

No: 17./2025/TT-HĐQT

Hanoi, dated 19 month 11 year 2025

PROPOSAL

Re: Amendment to the Regulation on Organization and Operation of the Board of Directors

To: General Meeting of Shareholders

- Based on the Enterprise Law No. 59/2020/QH14 promulgated on June 17, 2020, and its amendments, supplements, and guiding documents;
- Based on the Securities Law No. 54/2019/QH14 promulgated on November 26, 2019, and its amendments, supplements, and guiding documents;
- Based on the Charter of EVS Securities Joint Stock Company ("the Company"),
- Pursuant to the Company's Regulation on the Organization and Operation of the Board of Directors;
- Pursuant to the Company's operational circumstances;

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders for approval the amendments and supplements to certain provisions of the Company's Regulation on the Organization and Operation of the Board of Directors ("the Regulation") as follows:

1. Proposed Amendments:

No.	Article	The Regulations promulgated on 04 July 2025	The amended Regulations provisions
1.	The Preamble of the Regulations	This Regulation has been approved by the General Meeting of Shareholders of EVS Securities Joint Stock Company under Resolution No. 01/2021/NQ-ĐHĐCĐ dated 02/03/2021, and was amended for the second time on 04/07/2025	This Regulation has been approved by the General Meeting of Shareholders of EVS Securities Joint Stock Company under Resolution No. 01/2021/NQ-ĐHĐCĐ dated 02/03/2021, and was amended for the third time on/...../2025
2.	Point j, Clause 1, Article 1	j. "Law on Enterprises" means the Law on Enterprises No. 68/2014/QH13 adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2014, together with its amendments, supplements, and replacements from time to time;	
3.	Point f, Clause 1, Article 4	f) An independent member of the Board of Directors shall prepare an evaluation report on the performance of the Board of Directors.	f) Each independent member of the Board of Directors shall prepare an evaluation report on the performance of the Board of Directors.

4.	Clause 1, Clause 2, Article 6	<p>1. The Board of Directors shall consist of 07 (seven) members.</p> <p>2. The composition of the Board of Directors must ensure a balanced mix of members with knowledge and experience in law, finance, and the Company's business sectors. The Board's composition must comply with the following requirements:</p> <p>a) At least 02 independent members;</p> <p>b) At least one-third (1/3) of the total number of members of the Board of Directors must be non-executive members.</p>	<p>1. The Board of Directors shall consist of 05 (five) members.</p> <p>2. The composition of the Board of Directors must ensure a balanced mix of members with knowledge and experience in law, finance, and the Company's business sectors. The Board's composition must comply with the following requirements:</p> <p>a) At least 01 independent member;</p> <p>b) At least 01 of the total number of members of the Board of Directors must be non-executive members.</p>
5.	Point c, Clause 1, Article 7	c) A member of the Company's Board of Directors may concurrently serve on the board of another company, provided that such member may hold directorships in no more than 05 other companies and is not subject to any prohibition as stipulated in Point d, Clause 1 of this Article.	c) A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or Members' Council of no more than 05 other companies, and must not fall within any prohibited cases as prescribed in Point d, Clause 1 of this Article..
6.	Point b, Clause 1, Article 10	<p>b) Common shareholders may form groups to nominate candidates to the Board of Directors. Specifically:</p> <ul style="list-style-type: none"> - A shareholder or group of shareholders holding from 10% to 20% of the total voting shares may nominate up to two (02) candidates; - A shareholder or group of shareholders holding over 20% to 40% of the total voting shares may nominate up to three (03) candidates; - A shareholder or group of shareholders holding over 40% to 60% of the total voting shares may nominate up to five (05) candidates; 	<p>b) Common shareholders may form groups to nominate candidates to the Board of Directors. Specifically:</p> <ul style="list-style-type: none"> (i) A shareholder or group of shareholders holding from 10% to 20% of the total voting shares may nominate up to one (01) candidate; (ii) A shareholder or group of shareholders holding over 20% to 40% of the total voting shares may nominate up to two (02) candidates; (iii) A shareholder or group of shareholders holding over 40% to 60% of the total voting shares may nominate up to three (03) candidates;



		- A shareholder or group of shareholders holding over 60% of the total voting shares may nominate a full slate of candidates corresponding to the number of Board seats to be elected.	(iv) A shareholder or group of shareholders holding over 60% of the total voting shares may nominate up to five (05) candidates.
7.	Article 26		<p>Article 26. Relationship between the Board of Directors and the Audit Committee</p> <p>1. The relationship between the Board of Directors and the Audit Committee is a coordinative relationship. Their working relationship is based on the principles of equality and independence, while ensuring close coordination and mutual support in performing their respective duties.</p> <p>2. Upon receiving inspection minutes or consolidated reports from the Audit Committee, the Board of Directors shall review them and direct the relevant departments to develop and implement timely corrective action plans.</p>



2. The General Meeting of Shareholders authorizes the Board of Directors to amend, supplement, and promulgate the Company's Regulation on the Organization and Operation of the Board of Directors after it is approved by the General Meeting of Shareholders.

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

Sincerely./.

Recipients:

- As above;
- Archive: Board of Directors Office.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

CÔNG TY CỔ PHẦN CHỨNG KHOÁN EVS

P. HAI BÀ TRUNG - TP. HÀ NỘI

Nguyen Hai Chau