHAPTER VIII. REORGANIZATION, DISSOLUTION, AND BANKRUPTCY

Article 94. Reorganization

MB is reorganized as a division, separation, consolidation, merger, or transformation of legal form after it is approved in writing by the State Bank of Vietnam.

Article 95. Dissolution

1. MB is dissolved in the following cases:

1.1. MB voluntarily dissolves if it is able to pay all debts and is approved in writing by the State Bank of Vietnam.

1.2. When the operation term expires, MB does not request an extension or requests an extension but is not approved in writing by the State Bank of Vietnam.

1.3. Its license is revoked.

1.4. Other cases as prescribed by the law.

2. MB only dissolves upon completion of debts and other asset obligation payments.

3. MB's dissolution decision, approved by the General Shareholder Meeting, must be approved by the State Bank of Vietnam as prescribed and/or notified to competent state authorities as prescribed by the law.

4. In at least 06 (six) months since the recipient date of MB's dissolution decision, the Board of Directors establishes a Liquidation team, consisting of at least 03 (three) members, where one member specialized in accounting, auditing appointed by the Board of Directors and two members (or remaining members of Liquidation team appointed by the General Shareholder Meeting. Members of the liquidation team may be selected among MB's officers and employees or hired independent experts. The liquidation team will act on behalf of MB in every issue related to liquidation before the court and other competent authorities. The liquidation team prepares its operation regulations, processes, and procedures for liquidation. All costs related to asset liquidation are paid in priority by MB before its other debts.

5. Proceeds from liquidation will be paid in order as follows:

5.1. Liquidation expenses.

5.2. Wages and premiums for officers and employees as prescribed by law.

5.3. Taxes and taxable costs payable by MB to the State of Vietnam.

5.4. Loans and other debts of MB.

5.5. The remaining balance after having paid all debts from point 5.1 to point 5.4 of this clause is divided among the shareholders.

6. Procedures and other provisions related to MB dissolution must be compliant with the related legislation.

Article 96. Bankruptcy

Bankruptcy is governed by the Law on Credit Institutions and related laws.

CHAPTER IX.

INTERNAL DISPUTE RESOLUTION, AMENDMENT, AND SUPPLEMENT OF CHARTER

Article 97. Internal dispute resolution

1. In case disputes or claims arise related to MB's work or to shareholders' rights, obligations as detailed in this Charter or as prescribed by the law, between:

1.1. A shareholder or shareholders and MB.

1.2. A shareholder or shareholders and the Board of Directors, Supervisory Board, Chief Executive Officer or other Managing Officer of MB.

The concerned parties will seek to resolve their dispute through negotiation and reconciliation. Except where a dispute concerns the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors will chair the dispute resolution and will require each party to present practical dispute elements. If the dispute concerns the Board of Directors or its Chairman, any party may request an independent expert to serve as an arbitrator in the dispute settlement process.

2. In case an amicable settlement is not reached within 06 (six) weeks from the start date of the settlement, or if the mediation party's decision is not mutually agreed upon by the parties, either party may take the dispute to an arbitration agency or a competent tribunal.

3. The parties shall bear their own costs related to the negotiation and mediation procedure. Costs of the tribunal or arbitrator shall be borne by the party under the decision of such authority.

Article 98. Amendment and supplement to the Charter

1. Supplement and amendment to this Charter shall be reviewed and decided by the General Shareholder Meeting.

2. In the event that this Charter contains provision that differ, and such provisions do not contradict the laws and regulations that MB is required to comply with, MB may apply the provisions set forth in this Charter.

CHAPTER X. IMPLEMENTATION

Article 99. Language and effectiveness of the Charter

1. The official language used in General Shareholder Meetings, Board meetings, Supervisory Board meetings, or in written consultations with shareholders, Board members, and Supervisory Board members is Vietnamese; the language used in MB's charter, regulations, rules, and decisions, as well as in the minutes of the aforementioned meetings or vote counting, is Vietnamese. Foreign shareholders prepare and bear the costs of interpretation and translation from Vietnamese into foreign languages.

2. This Charter consists of 10 (ten) chapters, 99 (ninety-nine) articles, and was approved by the MB's General Shareholder Meeting on April 18th, 2026, effective since May 15th, 2026, replacing the MB's Charter approved by the General Shareholder Meeting on October 04th, 2025.

The issues not mentioned in the Charter will be compliant with the related legal regulations. If this Charter contains any illegal content, it will become null and void, and MB will automatically apply the related legal regulations.

3. This Charter consists of the originals with the same legal value, submitted to the Competent state authorities as stipulated by laws and kept at MB.

4. This Charter is unique and official.

5. Copies or extracts of MB's Charter must be signed by the Chairman of the Board of Directors or an authorized person, in accordance with the law.

LEGAL REPRESENTATIVES

MILITARY COMMERCIAL JOINT STOCK BANK

CHAIRMAN OF THE BOARD OF DIRECTORS

(Signed & Sealed)

Luu Trung Thai