SOUTHEAST ASIA COMMERCIAL JOINT STOCK BANK

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

No: 613/2024/BC-SeABank *Hanoi, July 30, 2024*

REPORT CORPORATE GOVERNANCE (First 6 months of 2024)

Dear: - State Securities Commission;

- Vietnam Stock Exchange;

- Ho Chi Minh City Stock Exchange.

- Company Name: SOUTHEAST ASIA COMMERCIAL JOINT STOCK BANK
- Head Office Address: No. 198 Tran Quang Khai, Ly Thai To Ward, Hoan Kiem District, Hanoi City.
- Phone: 024.39448688 Fax: 024.39448689 Email: contact@seabank.com.vn
- Charter Capital: VND 24,957,000,000,000 (Twenty-four trillion nine hundred fifty-seven billion dong).
- Stock Code: SSB
- Corporate Governance Model: General Meeting of Shareholders, Board of Directors, Supervisory Board, and General Director.
- Regarding the Implementation of Internal Audit Function: Implemented.

I. Activities of the General Meeting of Shareholders

SeABank sought shareholder opinions in writing in January 2024 and held the Annual General Meeting of Shareholders ("GMS" or "General Meeting") for 2024 in April 2024. Details of the Resolutions approved by the GMS are as follows:

No	Resolution/ Decision No.	Date	Content			
SeABaı transfer	January 2024: SeABank sought shareholder opinions in writing regarding the transfer of all SeABank's capital contribution in Post and Telecommunication Finance Company Limited to the transferee AEON Financial Service Co., Ltd. in January 2024. The GMS approved the following contents:					
			Approved the transfer of all SeABank's capital contribution in Post and Telecommunication Finance Company Limited to the transferee AEON Financial Service Co., Ltd. with the following main contents:			
1.	Article 1	06/02/2024	a. Transfer object: Post and Telecommunication Finance Company Limited			
			b. Transferor (Seller): Southeast Asia Commercial Joint Stock Bank.			
			c. Transferee (Buyer): AEON Financial Service Co., Ltd.			

No	Resolution/ Decision No.	Date	Content		
			- Address: 1-1, Kandanishiki-Cho, Chiyoda-Ku, Tokyo Japan.		
			- Main business activities: Banking, non-banking credit, and insurance.		
			d. Transfer rate/capital: 100% Charter Capital of PTF, equivalent to the charter capital of VND 1,550 billion VND.		
			Approved and authorized the Board of Directors to decide, approve, sign, and organize the necessary procedures as required by law to carry out the transfer of all SeABank's capital contribution in PTF to AEON Financial Service Co., Ltd., including but not limited to the following:		
	Article 2	06/02/2024	a. Charter Capital Transfer Agreement and/or any other related documents between SeABank and AEON Financial Service Co., Ltd.;		
			b. Amending, supplementing terms of the Charter Capital Transfer Agreement and other related documents; and signing amended and supplemented agreements, documents based on negotiations with the partner and/or relevant legal provisions (if any);		
2.			c. Transfer price (Sale price) ensuring it is not lower than the amount SeABank invested in PTF according to SeABank's reviewed financial statements as of June 30, 2023;		
			d. Plan for the sale and transfer of SeABank's capital contribution in PTF (including amending, supplementing, and replacing the plan for the sale and transfer of SeABank's capital contribution in PTF (if any));		
			e. Performing necessary procedures and/or approve, decide, sign, and provide relevant documents and dossiers as required by law to submit to the competent state agencies for approval of: (i) transfering of SeABank's capital contribution in PTF; (ii) amending the Establishment and Operation License of PTF; (iii) changing the business registration of PTF; and (iv) other necessary procedures as required by law and the competent state agencies.		

On April 17, 2024, at the Conference Room - Sheraton Grand Danang Resort - No. 35 Truong Sa Street, Hoa Hai Ward, Ngu Hanh Son District, Da Nang City, Vietnam, Southeast Asia Commercial Joint Stock Bank ("SeABank") held the Annual General Meeting of Shareholders for 2024 ("GMS" or "Meeting"). GMS ratified the following resolutions:

1.	Resolution No. 1	17/04/2024	Approved the report of the Board of Directors on the activities of the Board of Directors, each member of the Board of Directors in 2023, and the report of the independent member of the Board of Directors on the activities of the Board of Directors in 2023; and the Board
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No	Resolution/ Decision No.	Date	Content			
			of Directors' activity plan for 2024.			
2.	Resolution No. 2	17/04/2024	Approved the Supervisory Board's report on the business results of the Bank, the activities of the Board of Directors, and the Executive Board in 2023; self-assessment report of the Supervisory Board and each member of the Supervisory Board in 2023; and the Supervisory Board's activity plan for 2024.			
3.	Resolution No. 3	17/04/2024	Approved the business performance report for 2023 and the business plan for 2024 of the Bank. The GMS authorized the Board of Directors and allowed the Board of Directors to decentralize authority (if deemed necessary by the Board of Directors) to decide/approve the adjustment, modification, and supplementation of SeABank's business plan and/or budget for 2024, in accordance with the actual situation of the Bank.			
4.	Resolution No. 4	17/04/2024	Approved the standalone and consolidated financial statements for 2023 of SeABank audited by KPMG Limited.			
5.	Resolution No. 5	17/04/2024	Approved the profit distribution plan for 2023 as follows: a. Approved the plan for setting up funds and distributing profits of SeABank for 2023. b. The remaining undistributed profit for 2023 and accumulated until December 31, 2023, after setting up the funds according to this distribution plan, will be used to pay dividends in shares, in compliance with relevant legal regulations, the approval of the State Bank of Vietnam, and the GMS's approval for 2024. On this basis, the GMS authorized the Chairman of the Board of Directors and/or the Standing Vice Chairman of the Board of Directors to decide on the accounting and use of the Funds according to			
6.	Resolution No. 6	17/04/2024	Approved the remuneration and operational expenses report of the Board of Directors, Supervisory Board for 2023; remuneration, reward, and operational expense plan for the Board of Directors, Supervisory Board for 2024. The GMS authorized (i) the Board of Directors to decide/approve/issue (including amending, supplementing, replacing) the regulations on remuneration, spending, bonuses, and other benefits for members of the Board of Directors, members of the Supervisory Board of SeABank, and the remuneration levels for members of the Board of Directors ensuring compliance with the budget plan of the Board of Directors, Supervisory Board approved by the GMS and other relevant regulations of SeABank from time to time; (ii) authorized the Supervisory Board to decide the remuneration levels for members of the Supervisory Board			

No	Resolution/ Decision No.	Date	Content		
			ensuring compliance with the budget plan of the Board of Directors, Supervisory Board approved by the GMS and other relevant regulations of SeABank from time to time.		
7.	Resolution No. 7	17/04/2024	Approved the list of auditing firms expected to audit the financial statements and internal control system according to Circular No. 13/2018/TT-NHNN of SeABank in 2024 and 2025, including: (1) Deloitte Vietnam Company Limited, (2) Ernst & Young Vietnam Company Limited, (3) PwC Vietnam Company Limited, (4) KPMG Company Limited. The GMS authorized the Board of Directors to decide on the selection of the audit firm(s) for auditing the financial statements and the internal control system of SeABank in 2024 & 2025 from the above list; and to organize the selection of the audit firm according to SeABank's regulations and the Law.		
			Approve the plan to increase the charter capital of the Bank as follows: a. Increase the charter capital from VND		
			24,957,000,000,000 to a maximum of VND 30,000,000,000,000 according to the attached Share Issuance Plan for increasing charter capital.		
8.	Resolution No. 8	17/04/2024	b. To implement the Charter Capital Increase Plan as outlined in item a of this Resolution, the General Meeting of Shareholders authorizes the Board of Directors to carry out the following tasks, including but not limited to: (i) decide on the specific capital increase amount for each component; (ii) decide on the issuance time of each component based on the actual situation and capital usage needs of the bank; (iii) decide, amend, supplement, and adjust the Charter Capital Increase Plan; (iv) decide, sign, and organize the execution of documents, files, and procedures related to the increase of charter capital; (v) decide, amend the Charter, Operating License, and register the change of SeABank's Enterprise Registration Certificate - Joint Stock Company in terms of charter capital according to the actual successful issuance; (vi) decide and implement all procedures related to the increase of charter capital with the State Bank of Vietnam, the State Securities Commission, competent state agencies in business registration at all levels and/or other relevant state agencies according to legal regulations; (vii) decide and implement procedures for additional depository registration at the Vietnam Securities Depository and Clearing Corporation and additional listing registration at the Ho Chi Minh City Stock Exchange;		

No	Resolution/ Decision No.	Date	Content		
			(viii) decide and implement other related and necessary tasks (if any) to complete the Charter Capital Increase Plan according to legal regulations, directives, and requirements of competent state agencies, and the actual implementation of SeABank's charter capital increase.		
			After approval from the State Bank of Vietnam, the State Securities Commission, and in accordance with the actual implementation situation of SeABank's charter capital increase plan in 2024 to VND 30,000 billion, the change of Item 3 — Charter Capital on SeABank's Enterprise Registration Certificate — Joint Stock Company is approved as follows:		
			Charter capital after the change:		
			Charter capital: VND 30,000,000,000,000		
			In words: Thirty trillion dong		
			Share par value: VND 10,000		
			Total number of shares: 3,000,000,000 shares		
9.	Resolution No. 9	17/04/2024	The change of Item 3 - Charter Capital on SeABank's Enterprise Registration Certificate - Joint Stock Company according to the above content is only implemented after approval from the State Bank of Vietnam to amend and supplement the charter capital level on SeABank's Operating License.		
			The General Meeting of Shareholders authorizes the Board of Directors to carry out the following tasks, including but not limited to:		
			(i) decide/approve (including amending, supplementing, replacing if deemed necessary) related contents;		
			(ii) implement/organize the implementation of all tasks/actions;		
			(iii) carry out all necessary steps and procedures; and		
			(iv) sign all documents (along with amendments, supplements, replacements deemed necessary or required to ensure the effectiveness of resolutions and/or to address arising matters) in the process of registering and/or notifying the change in SeABank's Enterprise Registration Certificate at the Business Registration Agency at all levels, in accordance with legal regulations and the requirements of the Business Registration Agency, the actual situation of the Bank.		
10.	Resolution No. 10	17/04/2024	Approve the purchase of shares of Asean Securities Corporation (Enterprise code: 0102126675) to make Asean Securities Corporation a subsidiary of SeABank.		
			a. Specific information about the enterprise whose shares		

No	Resolution/ Decision No.	Date	Content	
			are purchased by SeABank is as follows:	
			Full name in Vietnamese: Công ty Cổ phần Chứng khoán ASEAN	
			Full name in English: Asean Securities Corporation	
			Abbreviated name: Asean Securities	
			Head office address: Floors 4, 5, 6, and 7, No. 3 Dang Thai Than, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City, Vietnam	
			Current charter capital: VND 1,000,000,000,000 (One trillion dong)	
			Business field: Securities trading operations: Securities Brokerage; Proprietary Trading; Securities Investment Advisory; Underwriting, and other business activities.	
			Operation term: From December 22, 2006.	
			b. SeABank's expected share ownership ratio in Asean Securities: Maximum 100% of Asean Securities' charter capital at the time of transaction implementation.	
			Authorize the Board of Directors to decide on the specific share ownership ratio of SeABank in Asean Securities to ensure Asean Securities becomes a subsidiary of SeABank.	
			c. Expected time to implement the share purchase: In 2024 and/or in accordance with the approval of competent state agencies, legal regulations, and actual conditions.	
			d. Authorize the Board of Directors to decide/approve, implement/organize the implementation of all tasks/actions, carry out all necessary steps, sign documents and other materials, along with amendments, supplements, replacements deemed necessary or required to ensure the effectiveness of resolutions and/or to address arising matters related to SeABank's purchase of all shares of Asean Securities, including but not limited to the following tasks:	
			(i) Decide/approve and/or sign the capital contribution and share purchase plan (including amendments, supplements, replacements if deemed necessary) in accordance with legal regulations, the requirements of competent state agencies, and/or arising actual conditions;	
			(ii) Decide the timing of share purchase transactions, purchase price, purchase volume, transaction method, and partner for the transaction.	
			(iii) Decide/approve, negotiate/agree on the content, sign the Capital Contribution/Purchase Agreement and all related documents, dossiers, papers arising from this Agreement (including amendments, supplements,	

No	Resolution/ Decision No.	Date			Content		
			replacements if deemed necessary) to complete the share purchase in accordance with legal regulations, the requirements of competent state agencies, and/or SeABank's agreement with the transferor.				
			` ′		related costs, fees, charges, and taxes ase of Asean Securities shares.		
			(includi deemed implem share p	ing amendm I necessary) i ent procedure urchase by S	and sign related documents, dossiers tents, supplements, replacements if a accordance with legal regulations to tes for approval of capital contribution, eABank at the State Bank of Vietnam ent state agencies as required by law (if		
					the legal form/organization of Asean lementing the share purchase.		
			(vii) Decide/approve and sign related documents, dossiers (including amendments, supplements, replacements if deemed necessary); submit to the State Securities Commission; the Business Registration Agency and/or other competent state agencies (if any) for approval of legal form/organization changes of the enterprise, change in business registration according to legal regulations.				
			(viii) Decide/approve and/or sign documents, dossiers, implement activities of Asean Securities and other related tasks according to legal regulations and internal regulations of SeABank.				
				ing the conv s as follows:	vertible loan transaction with foreign		
			a. For t	the convertib	le loan transaction:		
			Seri al No	Criteria	Content		
11.	Resolution No. 11	17/04/2024	1	Lender	1. A commercial bank or a foreign bank branch or a securities investment fund or an international financial institution; and		
					2. Having contributed charter capital of over VND 100 billion or equivalent foreign currency		
			2	Loan value	Maximum USD 35,000,000 (Thirty-five million US dollars)		
			3	Loan	USD		

No	Resolution/ Decision No.	Date			Content	
				currency		
			4	Loan purpose	Provide capital for SeABank to:	
					(i) finance small and medium- sized enterprises (SMEs) and micro-enterprises; or	
					(ii) other purposes to serve SeABank's business activities, complying with the loan conditions and related legal regulations.	
			5	Other conditions	The loan can be converted into shares as agreed by SeABank and the Lender.	
			b. In the event that SeABank and the Lender agree to issue shares to convert the debt from the convertible loan under item a of this Resolution, SeABank's shareholders agree to waive all preemptive rights to purchase the new shares issued to foreign partners for the conversion, and within the scope of the competent authorities' requirements at the time of conversion, approve another resolution that includes the issues stated in this Resolution to approve the share issuance plan at the time of conversion to implement the conversion.			
			c. Approve and authorize the Board of Directors to decide, approve, and organize the necessary procedures to implement the convertible loan transaction under item a of this Resolution, including but not limited to the following:			
			i. Approve and decide on the selection of the Lender meeting the conditions approved by the General Meeting of Shareholders;			
			ii. Approve the content and sign the Convertible Loan Agreement and related documents in which SeABank is a participating party (collectively referred to as "Funding Documents") and any amendments to each of those Funding Documents; documents, dossiers for approval, registration, and other related documents concerning (i) borrowing the convertible loan; and (ii) issuance, listing, registration, and depository of the issued shares for conversion purposes;			
			iii. Approve and implement the plan to use the foreign loan capital obtained from the loan or the capital converted from the loan;			
				-	plement detailed plans related to the convert debt;	

No	Resolution/ Decision No.	Date	Content	
			v. Decide on a plan to ensure that the conversion does not exceed SeABank's foreign ownership limit;	
			vi. Decide and carry out all procedures to obtain regulatory approval for the conversion, increase charter capital, register and list newly issued shares, and other necessary actions; and	
			vii. Other related matters.	
12.	Resolution No. 12	17/04/2024	Approving the dismissal of Mrs. Ngo Thi Nhai from her position as a member of SeABank's Board of Directors for the 2023-2028 term, effective from April 17, 2024	
13.	Resolution No. 13	17/04/2024	Approving the election of a replacement member of the Board of Directors for the 2023-2028 term.	
14.	Resolution No. 14	17/04/2024	Approving the election regulations for the replacement member of the Board of Directors for the 2023-2028 term as per the attached election regulations	
15.	Resolution No. 15	17/04/2024	Approving the results of the election of the replacement member of the Board of Directors for the 2023-2028 term.	
16.	Resolution No. 16	17/04/2024	Approving the restructuring plan for the period 2021-2025 assigned by the State Bank of Vietnam and the implementation results of the restructuring plan in 2023. Assign the Board of Directors to (i) continue reviewing, amending, supplementing, and reporting to the State Bank of Vietnam on the restructuring plan for the period 2021-2025 to ensure it aligns with the actual situation (if deemed necessary by the Board of Directors) and the requirements of competent state agencies; (ii) proactively review, decide/approve (including signing) all documents, materials, and carry out necessary activities, procedures, and contents related to implementing the contents/issues stated in item (i) above, in accordance with the Law, SeABank's regulations, and the Bank's strategy for each period, the business plan approved by the General Meeting of Shareholders.	
17.	Resolution No. 17	17/04/2024	The GMS approves contracts and transactions with Related Persons as recorded in the audited financial statements of SeABank for the period 2021-2023; and contracts and transactions between SeABank and the subjects stipulated in Point q, Clause 2, Article 59 of the Law on Credit Institutions 2010 (as amended and supplemented in 2017) and/or Point r, Clause 3, Article 67 of the Law on Credit Institutions 2024 (from the effective date of the Law on Credit Institutions 2024) and Clause 1, Article 167 of the Enterprise Law 2020, including but not limited to: a. Contracts and transactions for receiving deposits with a value exceeding 20% of SeABank's charter capital as	

No	Resolution/ Decision No.	Date	Content	
			recorded in the most recent audited financial statements. b. Contracts and transactions for granting credit, or other contracts and transactions with customers (except for cases prohibited/restricted by law) with a maximum value of up to 30% of SeABank's charter capital as recorded in the most recent audited financial statements.	
			The GMS authorizes the Board of Directors to review, decide/approve (including signing) all documents, materials, and perform all necessary activities, procedures, and contents related to the implementation of the abovementioned issues/contents, in accordance with the law, SeABank's regulations, and the Bank's strategy from time to time, and the 2024 Business Plan approved by the GMS.	
			The GMS authorizes the Board of Directors to consider, decide/approve (including signing) all documents, materials, and carry out necessary activities, procedures, and contents related to implementing the contents/issues mentioned above, in accordance with the Law, SeABank's regulations, and the Bank's strategy for each period, the 2024 Business Plan approved by the General Meeting of Shareholders.	
			The GMS approves (i) continuing to implement the unexecuted resolutions of the 2023 Annual General Meeting of Shareholders; and (ii) the policy and principles for implementing the contents/issues under the authority of the General Meeting of Shareholders arising between two General Meetings, including but not limited to:	
18.	Resolution No. 18	17/04/2024	a. Investing, buying, and selling SeABank's assets; contributing capital, buying/selling shares of other enterprises and credit institutions; other financial investments;	
			b. Amending, supplementing, promulgating, and replacing SeABank's Financial Regulations in accordance with relevant laws;	
			c. Negotiating, selecting, and issuing shares to foreign investors.	
			To implement the above contents/issues, the GMS authorizes the Board of Directors to proactively consider, decide/approve (including signing) all documents, materials, and carry out necessary activities, procedures, and contents related to implementing the contents/issues stated in points a, b, and c above, in accordance with the Law, SeABank's regulations, and the Bank's orientation and strategy for each period, the Budget Plan and 2024 Business Plan approved by the GMS.	

II. Board of Directors (First 6 months of 2024):

1. Information about the members of the Board of Directors (BOD):

The 2023 Annual General Meeting of Shareholders elected the Board of Directors for the 2023-2028 term, and it continued to be consolidated and enhanced through the election of one replacement member from internal sources with Mrs. Tran Thi Thanh Thuy, former Deputy General Director of the Bank, at the 2024 Annual General Meeting of Shareholders. Accordingly,

the Board of Directors had the following changes:

N.	D 134 1	Position	Date Started/Ended as BOD Member/Independent BOD Member		
No	Board Member	(Independent BOD Member, Non-Executive BOD Member)	Date Elected (First Time)	Date of Dismissal/End of Term	
1.	Mr. Le Van Tan	Chairman of the BOD/Non- executive BOD Member	11/4/2018	-	
2.	Mrs. Nguyen Thi Nga	Standing Vice Chairman of the BOD/Non-executive BOD Member	11/4/2018	-	
3.	Ms. Le Thu Thuy	Vice Chairman of the BOD/Non-executive BOD Member	11/4/2018	-	
4.	Mrs. Khuc Thi Quynh Lam	Vice Chairman of the BOD/Non-executive BOD Member	11/4/2018	-	
5.	Mrs. Ngo Thi Nhai	BOD Member/Non-executive BOD Member	11/4/2018	17/4/2024	
6.	Mr.Mathew Nevil Welch	BOD Member/Non-executive BOD Member	21/4/2022		
7.	Mr. Fergus Macdonald Clark	Independent BOD Member/Non-executive BOD Member	26/4/2023		
8.	Mrs. Trần Thị Thanh Thủy	BOD Member/Non-executive BOD Member	17/4/2024		

2. BOD Meetings and Solicitations:

No	BOD Member	Number of Meetings/Consultations	Attendance Rate	Reason for Non-attendance
1	Mr. Le Van Tan	41	100%	-
2	Mrs. Nguyen Thi Nga	40	100%	Did not participate in voting when related to transactions approved
3	Ms. Le Thu Thuy	40	100%	Did not participate in voting when related to transactions approved
4	Mrs. Khuc Thi Quynh Lam	41	100%	-
5	Mrs. Ngo Thi	19	100%	Resigned and approved by the

No	BOD Member	Number of Meetings/Consultations	Attendance Rate	Reason for Non-attendance
	Nhai			2024 GMS on 17/4/2024
6	Mr. Mathew Nevil Welch	41	100%	-
7	Mr. Fergus Macdonald Clark	41	100%	-
8	Mrs. Tran Thi Thanh Thuy	22	100%	Elected as BOD member by the 2024 GMS on 17/4/2024

3. BOD's supervision of the Executive Board:

- The BOD supervises the Executive Board of SeABank according to (i) the Charter, Internal Corporate Governance Regulations, and Internal Control System Regulations of SeABank, (ii) the activities of advisory and assisting committees for the BOD, and (iii) by establishing a consistent, effective internal control system throughout the entire system, as well as (iv) issuing an amended and supplemented delegation of authority system for members of the Executive Board, in line with the actual situation, management, and operational needs of the Bank
- Additionally, the BOD supervises the Executive Board through the Executive Board's periodic reporting mechanisms to the BOD on all aspects of the Bank's operations, as well as on specialized areas by each member of the Executive Board (weekly, monthly, quarterly), and reports at the periodic summary meetings of the Executive Board and the entire system's summary meetings.
- Furthermore, the Executive Board members report at regular BOD meetings or through written consultations via BOD resolutions and at the 2024 Annual General Meeting of Shareholders. This enables the BOD to promptly grasp the Bank's operations, closely monitor the activities of each area and each member of the Executive Board, and promptly direct and issue resolutions to implement issues related to the Bank's operations.
- The BOD also attends regular or ad-hoc Executive Board meetings to promptly understand the Bank's operational situation and provide close guidance, while promptly resolving difficulties and supporting the Executive Board in operating the Bank's activities.
- The BOD's supervision of SeABank is also reflected in the issuance of Decisions/Resolutions (detailed in item 5 of this section) and indirect supervision through advisory/assisting committees such as the Risk Management Committee, Human Resources Committee (detailed in item 4 of this section), as well as remote supervision mechanisms through the Bank's defense systems.

4. Activities of the Committees under the Board of Directors:

In the first 6 months of 2024, the Risk Management Committee (RMC) and the Human Resources Committee (HRC) under the Board of Directors (BOD) continued to be consolidated according to the structure of the BOD for the 2023-2028 term and the personnel of the Executive Board, as well as the internationalization orientation, aiming at international standards, conditions, and practices of the market. The RMC and HRC have also operated in accordance with their functions and duties as prescribed by law and SeABank's regulations; advising and assisting the BOD in key areas of the Bank, helping the BOD make appropriate decisions. Specifically:

a) Risk Management Committee ("RMC"):

i. Develop the program and operational plan, organize RMC meetings every 6 months to assess the implementation of the resolutions in the meetings, deploy the tasks for the next period, review risk management and other related tasks. Specific details include:

- Results of the RMC meeting for the first 6 months of 2024:
- Report on the results of risk management work for the last 6 months of 2023:
 - + Issued amendments to some documents related to risk management policies in accordance with Circular 13/2018/TT-NHNN.
 - + Managed Credit Risk; Operational Risk; Market Risk; Liquidity Risk; Interest Rate Risk on the banking book; Social Environmental Risk in compliance with the requirements of the previous meeting's resolutions.
- Approved the content and operational plan of the RMC for the first 6 months of 2024:
 - + Reviewed, amended/supplemented/created policies aligned with the key tasks of the Government for 2024, Directive 01/2024/CT-NHNN of the State Bank of Vietnam, and Circular 13/2018/TT-NHNN.
 - + Focused on implementing measures to promote flexible credit growth, deploy preferential loan packages, enhance credit quality, prioritize growth drivers according to the Government's policies; directed credit towards production, forestry, fisheries, petroleum, and growth drivers (investment, consumption, export).
 - + Implemented solutions to grow credit safely and efficiently, improve credit quality, control and handle bad debts:
 - ➤ Continued reviewing and evaluating customers' financial situations to restructure debts according to Circular 02/2023/TT-NHNN on debt restructuring and maintaining debt group to support customers in difficulty.
 - > Strengthened debt collection and bad debt handling, using reserves to address risks.
 - Monitored and controlled credit limits by product, sector, and security measures (unsecured/claims/goods...) to support growth with risk management
 - + Reviewed, strengthened, and implemented measures to ensure internal data security, customer information security as the Bank develops strongly in digitization.
- Results of the RMC meeting for the last 6 months of 2024:
- Report on risk management work for the first 6 months of 2024:
 - + The RMC managed key risks, developed/issued risk management policies meeting the requirements set forth in the RMC meeting for the last 6 months of 2023.
 - + Continued to implement safe and efficient credit growth measures, assessed product risk aspects, proposed risk control measures, and regularly monitored to promptly address issues.
 - + Collaborated with business divisions to analyze and adjust products by adding control measures such as reducing limits, adding collateral, and enhancing post-implementation supervision for high-risk products.
 - + Maintained monitoring of operational risks to timely warn of breaches/potential breaches of established risk limits, proposing appropriate responses and allocating resources to handle priority risks.
- Evaluated changes in the Law on Credit Institutions and their impact on risk management and some implemented tasks:

The Law on Credit Institutions 2024 No. 32/2024/QH15, effective from July 1, 2024, introduces new provisions related to credit activities. The State Bank of Vietnam has also amended/supplemented related circulars on lending activities, bank card operations, safety limits and ratios, internal control systems, and letter of credit operations. The Risk Management Division reviewed internal documents impacted by the Law on Credit

Institutions 2024 and related circulars to plan adjustments to ensure compliance with the State Bank of Vietnam's regulations.

- Direction of the RMC and risk management activities for the last 6 months of 2024.
 - In the last 6 months of 2024, SeABank will continue risk management across the entire system, ensuring consistency, compliance with risk management policies, the Law on Credit Institutions 2024, and related circulars.
- ii. Organize consultations with RMC members to issue/amend/supplement processes and policies under the BOD's authority related to SeABank's operational risk management:
 - Regulations and processes for assessing SeABank's capital adequacy;
 - Regulations of policies for cooperation with relevant parties at SeABank;
 - Regulations for new products and activities in new markets;
 - Regulations for transactions with related parties of SeABank;
 - Directives on risk management activities for the first 6 months of 2024.
- iii. Review and evaluate the appropriateness and effectiveness of the bank's existing risk management processes and policies, providing advice and recommendations to the BOD.

b) Human Resources Committee (HRC):

- The HRC of SeABank has been consolidated with voting rights members being some BOD members for the 2023-2028 term and non-voting members from SeABank's Executive Board.
- In the first 6 months of 2024, the HRC advised the BOD on the implementation of the KPI system and policies to promote performance according to KPIs, targeting the 2024 business objectives and plans for each segment; evaluating the organizational structure effectiveness of units; updating the position and rank system and addressing gaps based on position ranks; and conducting periodic competency assessments and career planning.
- On the planning, election, appointment, dismissal, and resignation, as well as salary, bonus, and welfare regimes for SeABank's senior personnel:
 - (i) The HRC advised the BOD to propose to the GMS the election of one replacement BOD member for the 2023-2028 term. Specifically, Mrs. Tran Thi Thanh Thuy was elected to replace Mrs. Ngo Thi Nhai;
 - (ii) Advised the BOD on appointing two Division Directors as Deputy General Directors; dismissing some Deputy General Directors to appoint them to key positions in subsidiaries and project boards of SeABank. Specifically:
 - + Appointed Mr. Nguyen Tuan Anh, Division Director of Risk Management, as Deputy General Director;
 - + Appointed Mr. Nguyen Hong Quang, Division Director of Capital & Financial Markets, as Deputy General Director;
 - + Appointed Mr. Nguyen Ngoc Quynh as Chairman cum General Director of SeABank AMC;
 - + Appointed Mr. Vo Long Nhi as Director of External Relations and Project Development cum Head of SeABank's Ho Chi Minh City Representative Office;
 - + Mr. Vu Dinh Khoan, Deputy General Director of SeABank, relinquished his position as Chairman of SeABank's Debt and Asset Management Company;
 - (iii) The HRC also advised the BOD on appointing and dismissing branch directors such as the Saigon Branch Director, Binh Chanh Branch Director, etc.

- The HRC also advised the BOD on appointing representatives of SeABank's capital contributions at subsidiaries based on evaluating standards and conditions prescribed by law. Specifically: The HRC advised the BOD to appoint six representatives of SeABank's capital contributions at PTF, who also serve on the Members' Council of PTF for the 2023-2028 term.
- The HRC also advised the BOD on corporate governance; researching and issuing regulations under the BOD's authority such as amending the remuneration regulations for the BOD and the Supervisory Board; regulations on official travel expenses for the BOD and the Supervisory Board; stock bonus policies for bank managers; regulations on the organizational structure and operations of the Risk Management Division; implementing the long-service award program for bank staff on the occasion of the bank's 30th anniversary.

5. Resolutions/Decisions of the Board of Directors:

In the first six months of 2024, the members of SeABank's Board of Directors actively participated in banking operations and promptly made decisions within their authority according to relevant legal regulations, meeting the actual needs of the Bank. This includes but is not limited to the following issues/content:

No.	Resolution/Decision No.	Date	Content	Approval Rate
1	61/2024/BBH- HĐQT	30/01/2024	Minutes of the BOD Meeting for Q4/2023	100%
2	62/2024/NQ-HĐQT	30/01/2024	Plan for organizing the 2024 Annual General Meeting of Shareholders	100%
3	63/2024/NQ-HĐQT	30/01/2024	Approval of the Q4/2023 Financial Report	100%
4	65/2024/NQ-HĐQT	30/01/2024	Personnel plan for the position of Director of Phu My Hung Branch	100%
5	86/2024/NQ-HĐQT	07/02/2024	Approval of renting a location to relocate the Saigon Branch (related party transaction)	100%
6	95/2024/NQ-HĐQT	19/02/2024	Approval of some issues related to stock bonuses for SeABank's management staff in 2024	100%
7	96/2024/QĐ-HĐQT	19/02/2024	Stock bonus policy for SeABank's management staff in 2024	Issued according to the resolution of the BOD
8	112/2024/NQ- HĐQT	22/02/2024	Approval of amendments and supplements to the Charter of SeABank's Debt and Asset Management Company	100%
9	118/2024/NQ- НĐQТ	23/02/2024	Approval of some issues related to senior personnel of SeABank	100%
10	119/2024/NQ- HĐQT	23/02/2024	Approval of some issues related to senior personnel of SeABank	Issued according to the resolution of the BOD
11	120/2024/QÐ- HÐQT	23/02/2024	Mr. Nguyen Ngoc Quynh to step down as Deputy General Director of SeABank	Issued according to the resolution of the BOD

12	121/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Nguyen Ngoc Quynh as Chairman cum General Director of SeABank's Debt and Asset Management Company	Issued according to the resolution of the BOD
13	122/2024/QÐ- HÐQT	23/02/2024	Change of Legal Representative of SeABank's Debt and Asset Management Company	Issued according to the resolution of the BOD
14	123/2024/QÐ- НÐQТ	23/02/2024	Mr. Vu Dinh Khoan - Deputy General Director of SeABank to step down from the position of Chairman of SeABank's Debt and Asset Management Company	Issued according to the resolution of the BOD
15	124/2024/QÐ- HÐQТ	23/02/2024	Mr. Vo Long Nhi to step down as Deputy General Director of SeABank	Issued according to the resolution of the BOD
16	125/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Vo Long Nhi as Director of External Relations and Project Development at SeABank	Issued according to the resolution of the BOD
17	126/2024/QÐ- НÐQТ	23/02/2024	Mr. Vo Long Nhi to step down as Head of Investment Division at SeABank	Issued according to the resolution of the BOD
18	127/2024/QÐ- НÐQТ	23/02/2024	Appointment of Mr. Vo Long Nhi as Head of SeABank's Ho Chi Minh City Representative Office	Issued according to the resolution of the BOD
19	128/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Nguyen Hong Quang - Director of Capital and Financial Markets Division as Deputy General Director of SeABank	Issued according to the resolution of the BOD
20	129/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Nguyen Hong Quang - Deputy General Director cum Director of Capital and Financial Markets Division at SeABank	Issued according to the resolution of the BOD
21	130/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Nguyen Tuan Anh - Director of Risk Management Division as Deputy General Director of SeABank	Issued according to the resolution of the BOD
22	131/2024/QÐ- HÐQТ	23/02/2024	Appointment of Mr. Nguyen Tuan Anh - Deputy General Director cum Director of Risk Management Division at SeABank	Issued according to the resolution of the BOD
23	132/2024/QÐ- HÐQT	23/02/2024	Proposed list of personnel to be elected as members of the Supervisory Board for the 2023-2028 term	Issued according to the resolution of the BOD

24	133/2024/QÐ- НÐQТ	23/02/2024	Proposed list of personnel to be elected as members of the Board of Directors for the 2023-2028 term	Issued according to the resolution of the BOD
25	148/2024/NQ- HĐQT	27/02/2024	Approval of the last registration date for attending the 2024 Annual General Meeting of Shareholders	100%
26	164/2024/NQ- HĐQT	29/02/2024	Program and plan for the BOD's annual periodic meeting	100%
27	178/2024/NQ- НÐQТ	05/03/2024	Issuance of the Internal Capital Adequacy Assessment Process (ICAAP) regulations	100%
28	179/2024/NQ- HĐQT	05/03/2024	Approval of PTF's 2024 Budget Plan	100%
29	181/2024/QÐ- НÐQТ	05/03/2024	Issuance of ICAAP regulations	Issued according to the resolution of the BOD
30	191/2024/NQ- HĐQT	08/03/2024	Approval of the annual financial report issuance of PTF	100%
31	192/2024/NQ- HĐQT	08/03/2024	Approval of the policy for cooperation with related parties of the Bank	100%
32	193/2024/QÐ- HÐQТ	08/03/2024	Issuance of the policy for cooperation with related parties of the Bank	Issued according to the resolution of the BOD
33	194/2024/NQ- HĐQT	08/03/2024	Approval of the annual financial report issuance of PTF	100%
34	220/2024/NQ- HĐQT	21/03/2024	Implementation of the special long-service award program on the occasion of the Bank's 30th anniversary - SeAProud 30Y Special	100%
35	250/2024/NQ- HĐQT	04/04/2024	Approval of the 2023 Annual Report	100%
36	272/2024/NQ- HĐQT	09/04/2024	Approval of some issues related to the personnel of the Board of Directors for the 2023-2028 term at SeABank	100%
37	292/2024/NQ- HĐQT	15/04/2024	BOD's resolution on the transfer plan of PTF	100%
38	299/2024/NQ- HĐQT	17/04/2024	BOD's Q1/2024 resolution	100%
39	300/2024/QÐ- НÐQТ	17/04/2024	Remuneration for Mrs. Tran Thi Thanh Thuy - Member of the Board of Directors of SeABank	Issued according to the resolution of the BOD
40	301/2024/NQ-HĐ	17/04/2024	Decision regarding the termination of the labor contract with Mrs. Tran Thi Thanh Thuy	100%

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59	494/2024/NQ- HĐQT	21/06/2024	Implementation of the plan to issue shares to increase	100%
			SeABank's charter capital in 2024	
60	496/2024/NQ- HĐQT	21/06/2024	Approval of the company's issuance of bonds to the international market	100%
61	499/2024/NQ- HĐQT	21/06/2024	Approval of the list of prospective personnel to be appointed as additional members of the Board of Members of the Postal Finance One Member Limited Liability Company for the 2023-2028 term	100%
62	522/2024/NQ- HĐQT	28/06/2024	Approval of the company's issuance of bonds to the international market	100%

III. Supervisory Board (Report for the first six months of 2024):

1. Information about the Supervisory Board Members for the 2023-2028 Term:

No.	Supervisory Board Member	Position	Start/End Date of Membership	Professional Qualification
1	Ms. Vu Thi Ngoc Quynh	Head of BOS	11/04/2018	Master of Business Administration - California Miramar University, USA
2	Mr. Nguyen Thanh Luan	BOS Member	28/04/2023	Bachelor of Economics, Investment Economics Major - National Economics University
3	Ms. Vu Thu Thuy	BOS Member	28/04/2023	Master of Business Administration in Finance - Southern Columbia University

2. Supervisory Board Meetings:

No.	Supervisory Board Member	Number of Meetings Attended	Attendance Rate	Voting Rate	Reason for Not Attending
1	Ms. Vu Thi Ngoc Quynh	3	100%	100%	-
2	Mr. Nguyen Thanh Luan	3	100%	100%	-
3	Ms. Vu Thu Thuy	3	100%	100%	-

3. Supervisory activities of the Supervisory Board to the Board of Directors, the Executive Board, and Shareholders:

- BOS's Supervision activities over BOD and BOM are carried out regularly and per topics, being focused on:
 - (i) BOS supervised the compliance with provisions of the Law and the Bank's Regulations in Governance and Management process at SeABank.
 - (ii) BOS supervised that the BOD and BOM have fully and promptly implemented the guidelines, policies, directives of the SBV and resolutions of the GMS through the issuance of Resolutions and Directives on target orientation, business targets and key tasks.

- (iii)BOS supervised BOM's implementation of the Restructuring Plan associated with bad debt settlement in the period of 2021 2025 and through the internal information system (Operations Reports, remote monitoring reports provided by the first & second line-of-defense units).
- Through the monitoring activities and Internal Audit results, the BOS has promptly made recommendations to the BOD & BOM in order to strengthen controls, improve processes, minimize risks to ensure efficiency in operations and comply with the provisions of the Law.

4. Coordination activities between the Supervisory Board and the Board of Directors, the Executive Board, and Other Managers:

- BOS has participated in regular meetings of the BOD and briefings of the BOM. The BOD and BOM ensured the provision of information and documents on the management, administration and business activities of the Bank, which is to support the functioning of BOS's role and duties.
- BOS and Internal Audit held meetings to promptly notify and work with the BOD and the BOM to make drastic decisions and directions to prevent and address shortcomings in operations, contributing to improving the capacity of the internal control system, regulations operating processes, products, risk management risks in business and improve the overall management capacity.
- BOD and BOM have made every effort to resolve the open shortcomings as recommended by the BOS and Internal Audit. This will support and enable the BOS to perform their tasks and duties effectively.
- Strengthened the coordination mechanism on information exchange between the BOS, BOD and BOM through the Management information system, appointed the representatives to attend meetings of Business Committees/Sub-Committees as independent observers

5. Other activities of the Supervisory Board

During the coverage period, the BOS has also performed a number of other functions as follows:

- As the role of senior management supervision over internal audit as prescribed in Circular 13/2018/TT-NHNN, BOS did closely instruct the Internal Audit Department to complete the first semi-annual audit plan and also the Legal & Compliance Division to carry out compliance control testing program based on cycled schedule and topics. Risk levels assessment has been regularly updated to ensure appropriate adjustments to conform to the market conditions and State Bank of Vietnam's directions. In addition, BOS has also directed the Internal Audit to ensure regular monitoring of all business units' internal audit findings & recommendations and timely remediations as per deadlines.
- BOS directed the Internal Audit to assess impacts of the Law on Credit Institutions 2024
 on the BOS and Internal Audit activities & processes, which is the basis to review and
 propose necessary amendments/replacements to their current internal documents to meet
 related provisions of the new law.
- BOS directed the IA to implement the Internal Audit Quality & Improvement Plan tool ("QAIP").
- BOS directed to continue to coorporate with the relevant divisions/departments to drive the implementation of the integrated Governance, Risk & Compliance project (GRC) in order to optimize technology & automation solutions to further heighten control effectiveness.
- Carried out the appraisal of SeABank's separate & consolidated financial statements in 2023 according to regulations, prepare BOS documents and reports at the 2024 General Meeting of Shareholders.

- Monitored and made a list of related persons and reviewed transactions with related persons of the Bank in accordance with the Law on Credit Institutions and the Law on Enterprises
- Organized trainings for IA staff to reach higher standards and improve audit competence while continuing to complete setup of audit tools to further heighten internal audit quality.

IV. Executive Board:

No	Executive Board Member	Date of Birth	Professional Qualification	Date of Appointment/ Dismissal
1	Mr. Le Quoc Long (*)	13/05/1965	Bachelor of Economic Law	24/11/2023
2	Mr. Vu Dinh Khoan	01/10/1969	Bachelor of Finance and Banking	07/2012
3	Mrs. Nguyen Thi Thu Huong	29/06/1975	Bachelor of Finance and Banking	01/06/2016
4	Mr. Hoang Manh Phu	18/02/1970	Bachelor from Banking Academy	20/06/2018
5	Mr. Nguyen Tuan Cuong	03/04/1965	Software Engineering	08/2013
6	Mrs. Dang Thu Trang	29/09/1981	Bachelor of Economic Law	20/01/2020
7	Mr. Nguyen Hong Quang	30/12/1985	Master of Finance and Banking	23/02/2024
8	Mr. Nguyen Tuan Anh	14/04/1980	Master of Business Administration	24/02/2024
9	Mr. Nguyen Ngoc Quynh	05/10/1973	Bachelor of Finance and Banking	Dismissed from 23/02/2024
10	Mr. Vo Long Nhi	24/07/1973	Bachelor of Finance	Dismissed from 24/02/2024
11	Mrs. Tran Thi Thanh Thuy (**)	16/01/1965	Master from Banking Academy	Dismissed from 17/04/202

- (*) Mr. Le Quoc Long was appointed as Acting General Director, in charge of managing SeABank's operations on 01/08/2023 before being officially appointed as General Director on 24/11/2023 according to the resolutions/decisions of the Board of Directors. Prior to this, Mr. Le Quoc Long participated in SeABank's executive management as Deputy General Director from February 2005.
- (**) Mrs. Tran Thi Thanh Thuy was approved by SeABank's Annual General Meeting of Shareholders in 2024 to hold the position of Board member for the 2023-2028 term.

V. Chief Accountant

Name	Date of Birth	Professional Qualification	Date of Appointment/ Dismissal
Ms. Nguyen Thi Hoai Phuong	05/10/1977	Bachelor of Economics, Finance Academy	Date of Appointment: 14/07/2017

VI. Corporate Governance Training:

In the first six months of 2024, corporate governance training at SeABank was mainly conducted through internal training and the development of leadership and management teams to implement the Bank's strategies, policies, and corporate governance regulations:

- Corporate Governance Secretary Team the assisting unit of the Board of Directors participated in an intensive training course on Corporate Governance Secretary integrating Environmental, Social, and Governance (ESG), specifically: Mrs. Nguyen Thi Ngoc Deputy Head of Corporate Governance Secretary Office of the Board of Directors.
- Members of the Board of Directors along with the Corporate Governance Secretary Team and Investor Relations Office of the Board of Directors attended specialized seminars on corporate governance, including the following seminars/workshops:
 - + Conference to improve corporate governance quality for listed companies in Vietnam organized by the State Securities Commission in collaboration with VIOD.
 - + Thematic workshop on organizing an effective annual general meeting of shareholders, beyond compliance, organized by VIOD and HOSE.
 - + Thematic workshop for an effective Board of Directors organized by VIOD: Evaluating the Board of Directors Trends and Implementation.
 - + Forum: For a renewed and effective shareholder meeting season.
 - + Intensive workshop program: Practicing good corporate governance beyond compliance ACGS Workshop.
 - + Kick-off workshop for the 2024 Listed Companies Awards held at the Ho Chi Minh Stock Exchange (HOSE).
- SeABank coordinated with partners to build, design, and organize the "Training & Coaching Capacity Development Program for Management Team" consisting of 92 people including Deputy Directors of Divisions, Level 1 Business Directors, Branch Directors, SeABank Directors.
- SeABank organized the "Guidelines for Environmental and Social Risk Assessment" training for 326 corporate customer sales staff from Specialists to Team Leaders and Corporate Customer Relationship Managers, Senior Corporate Customer Relationship Managers, Credit Appraisal Officers for Corporate Customers, Corporate Customers, Investments, and Financial Institutions.
- Additionally, SeABank organized 33,788 training sessions (across all 3 learning methods: centralized, online & e-learning); 3,897 participants in 272 training courses, 660 classes, 2,820 hours, with a participation rate of 83.6%. Ensuring 100% competency groups, 100% target groups; 100% job titles, 100% new employees are trained.
- Some notable training programs implemented included enhancing risk management capacity for sales force at business units, including training courses: Guidelines for Environmental and Social Risk Assessment: for corporate customer sales staff from Specialists to Team Leaders and Corporate Customer Relationship Managers, Senior Corporate Customer Relationship Managers, Credit Appraisal Officers for Corporate Customers, Corporate Customers, Investments, and Financial Institutions.

VII. List of Related Persons of the Public Company (Report for the First Six Months of 2024) and Transactions of Related Persons with the Company

- 1. List of related persons of the company: As per Annex 01 attached.
- 2. Transactions between the company and related persons; or between the company and major shareholders, insiders, related persons of insiders: As per Annex 02 attached.
- 3. Transactions between the company's insiders, related persons of insiders with subsidiaries, and companies controlled by the company: As per Annex 03 attached.
- 4. Transactions between the company and other subjects:
- 4.1. Transactions between the company and companies where members of the Board of Directors, Supervisory Board members, General Director (CEO), and other managers are founders or

members of the Board of Directors, General Director (CEO) within the past three (03) years (as of the report date): As per Annex 04 attached.

- 4.2. Transactions between the company and companies where related persons of members of the Board of Directors, Supervisory Board members, General Director (CEO), and other managers are members of the Board of Directors, General Director (CEO): As per Annex 02 attached.
- 4.3. Other transactions of the company (if any) that may bring material or non-material benefits to members of the Board of Directors, Supervisory Board members, General Director (CEO), and other managers: None.

VIII. Transactions of Insiders and Related Persons with Company Shares (Report for the First Six Months of 2024)

- 1. List of insiders and related persons: As per Annex 05 attached.
- 2. Transactions of insiders and related persons with the company's shares: As per Annex 06 attached.

IX. Other Issues to Note: None.

Distribution:

- As addressed;
- Archive: Office of the Board of Directors.

SOUTHEAST ASIA COMMERCIAL JOINT STOCK BANK CHAIRMAN OF

THE BOARD OF DIRECTORS

(signed)

LE VAN TAN