

Hanoi, 20<sup>th</sup> June , 2024

No: ~~714~~ /2024/TTr-HĐQT

**THE SUBMISSION**

**Regarding: The approval of the Charter of Baoviet Holdings (15th amended and supplemented Edition)**

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**To: The 2024 Annual General Shareholders' Meeting of Baoviet Holdings**

*Pursuant to the Law on Enterprise No. 59/2020/QH14 dated 17th June 2020;  
Pursuant to other relevant legal documents;*

Based on the actual business operation of Baoviet Holdings and the current laws, the Board of Directors respectfully submits to the Annual General Shareholders' Meeting for the consideration and approval of the following contents:

1. Approve of the proposed amendments and supplements to the current Charter of Baoviet Holdings in *The summary sheet of amendments and supplements to the current Charter of Baoviet Holdings (the 15<sup>h</sup> Edition)* is attached to this proposal.

2. Approve of the Charter of Baoviet Holdings (the 15<sup>th</sup> amended and supplemented Edition).

Respectfully submitted./ *Am*

**ON BEHALF OF THE BOD  
MEMBER OF THE BOD**

***Achieves:***

- As above;
- BOD, IC;
- CEO;
- For filing: Admin, General Affairs' Office.

**Tran Thi Dieu Hang**

**EXPLANATION CONTENT OF AMENDMENT AND SUPPLEMENT OF  
THE CHARTER OF BAOVIET HOLDINGS (THE 15<sup>TH</sup> EDITION)**  
*(Attached to the Proposal to the Baoviet Holdings' Annual General Meetings of Shareholders 2024 No. /2024/ TTr-  
HDQT dated /2024 of the Board of Directors of Baoviet Holdings on approving the Charter of Baoviet  
Holdings (the 15<sup>th</sup> Edition)*

In this Annex, supplemented contents are in bold, italic (aaa); the removal contents are in bold, strikethrough (aaa).

No	Article	Content in current Charter	Amendment and supplement	Reason of changes
1.	30. Meetings of Board Directors	8. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives) if the majority of members of such Board so agree.	8. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized to <b>authorize others to attend meetings and vote if approved by a majority of the Board of Directors. if the majority of members of such Board so agree.</b>	Edited and supplemented to make it clearer and consistent with Clause 11, Article 157 of the Enterprise Law 2020.
2.	33. Organization of managerial apparatus	The managerial system of Baoviet Holdings must ensure that the managerial apparatus is liable to the Board of Directors and is subject to supervision by and direction from such Board in the daily business work of Baoviet Holdings. Baoviet Holdings has a General Director, Deputy general directors, Chief Accountant, Directors of Divisions/Centers/Branches, Chief of the Secretariat and other positions.	The managerial system of Baoviet Holdings must ensure that the managerial apparatus is liable to the Board of Directors and is subject to supervision by and direction from such Board in the daily business work of Baoviet Holdings. Baoviet Holdings has a General Director, Deputy general directors, Chief Accountant, Directors of <b>Block Divisions/Centers, Directors of Branches, Head of Division/</b> Chief of the Secretariat/ <b>Directors of Center</b> and other positions.	In accordance with the new organizational model of BVH.