No: 34 /2026/QC-BKS Hanoi, April 24, 2026

REGULATION
ON ORGANIZATION AND FUNCTIONING OF THE BOARD OF SUPERVISORS OF SEABANK

THE BOARD OF SUPPERVISORS
OF SOUTHEAST ASIA COMMERCIAL JOINT STOCK BANK

- Pursuant to the Law on Credit Institutions 2024 and the Law amending and supplementing the Law on Credit Institutions 2025;
- Pursuant to the Law on Enterprises 2020;
- Pursuant to the Law on Securities 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020, guiding the implementation of some provisions of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated 31 December 2020, of the Ministry of Finance guiding the governance of public companies in accordance with Decree No. 155/2020/ND-CP;
- Pursuant to the Charter of Southeast Asia Commercial Joint Stock Bank (SeABank);
- Pursuant to the Resolution No.14 of the Annual General Meeting of Shareholder of SeABank dated 22 April 2026;
- Pursuant to the current operational situation of SeABank,

Promulgate a Regulation on organization and functioning of the Board of Supervisors of Southeast Asia Commercial Joint Stock Bank:

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope & Regulated entities

1. Regulations on organization and functioning of the Board of Supervisors of Southeast Asia Commercial Joint Stock Bank ("SeABank"):
   a. Regulations on functions, tasks and powers of the Board of Supervisors and Members of the Board of Supervisors of SeABank;
   b. Regulations on the organizational structure, personnel, principles, mechanisms and methods of functioning of the Board of Supervisors of SeABank;
   c. Standards and conditions for members of the Board of Supervisors ("BOS");
   d. Adjust the working relationship between the Board of Supervisors and shareholders; between the the Board of Supervisors and the Board of Directors, General Director, external agencies, organizations and individuals; and among the members of the Board of Supervisors ("BOS's members").
2. This Regulation applies to the Board of Supervisors of SeABank and related Units and individuals of SeABank.

Article 2. Definitions

1. **"SeABank/Bank"**: Southeast Asia Commercial Joint Stock Bank.
2. **"Regulation"**: Regulation on organization and functioning of the Board of Supervisors of Southeast Asia Commercial Joint Stock Bank.
3. **"Charter"**: the Charter of SeABank.
4. **"BOS"**: Board of Supervisors of SeABank .
5. **"Head of the BOS"**: SeABank's Head of the Board of Supervisors
6. **"BOS's Members"**: a member of SeABank's Board of Supervisors .
7. **"BOD"**: SeABank's Board of Directors.
8. **"SeABank System"**: includes SeABank, public service units, affiliated units, subsidiaries and associated companies of SeABank.
9. **"Managers"**: includes the Chairman of the Board of Directors, other members of the Board of Directors, the General Director and other specified management positions in the Charter of SeABank[1].
10. **"SeABank Executives"**: includes the General Director, Deputy General Directors, Chief Accountant, Branch Directors[2] and other equivalent positions of SeABank appointed by the Board of Directors as SeABank Executives[3].
11. **"Subsidiary"** of the SeABank is a company that falls within any of the following cases: (i) SeABank or SeABank and its related persons owns/owns over 50% of the charter capital or voting shares of that company; (ii) SeABank has the right to appoint a majority or all of members of the Board of Directors or the Board of Members or the General Director ("Director") of the company; (iii) SeABank has the right to amend the Charter of the company; (iv) SeABank or SeABank and its related persons directly or indirectly controls/control the ratification of resolutions and decisions of the General Meeting of Shareholders, Board of Directors, Board of Members of the company[4].
12. **"Affiliate":** is a company in which SeABank or SeABank and related persons of SeABank own more than 11% of charter capital or more than 11% of voting shares, but is not a Subsidiary of SeABank[5].
13. **"Major shareholder":** is the shareholder who owns 05% or more of the voting shares of that credit institution, including voting shares indirectly owned by such shareholders.
14. **"Related person"** is defined in Clause 24, Article 4 of the Law on Credit Institutions 2024 for the organizational and operational areas of SeABank regulated by the law on credit institutions. For information disclosure and other matters not regulated by the law on credit institutions, related person is determined according to the provisions of the Law on Enterprises and the Law on Securities.
15. **"Family relations"** include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law (hustband's parents), father-in-law, mother-in-law (wife's parents), biological child, adopted child, son-in-law, daughter-in-

[1] Clause 26, Article 4 of the Law on Credit Institutions 2024; SeABank Charter.
[2] According to the Branch Operation Registration Certificate.
[3] Khoản 25 Điều 4 Luật các TCTD năm 2024; Điều lệ SeABank.
[4] Clause 9, Article 4 of the Law on Credit Institutions 2024; SeABank Charter.
[5] Clause 11, Article 4 of the Law on Credit Institutions 2024; SeABank Charter

law, brother, sister, younger sibling, brother-in-law, sister-in-law, sister-in-law, brother-in-law of wife, brother-in-law of husband, sister-in-law of wife, sister-in-law of husband.

16. **"SBV ":** State Bank of Vietnam.
17. **"Law on Credit Institutions 2024"** is understood to mean the Law on Credit Institutions of 2024; and the Law amending and supplementing the Law on Credit Institutions and guiding documents for its implementation (if any).
18. **"Enterprise Law"** is understood to mean the Enterprise Law passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and the Law amending and supplementing the Enterprise Law and guiding documents for its implementation (if any).
19. **"SeABank's Charter"** is understood to mean the Charter on the organization and operation of SeABank, approved in writing by the General Meeting of Shareholders, and any amendments, supplements, or replacements (if any) to the Charter.

Article 3. Role and responsibility of the Board of Supervisors (BOS)

Board of Supervisors is responsible for overseeing the operations of SeABank to ensure compliance with applicable laws, internal regulations, the bank's charter, and the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.[6]

Article 4. Functioning principles of the Board of Supervisors [7]

1. Board of Supervisors operates on a collective basis. BOS's Members are individually responsible for their work and jointly responsible for the General Meeting of Shareholders and the law for the work and decisions of the BOS.
2. BOS's Members perform the function of inspecting and supervising banking activities under the assignment of the Head of the BOS according to the following basic principles:
   a. Board of Supervisors discusses and votes to decide on matters within the functions, duties and powers of the SeABank's BOS through meetings or by asking for written opinions. The organization of meetings and asking for written opinions are carried out in accordance with the provisions of this Regulation, the Charter of SeABank and relevant legal provisions.
   b. BOS's Members attend meetings of the Board of Directors, express opinions and make recommendations, but do not participate in voting on resolutions of the Board of Directors; regularly inform the Board of Directors about the results of the BOS's activities; consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders and directly report to the General Meeting of Shareholders.
   c. BOS's Members must have adequate health, capacity, qualities and sense of responsibility; have professional qualifications, knowledge and practical experience; and must be subject to assignment by the Head of the BOS.
   d. BOS's Members are responsible before the General Meeting of Shareholders and before the law for their work results, opinions and decisions during their term of office.

[6]Clause 1, Article 51 of the Law on Credit Institutions 2024.
[7]Article 2 Regulations on organization and operation of the sample Control Board issued with Appendix IV of Circular No. 116/2020/TT-BTC.

e. Board of Supervisors is organized and operated according to the principle of compliance with the provisions of law, the Charter and regulations of SeABank.

f. All developments and information collected during the monitoring process of the BOS must be reviewed and evaluated honestly and objectively based on documents that have been checked on-site or through the reporting information system.

CHAPTER II

MEMBERS OF BOARD OF SUPERVISORS

Article 5. Rights and obligations of members of the Board of Supervisors[8]

1. Observe the law, SeABank's charter, Resolutions of the General Meeting of Shareholders, and internal regulations of the Board of Supervisors. BOS's members must perform the tasks assigned by the Head of the BOS with integrity, diligence, and for the benefit of SeABank and its shareholders, being fully responsible for the exercise of their rights and obligations.
2. Perform assigned rights and duties honestly, carefully and to the best of their ability to ensure maximum legitimate interests of SeABank and shareholders.
3. Members must be loyal to the interests of SeABank and its shareholders, and refrain from abusing their position, title, or using SeABank's information, know-how, business opportunities, or assets for personal gain or to serve the interests of other individuals or entities.
4. Request the Head of the BOS to convene extraordinary meetings.
5. Monitor business activities, accounting books, assets, and financial statements, and recommend necessary corrective measures when issues arise.
6. Request managers to report and explain financial status and business results of subsidiaries, plans, projects, programs for investment and development and other decisions on management and administration of the SeABank.
7. Request managers, executives and employees of the SeABank to provide statistics and explain business operations in order to perform the assigned tasks.
8. Report any abnormal financial activities to the Head of the BOS and take responsibility for the accuracy of their assessment and conclusions.
9. Attend meetings of the BOS, discuss and vote on matters within the scope of tasks and powers of the BOS, except for those that conflict with their interests.
10. Fulfill other obligations as defined by the law and the SeABank's charter.
11. In the event of a violation of the obligations specified in Clauses 1 to 10, causing damage to SeABank or others, then BOS's members shall be personally or jointly liable for compensating such damage[9]. Any income or benefits gained through the violation must be returned to the Bank.

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[8] Article 54 of the Law on Credit Institutions 2024, Article 173 of the Law on Enterprises 2020 and Article 3 of the Regulations on organization and operation of the sample BOS issued with Appendix IV of Circular No. 116/2020/TT-BTC.

[9] Article 173 of the Law on Enterprises 2020.

12. In case of identifying any BOS's member's violation in performing their rights & obligations assigned, this must be notified to the BOS in writing and request the violator to cease the violation and implement corrective actions.

Article 6. The term of office and the composition of the Board of Supervisors[10]

1. The Board of Supervisors of the SeABank shall have at least 05 members.
2. BOS's member must meet the conditions specified in this Regulation, SeABank's Charter and the provisions of law, and is not necessarily a shareholder of SeABank.
3. The Board of Supervisors must have more than half of its members accounted for in Vietnam.
4. The term of the BOS shall not exceed 05 years. The BOS of the previous term shall continue to operate until the BOS of the new term takes over its work.
5. A BOS's member shall have the same terms of office as the BOS. The term of office of an added or replaced the BOS's member is the remaining term of the BOS.
6. Those elected to hold the positions of Head of the BOS and BOS' member are responsible for receiving and taking over the work of the elected position. Those who are dismissed or removed from office are responsible for handing over the work to the newly elected people; at the same time, they must take personal responsibility for their decisions during the time they hold that position.
7. When the number of BOS's members is less than the minimum number of members prescribed in the SeABank's Charter, within 90 days from the date on which the minimum number of members is insufficient, the SeABank shall elect and add members to the BOS to ensure that the required minimum number of BOS's members.

Article 7. Standards and conditions for election and appointment as a BOS's member.

1. BOS's members must be trustworthy, ethical, professional and knowledgeable in banking operations and meet the requirements on professional qualifications and ethics as prescribed by the State Bank and in accordance with SeABank's Charter.
2. BOS's members must meet the conditions and standards prescribed in Article 68 of SeABank's Charter.
3. Those who are not allowed as BOS's members SeABank shall comply with Article 71 of the Charter of SeABank.
4. Cases where BOS's members do not hold the same position are implemented according to Article 72 of SeABank's Charter.
5. A BOS's members of SeABank must not be (i) a relative of a member of the Board of Directors, the General Director and other managers; (ii) a manager of the Bank; (iii) not working in the accounting and finance department of the Bank; (iv) not a member or employee of an auditing organization approved to audit the Bank's financial statements in the previous 3 consecutive years; (v) not a relative of a manager of the Bank and the Bank's parent company.
6. Other standards and conditions as prescribed by other relevant laws and SeABank's Charter.

[10] Article 51 Law on Credit Institutions 2024; Article 168.1 of the Law on Enterprises 2020.

Article 8. Head of the Board of Supervisors[11]

1. Head of the Board of Supervisors is elected by the BOS from among its members; the election, dismissal and removal are based on the majority principle.
2. Head of the BOS must have a university degree or higher in one of the following majors: economics, finance, accounting, banking, auditing, law, business administration or a major related to the Bank's business activities.
3. Head of the BOS must reside in Vietnam during the term of office.
4. Rights and obligations of the Head of the BOS are stipulated in Article 63 of SeABank's Charter.

Article 9. Nomination, candidacy and election of members of the BOS

1. The nomination and candidacy of members of the BOS are carried out in accordance with Article 73 of SeABank's Charter, the Bank's internal regulations on governance and the Bank's Board of Directors' instructions/notifications/regulations from time to time.
2. In case the number of candidates nominated by shareholders or groups of shareholders is not enough, the incumbent BOS shall nominate additional candidates or organize nominations according to the order, procedures and conditions in the SeABank Charter, the Internal Regulations on Bank Governance and this Regulation. The nomination of additional candidates by the incumbent BOS must be clearly announced before the GMS votes to elect members of the BOS, as required by law.[12]
3. The General Meeting of Shareholders decides on the number of BOS members with the approval of shareholders representing more than 50% of the total votes of all shareholders attending the meeting or when approved by shareholders representing more than 50% of the total votes of all shareholders in the case of obtaining written opinions and organizing the election, dismissal, removal, additional election, replacement of BOS's members in the form of cumulative voting. With that, each shareholder has a total number of votes corresponding to the total number of shares owned x (multiplied) by the number of elected members of the BOS and shareholders have the right to accumulate all or part of their total votes for one or several candidates.[13]
4. The elected BOS members are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Charter of SeABank is reached. In case two or more candidates have the same number of votes for the final BOS's member, a re-election will be held among the candidates with the same number of votes or selection will be made according to the criteria of the Charter of SeABank or the Election Rules.[14]
5. The BOS's members will elect, dismiss, and remove the Head of the BOS.
6. The list of BOS's members to be elected must be approved in writing by the State Bank of Vietnam before the election of these positions. The order, procedures, and documents for requesting approval of the list of BOS's members to be elected and appointed shall be implemented in accordance with the State Bank's regulations in each period.

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[11] Article 168.2 of the 2020 Enterprise Law
[12] Article 285 of Decree No. 155/2020/ND-CP.
[13] Clause 4, Article 67 of the Law on Credit Institutions 20 24.
[14] Clause 3, Article 148 of the Law on Enterprises 2020.

Article 10. Automatic deactivation of status

Automatically divested BOS membership is carried out according to the article 75 under SeABank's Charter.

Article 11. Dismissal, removal of BOS's members

Head of the BOS and BOS's members are dismissed or removed according to the article 76 under SeABank's Charter.

Article 12. BOS's member replacement

1. Within no more than 15 days from the date the Head of the BOS is automatically disqualified, the BOS's members are responsible for organizing a BOS meeting to elect a BOS's member (who meets the standards and conditions according to this Regulation) as Head of the BOS.
2. Head of the BOS who wishes to resign from his position must submit an application to the Board of Directors and the BOS. Within 60 days from the date of receipt of the application, the BOS must hold a meeting to consider the decision and carry out the procedures for dismissal, removal and election of a new Head of the BOS in accordance with current regulations.
3. A BOS's member who wishes to resign from his/her position must submit an application to the Board of Directors and the BOS for submission to the nearest General Meeting of Shareholders for decision.
4. In other cases, the nearest meeting of the General Meeting of Shareholders will elect new BOS's member to replace the dismissed or removed BOS's members or to supplement the missing members.

Article 13. Notice of election, appointment, dismissal of the BOS's member[15]

1. In case the candidates for the BOS have been identified, SeABank shall publish information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Bank's website so that shareholders can learn about these candidates before voting. Candidates for the BOS must have a written commitment to the honesty and accuracy of the personal information disclosed and must commit to performing their duties honestly, carefully and in the best interests of the Bank if elected as a BOS's member. Information related to candidates for the BOS to be published includes:
   a. Full name, date of birth;
   b. Professional qualifications;
   c. Work process;
   d. Other management positions;
   e. Benefits related to the Bank and its related parties;
   f. Other information (if any) as prescribed in SeABank Charter;
2. SeABank shall notify the results of the election, dismissal, and removal of members of the BOS in accordance with the regulations guiding information disclosure and report to the

[15]Article 274 of Decree No. 155/2020/ND-CP and Article 10 of the Regulations on organization and operation of the sample Control Board issued with Appendix IV of Circular No. 116/2020/TT-BTC.

State Bank within 10 days from the date of approval of the election, dismissal, and removal decisions as prescribed.

CHAPTER III

THE BOARD OF SUPERVISORS

Article 14. Tasks and powers of the Board of Supervisors [16]

1. Supervise administration and management by the credit institution of the observance of law, internal regulations, Charter, resolutions and decisions of General Meeting of Shareholders, the Board of Directors; be responsible before the law, before the General Meeting of Shareholders in performing assigned duties, powers and supervisory activities as prescribed by law and SeABank's Charter.
2. Supervise administration and management by the credit institution of the observance of law, internal regulations, Charter, resolutions and decisions of General Meeting of Shareholders, the Board of Directors.
3. Develop the organization and operation regulations of the BOS to submit to the General Meeting of Shareholders for approval; Issue internal regulations of the BOS, and review internal regulations of the BOS and those of the credit institution on accounting and report every year.
4. The BOS shall have an assistance department and an internal audit department to perform its tasks. The BOS's member shall appoint, dismiss, discipline, suspend and decide on salaries and other benefits for positions in the internal audit department and the assistance unit.
5. Conduct internal audit; get access to and be fully, accurately and promptly provided with information and documents related to administration and management conducted by the credit institution; be entitled to use resources of the credit institution to perform the assigned tasks and powers, hire experts, independent consultancy units and external organizations to perform its tasks and take responsibility for performance of tasks of the BOS.
6. Propose and recommend the General Meeting of Shareholders to approve the list of audit organizations approved to audit the Bank's Financial Statements; decide on the approved audit organization to inspect the Bank's activities when deemed necessary.
7. Assess the completeness, legality and honesty of SeABank's business situation report, first 6-month and annual financial report, management assessment report of the Board of Directors; report to the Annual General Meeting of Shareholders on the results of financial report assessment, assess the reasonableness, legality, honesty and level of prudence in accounting, statistics and financial reporting. The BOS may consult the Board of Directors before submitting reports and recommendations to the General Meeting of Shareholders.
8. Review contracts and transactions with related parties under the approval authority of the Board of Directors or General Meeting of Shareholders and make recommendations on

[16] Article 52 Law on Credit Institutions *2024* and Article 170 of LDN 2020, Article 288 of Decree No. 155/2020/ND-CP of the Government.

contracts and transactions requiring approval of the Board of Directors or General Meeting of Shareholders.

9. Supervise financial status of the SeABank; Inspect accounting books, other documents and management and administration of the credit institution's operations when necessary or According to resolutions and decisions of the General Meeting of Shareholders or As required by the State Bank or major shareholders under law. The BOS implements inspection shall be conducted within 07 working days from the date of receipt of requests. Within 15 days after completing inspection, the BOS shall report and explain matters inspected to requesting organizations and individuals.

10. Make a list of founding shareholders within 05 years from the date of having the first founding shareholders, shareholders owning at least 01% of charter capital, capital contributors and related persons of members of the Board of Directors and Board of Supervisors members and General Director (Director) of the credit institution and shareholders owning at least 01% of charter capital; keep and update changes in this list.

11. The BOS shall have an assistance department and an internal audit department to perform its tasks.

12. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure, management, and operation of the Bank's business activities (if any).[17]

13. Promptly notify in writing within 48 hours to the General Meeting of Shareholders and the Board of Directors when discovering that the Bank's managers and executives have committed violations of the law, the Charter, internal regulations of SeABank, resolutions and decisions of the General Meeting of Shareholders and the Board of Directors, and at the same time request the violators to stop the violations and have solutions to remedy the consequences (if any).[18]

14. Propose the Board of Directors to hold an extraordinary meeting or request the Board of Directors to convene an extraordinary meeting of the General Meeting of Shareholders in accordance with the provisions of the Law on Credit Institutions, the Charter of SeABank, the Regulations on organization and operation of the Board of Directors and other relevant regulations.

15. Convene an extraordinary General Meeting of Shareholders in case the Board of Directors makes a decision that seriously violates the provisions of SeABank's Charter, the provisions of law or makes a decision that exceeds the assigned authority and other cases as prescribed in SeABank's Charter.

16. The Chairman of the Board of Directors is requested to convene a meeting of the Board of Directors.

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

[17]Clause 7, Article 170 of the Law on Enterprises 2020.
[18] Clause 8, Article 52, Law on Credit Institutions 2024; Article 165, Law on Enterprises 2020; Article 170.8, Law on Enterprises 2020 ; Clause 5, Article 288, Decree 155/2020/ND-CP.

18. Ensure coordination of activities with the Board of Directors, General Director and shareholders.
19. Witness the Board of Directors organizing the vote counting and making the vote counting minutes if requested by the Board of Directors in case of collecting shareholders' opinions in writing to pass the resolution of the General Meeting of Shareholders.
20. Supervise approval and implementation of projects on investment, purchase and sale of fixed assets, other contracts and transactions of SeABank decided by the General Meeting of Shareholders, the Board of Directors. On an annual basis, prepare and send supervision reports to the General Meeting of Shareholders, the Board of Directors.
21. Supervise the compliance with regulations in Chapter VII of the Law on Credit Institutions No. 32/2024/QH15 on restrictions so as to maintain safety for operations of SeABank.
22. Promptly report to the State Bank on violations against regulations in Clauses 13, 15 and 21 of this Article and those on holdings of shares/stakes and related persons according to the Law on Credit Institutions No. 32/2024/QH15.
23. Review, extract, or copy part or all of the content of the declaration of the list of related parties and related interests as stipulated in Clauses 1 and 2 of Article 164 of the Enterprise Law.
24. Perform other tasks and powers under SeABank's charter.

Article 15. The BOS's right to get access to information [19]

1. BOS's Members shall receive the following information and documents at the same time and in the same manner as members of the Board of Directors:
   a. Meeting invitation, voting form for Board of Directors members and accompanying documents;
   b. Resolutions, decisions and minutes of meetings of the General Meeting of Shareholders and Board of Directors;
   c. Report of the General Director submitted to the Board of Directors or other documents issued by SeABank.
2. BOS's Members have the right to access SeABank's records and documents kept at the Head Office, branches and other locations; have the right to go to locations where SeABank's managers and employees work during working hours.
3. The Board of Directors, members of the Board of Directors, the General Director, and other managers must provide complete, accurate, and timely information and documents on the management, operations, and business activities of SeABank upon request of BOS's members or the BOS (in accordance with the provisions of law).
4. The BOS, BOS's members are not allowed to disclose SeABank's secrets.

Article 16. Responsibilities of the BOS in convening extraordinary meetings of the General Meeting of Shareholders

[19] Article 171 of the Law on Enterprises 2020.

1. The BOS is responsible for taking the role of the Board of Directors to convene the General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene the General Meeting of Shareholders in the following cases:
   a. The number of remaining members of the Board of Directors and the BOS is less than the minimum number of members as prescribed by law;
   b. At the request of a shareholder or group of shareholders as prescribed in Clause 2 of 35 Article Charter of SeABank;
   c. When there is a request to convene an extraordinary meeting of the General Meeting of Shareholders by the BOS but the Board of Directors does not implement it.
2. In case the BOS fails to convene the General Meeting of Shareholders as prescribed, the BOS must compensate the Bank for any damages arising.
3. The costs of convening and conducting the General Meeting of Shareholders as prescribed in Clause 1 of this Article will be reimbursed by the Bank.

CHAPTER IV
BOARD OF SUPERVISORS MEETING

Article 17. The Board of Supervisors' meeting

1. The meetings of the BOS are held in the following forms:
   a. Regular meetings: The BOS meets regularly at least twice a year[20].
   b. Extraordinary meeting: Convened to promptly resolve urgent matters and at the request of:
      i. Chairman of the Board of Directors;
      ii. From two-thirds or more of the Board of Directors members;
      iii. Head of the BOS;
      iv. From two-thirds of the BOS members or more;
      v. General Director;

   The request must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the BOS.
2. BOS meetings will be held at SeABank's Head Office or another location as decided by the Head of the BOS or the location where the Head of the BOS attends the meeting.
3. Meeting format and method: The meeting of the BOS may be held in the form of a face-to-face conference or an online conference, or in the form of a face-to-face conference combined with an online conference, or by electronic voting or other electronic forms as decided by the Head of the BOS. The order and procedures for meetings and voting of the BOS shall be decided and guided by the Head of BOS, ensuring that they are consistent with the actual situation of the Bank.

[20] Clause 1, Article 289 of Decree 155/2020/ND-CP.

4. Notice and Agenda: The BOS meeting shall be held 05 days after the notice is sent to the members of the BOS. The notice of the BOS meeting shall be made in writing in Vietnamese, clearly stating the agenda, time, location and must be accompanied by necessary documents on the issues to be discussed and voted on at the BOS meeting and ballots for members of the BOS who cannot attend the meeting. These BOS's members shall send their ballots to the BOS before the meeting.

   Meeting notices are sent by post, email or other means, but must be guaranteed to reach the address of each BOS's member registered at SeABank.

5. Within 15 (fifteen) days from the date of receipt of the written request for an extraordinary meeting of the BOS from one of the subjects specified in Point b, Clause 1 of this Article, the Head of the BOS must convene and conduct an extraordinary meeting of the BOS. In case the Head of the BOS fails to convene a BOS meeting after two consecutive requests, the person requesting the meeting has the right, on behalf of the Head of the BOS to convene the BOS meeting. In case the Head of the BOS fails to convene a BOS meeting as requested, the Head of the BOS shall be responsible for any damages caused to the Bank.

6. In case the BOS convenes a regular meeting for the first time but does not have enough members to attend as prescribed, the Head of the BOS must convene a second meeting of the BOS within no more than 15 (fifteen) days since the date of the first summons. After two meetings of the BOS are convened without enough members to attend, the Head of the BOS must notify the Board of Directors and propose to convene an extraordinary General Meeting of Shareholders within no more than 30 days since the date of the second summons so that shareholders can consider the qualifications of the BOS's members.

7. Number of participants required:

   a. A meeting of the BOS is considered valid when at least 2/3 (two-thirds) of the total number of BOS members attend the meeting[21]. In case of not attending the meeting in person, a BOS member has the right to authorize another BOS's member to vote or send his/her voting opinion in writing directly or via email to the Head of the BOS.

   b. In BOS meetings, BOS has the right to request members of the Board of Directors, the Board of Management, internal auditors and independent auditors to attend and answer issues of concern to the BOS's members[22].

8. Vote:

   a. Decisions of the BOS are passed if approved by the majority of the BOS's members who are entitled to vote at the meeting (over 50%). In case of equal votes, the final decision will belong to the opinion of the Head of the BOS or the BOS's member authorized by the Head of the BOS to preside (in case the Head of the BOS is absent).

   b. A BOS's member who has an interest related to the issue being decided by the BOS will not be allowed to participate in voting on that issue and will not be counted in the number of delegates required to be present at the meeting, and will not be authorized by another BOS's member to participate in voting on that issue.

[21] Clause 1, Article 289 of Decree 155/2020/ND-CP.

[22] Clause 2, Article 14, Appendix IV of Circular No. 116/2020/TT-BTC.

c. If any doubt arises at a meeting concerning the interests of a BOS's member or the voting rights of a BOS member and that doubt is not resolved voluntarily by that BOS's member agreeing to waive his/her voting rights, then such doubt shall be referred to the Chairman of the meeting. The Chairman's decision shall be final and conclusive except in cases where the nature or extent of the interests of the relevant BOS member is not yet clear.

9. In case the BOS collects opinions in writing: The Head of the BOS may collect opinions from members to pass a decision on a matter within his/her authority. Collecting opinions in writing may be done electronically according to the decision of the Head of the BOS. A decision of the BOS collected in writing is considered to have the same validity as a decision passed by BOS's members at a meeting convened and held normally, if:

a. Written consent of the majority of members of the BOS with the right to vote on the issue submitted for consultation;

b. The number of BOS's members who have the right to vote in writing must meet the requirements on the number of members required to hold a BOS meeting as prescribed in Clause 7 of this Article.

The document containing the opinions and votes of the BOS members, and the accompanying documents, are valid and shall be managed and stored as minutes of the BOS meeting.

The survey form must contain the following key information:

i. Name, registered office address, and business registration number;
ii. Purpose of soliciting opinions;
iii. Full name and position of the BOS's Member;
iv. Issues requiring consultation for approval;
v. Voting options, including: Agree, Disagree, and No Opinion;
vi. The deadline for submitting the completed Feedback Form has been answered;
vii. Full name and signature of the Head of the BOS.

10. BOS's meeting minutes:

a. The meeting of the BOS must be recorded fully, clearly and in detail in the meeting minutes. The meeting minutes of the BOS are prepared in Vietnamese. The secretary and the members of the BOS attending the meeting must sign the meeting minutes and are jointly responsible for the accuracy and truthfulness of the minutes. The meeting minutes of the BOS meeting must be kept to determine the responsibilities of each BOS's member[23].

b. In case a member directly attending the meeting does not sign the minutes, the reason must be clearly stated; if the reason is not clearly stated, the vote of that member on the contents at the meeting shall be considered invalid.

c. The meeting chair is responsible for arranging to prepare and send the Minutes of the BOS meeting to the members of the BOS no later than 07 days from the date of the BOS meeting, except in cases where the Minutes will be considered conclusive evidence of the work conducted at those meetings, except in cases where there are

[23]Article 289 of Decree 155/2020/ND-CP

complaints related to the content of the Minutes within 10 days from the date of sending the Minutes.

Article 18. Inspection activities of Board of Supervisors.

1. The BOS performs the task of inspecting and supervising financial activities in SeABank and its subsidiaries through inspecting the management and use of capital, investment activities, compliance with accounting regimes, asset management, etc.
2. The BOS uses its Internal Audit Department to conduct independent and objective inspection, review and assessment of the appropriateness and compliance with the mechanisms, regulations, internal policies, procedures and processes established in the Bank; make recommendations to improve the effectiveness of systems, processes and regulations, contributing to ensuring safe, effective and legal banking operations.
3. Test form:

- Remote check.
- On-site inspection: regular or surprise.

4. Testing method:

- Backtesting.
- Participate in giving opinions on decisions, policies, and the issuance of internal regulations under the authority of the Board of Directors to ensure compliance with the provisions of law, SeABank's Charter and protect the rights of shareholders.

CHAPTER V
REPORTING AND DISCLOSING BENEFITS

Article 19. Annual report

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

1. Report on the Bank's business results, on the performance of the Board of Directors (includes the Chairman, members of the Board of Directors, committees under the Board of Directors, and the entire Board of Directors) and General Director to submit to the General Meeting of Shareholders for approval at the annual General Meeting of Shareholders.
2. Self-assessment report on performance of the BOS and BOS members.
3. Remuneration, operating expenses and other benefits of the BOS and each BOS member.
4. Summary of BOS meetings and conclusions and recommendations of the BOS; results of monitoring the SeABank's operations and finances.
5. Report on the assessment of transactions between the Bank, subsidiaries, other companies in which the Bank controls fifty percent (50%) or more of the charter capital with members of the Board of Directors, General Director and related persons of such members; transactions between the Bank and companies in which members of the Board of Directors are founding members or managers within the last 3 years prior to the time of the transaction.

6. Report on the results of monitoring the approval and implementation of investment projects, purchase and sale of fixed assets, contracts, and other transactions of SeABank under the decision-making authority of the General Meeting of Shareholders and the Board of Directors.
7. Results of monitoring of the Board of Directors, the General Director and other executives.
8. Results of the assessment of the coordination of activities between the BOS, the Board of Directors, the General Director and shareholders.
9. And other contents that the Board of Directors deems necessary.

Article 20. Salaries, bonuses and other benefits of Board of Supervisors[24]

1. Expenses (including salaries, remuneration, bonuses, other benefits and reasonable expenses for meals, accommodation, travel, costs of using independent consulting services and other benefits during the performance of work) of the BOS are included in SeABank's business expenses according to the provisions of the law on corporate income tax, relevant laws and must be recorded as a separate item in SeABank's annual financial statements.
2. The General Meeting of Shareholders decides on remuneration, bonuses, other benefits and annual operating budget of the BOS based on SeABank's business results and the BOS's performance, in accordance with the provisions of law and SeABank in each period.
3. The total remuneration and operating expenses of the BOS must not exceed the total annual operating budget of the BOS approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

Article 21. Disclosure of related interests and transactions with members of the BOS and their related persons

1. Members of the Bank's BOS shall publicly disclose relevant interests in accordance with the provisions of law and the provisions of SeABank's Charter, the Bank's internal regulations on governance and other relevant internal regulations.
2. Transactions with members of the BOS and their related persons shall comply with the provisions of law and the provisions of the SeABank Charter, the Internal Regulations on Bank Governance and other relevant internal regulations.

CHAPTER VI
RELATIONSHIP OF THE BOS

Article 22. Working relationship

1. For shareholders:
   a. The members of the BOS are elected by the General Meeting of Shareholders. In the process of performing their responsibilities and duties, the BOS and its members must always respect the interests of shareholders and be responsible to shareholders for determining the accuracy and honesty of data and records related to SeABank's operations.

[24] Article 172 of the Law on Enterprises 2020; Article 17 of Appendix IV of Circular No. 116/2020/TT-BTC.

b. Report to the Annual General Meeting of Shareholders on the activities of the BOS and the results of monitoring the Bank's activities in accordance with the provisions of law and regulations of SeABank in each period [25].

c. The BOS conducts unscheduled reviews and inspections upon request from major shareholders or groups of major shareholders as stipulated in the SeABank Charter and submits reports as required by this Regulation and the SeABank Charter.

2. For the Board of Directors:

   a. The BOS has an independent relationship with the Board of Directors and is the unit that performs the function of supervising the activities of the Board of Directors;[26]

   b. The BOS must closely coordinate with the Board of Directors during its operations;

   c. The BOS operates with a relatively independent and objective capacity in the process of inspecting and controlling business activities, management and operations of the bank; at the same time, the BOS is responsible for coordinating with the Board of Directors to monitor and direct the process of correcting and handling violations according to the BOS's recommendations after each inspection and audit.

   d. The members of the Board of Directors, the General Director and members of the Executive Board must provide all information and documents related to SeABank's operations upon request of the BOS and the Secretary must ensure that all copies of financial information and other information provided to the members of the Board of Directors as well as minutes of Board of Directors meetings must be provided to the members of the BOS at the same time they are provided to the Board of Directors.

   e. The Head of the BOS and BOS members are allowed to attend meetings of the Board of Directors, express opinions and make recommendations, but do not participate in voting on resolutions of the Board of Directors; regularly inform the Board of Directors about the results of the BOS's activities; consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders and directly report to the General Meeting of Shareholders.

   f. Before December 15 of each year, the internal audit plan for the following year approved by the BOS must be sent to the Board of Directors and General Director of SeABank.

3. For the Executive Board/Business Units and specialized professional departments (hereinafter collectively referred to as "Unit Directors"):

   a. The BOS has an independent relationship with Board of Management ("BOM") and is responsible for overseeing the BOM's activities. The BOS also oversees the operations of units at the Head Office, business units, and specialized professional departments;[27]

   b. The BOM /Unit heads are subject to the inspection and supervision of the BOS in the performance of their management duties. Periodically or suddenly (upon request of the BOS), provide all necessary reports, documents and information to the BOS; at the same time, must be responsible for monitoring and directing the professional apparatus to correct and handle violations according to the recommendations of the BOS after

[25]Article 290 of Decree 155/2020/ND-CP.

[26]Article 21 Regulations on organization and operation of the BOS Model issued with Circular No. 116/2020/TT-BTC.

[27]Article 20 Regulations on organization and operation of the BOS Model issued with Circular No. 116/2020/TT-BTC.

each inspection and re-inspection, including the mistakes of the General Director/Director of the Branches themselves.

c. The BOS is allowed to use the SeABank internal inspection and control system to perform the BOS's duties; request functional departments and employees directly performing the tasks to explain the work done, present directive documents, vouchers, records and other relevant documents (when necessary) in the operation to serve the inspection or audit.

d. The BOS discusses with the General Director on the Internal Audit Policy, Internal Audit Plan and approves these Policy Plans based on agreement with the Board of Directors;

e. When performing inspection and control duties, members of the BOS must ensure that they do not impact SeABank's daily business operations.

4. Senior management oversight of internal audit:[28]

a) Oversee and assess the BOS members' and internal auditors' implementation of work ethics;

b) From the effective date of this Regulation until June 30, 2026, oversee the internal audit department:

(i) Carrying out internal audit;

(ii) Reviewing and assessing internal audit's effectiveness and the Head of Internal Audit's task results;

(iii) Rectifying problems and limitations in internal control upon request from the State Bank, independent auditing firms and other relevant authorities;

From July 01/2026, monitor and assess the internal audit department and the Head of Internal audit in their functions and duties. The BOS may hire an organization with expertise to evaluate the quality of the performance of the internal audit department.

c) Review and evaluate to ensure the effectiveness of internal audit work; take primary responsibility for ensuring the quality of internal audit activities;

d) Ensure that internal audit has a proper position within SeABank and that there are no unreasonable obstacles to internal audit activities;

e) Develop, amend, supplement and regularly improve internal regulations on the organization and operation of internal audit;

f) Approve internal audit policies (except for the cases specified in Point d of this Clause); approve and adjust the annual internal audit plan upon the proposal of the Head of Internal Audit, ensuring that the internal audit plan is risk-oriented;

g) Ensure effective coordination with independent auditors, State auditors, State Bank (The agency under the State Bank of Vietnam performs the function of supervising credit institutions and the State Bank of Vietnam at the local level);

h) Report directly to all agencies and levels within SeABank and outside SeABank in accordance with the law and SeABank's regulations; Submit reports to the State Bank in accordance with regulations.

[28] Article 13 of Circular 13/2018/TT-NHNN; Clause 1, Article 72 of Circular 83/2025/TT-NHNN.

5. Between members of the BOS:[29]
   a. BOS Members are independent from one another and shall cooperate in performance of common tasks to fulfill the responsibility, rights and obligations of the BOS as prescribed by law and SeABank's Charter and this Regulation.
   b. BOS Members must be united and close to each other, must truly respect each other, must help and encourage each other to complete all assigned tasks; at the same time, BOS members must strongly build, consolidate the SeABank for the Bank's development and interest.
   c. The Head of the BOS is the person who coordinates and assigns the general work of the BOS but does not have the right to dominate its members. BOS Members must be responsible for reporting to Head of of the BOS on operational situations of SeABank.

CHAPTER VII
TERMS ON ENFORCEMENT

Article 23. Implementation

1. This regulation is based on SeABank's Charter, current legal regulations, and was approved by the General Meeting of Shareholders at the meeting on 22/4/2026.
2. This Regulation takes effect from 24 / 4 /2026 and replaces the Regulation on the organization and operation of the BOS dated November 5, 2024.
3. Members of the BOS of SeABank elected or appointed before the effective date of this Regulation who do not meet the provisions of Articles 7 and 8 of this Regulation shall continue to hold office until the end of their term or until the end of the term of election or appointment.
4. Amendments and supplements to this Charter shall be approved by the General Meeting of Shareholders. In case of any changes to the legal documents stated in this Charter, the new regulations shall automatically apply.
5. The Head of the BOS has the right to guide and specify in detail the contents of this Regulation to perform assigned tasks in accordance with the provisions of law, SeABank's Charter and this Regulation.
6. Members of the BOS, the Board of Directors, Head /Deputy Head of Internal Audit and Internal Auditors, and relevant individuals, departments have the responsibility to enforce of this Regulation.

ON BEHALF
OF BOARD OF SUPERVISORS.
(signature, full name and seal)

[29]Article 19 Regulations on organization and operation of the BOS Model issued with Appendix IV of Circular No. 116/2020/TT-BTC.