

No: 15./2025/TT-HĐQT

Hanoi, dated 19 month 11 year 2025

PROPOSAL

Re: Amendment to the Company's Charter

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 operational circumstances,

The Board of Directors ("**BOD**") of EVS Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders ("**GMS**") for approval the amendments to certain provisions of the Company's Charter as follows:

1. Proposed amendments:

No.	Article	Charter of the Company promulgated on 27 June 2025	The amended Charter provisions
1.	The Preamble of the Charter	This Charter was approved by the Annual General Meeting of Shareholders of EVS Securities Joint Stock Company pursuant to Resolution No. 01/2021/NQ-ĐHĐCĐ dated 02 March 2021, and was amended for the fourth time on 27 June 2025.	This Charter was approved by the Annual General Meeting of Shareholders of EVS Securities Joint Stock Company pursuant to Resolution No. 01/2021/NQ-ĐHĐCĐ dated 02 March 2021, and was amended for the fifth time on 11 December 2025.
2.	Point a, Clause 3, Article 2	a) Head Office Address: Floors 3, 6 and 9, No. 2A Dai Co Viet Street, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi, Vietnam	a) Head Office Address: Floors 3, 6 and 9, No. 2A Dai Co Viet Street, Hai Ba Trung Ward, Hanoi, Vietnam
3.	Clause 2, Article 3	2. Rights and Obligations of the Legal Representative: - The General Director shall	2. Rights and Obligations of the Legal Representative: a) The General Director shall have

	<p>have the rights and obligations prescribed in Article 36 of this Charter. The General Director represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, and represents the Company as a claimant, plaintiff, defendant, or party with relevant rights and obligations before arbitration, courts, and in exercising other rights and obligations as provided by law. The General Director is responsible for providing documents and coordinating with the State Securities Commission.</p> <p>- The Chairman of the Board of Directors shall have the rights and obligations prescribed in Article 28 of this Charter. The Chairman of the Board represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, and represents the Company as a claimant, plaintiff, defendant, or party with relevant rights and obligations before arbitration, courts, and in exercising other rights and obligations as</p>	<p>the rights and obligations prescribed in Article 35 of this Charter. The General Director represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, and represents the Company as a claimant, plaintiff, defendant, or party with relevant rights and obligations before arbitration, courts, and in exercising other rights and obligations as provided by law. The General Director is responsible for providing documents and coordinating with the State Securities Commission.</p> <p>b) The Chairman of the Board of Directors shall have the rights and obligations prescribed in Article 28 of this Charter. The Chairman of the Board represents the Company in exercising the rights and performing the obligations arising from the Company's transactions, and represents the Company as a claimant, plaintiff, defendant, or party with relevant rights and obligations before arbitration, courts, and in exercising other rights and obligations as provided by law.</p>
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		provided by law.	
4.	Point a, Clause 3, Article 11	<p>a) Common shareholders may form a group to nominate candidates for the Board of Directors. Specifically:</p> <p>(i) Shareholders or a group of shareholders holding from 10% to 20% of the total voting shares may nominate up to two (2) candidates;</p> <p>(ii) Shareholders or a group of shareholders holding over 20% up to 40% of the total voting shares may nominate up to three (3) candidates;</p> <p>(iii) Shareholders or a group of shareholders holding over 40% up to 60% of the total voting shares may nominate up to five (5) candidates;</p> <p>(iv) Shareholders or a group of shareholders holding over 60% of the total voting shares may nominate the full number of candidates planned for election as members of the Board of Directors.</p>	<p>a) Common shareholders may form a group to nominate candidates for the Board of Directors. Specifically:</p> <p>(i) Shareholders or a group of shareholders holding from 10% to 20% of the total voting shares may nominate up to one (1) candidate;</p> <p>(ii) Shareholders or a group of shareholders holding over 20% up to 40% of the total voting shares may nominate up to two (2) candidates;</p> <p>(iii) Shareholders or a group of shareholders holding over 40% up to 60% of the total voting shares may nominate up to three (3) candidates;</p> <p>(iv) Shareholders or a group of shareholders holding over 60% of the total voting shares may nominate up to five (5) candidates.</p>
5.	Point c, Clause 4, Article 24	c) A member of the Company's Board of Directors may simultaneously serve on the Board of Directors of other companies, provided that a	c) A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of no more

		member may serve on the boards of no more than five (5) other companies and is not subject to the prohibitions specified in point d of this clause.	than five (5) other companies and is not subject to the prohibitions specified in point d of this clause.
6.	Clause 1, Article 25	1. The number of members of the Company's Board of Directors is seven (7).	1. The number of members of the Company's Board of Directors is five (5).
7.	Clause 3, Article 25	<p>3. Composition of the Board of Directors:</p> <p>The composition of the Company's Board of Directors must ensure the minimum number of non-executive members, independent members, and other requirements in accordance with the law at any given time. The Board of Directors' composition must meet the following requirements:</p> <p>a) At least two (2) independent members;</p> <p>b) At least one-third (1/3) of the total number of Board members must be non-executive members.</p>	<p>3. Composition of the Board of Directors:</p> <p>The composition of the Company's Board of Directors must ensure the minimum number of non-executive members, independent members, and other requirements in accordance with the law at any given time. The Board of Directors' composition must meet the following requirements:</p> <p>a) At least one (1) independent member;</p> <p>b) At least one (1) of the total number of Board members must be non-executive members.</p>
8.	Addition to Clause 2, Article 26	x) Other rights and obligations as provided under the Enterprise Law, the Securities Law, other applicable laws, and the Company's Charter	x) Organize training and workshops on corporate governance and other necessary skills for members of the Board of Directors, the General Director, the Corporate Governance Officer, and other managers of the Company.

			<p>y) Distribute dividends to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders.</p> <p>z) Other rights and obligations as provided under the Enterprise Law, the Securities Law, other applicable laws, and the Company's Charter.</p>
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2. The General Meeting of Shareholders shall assign/authorize the Chief Executive Officer of the Company to revise, supplement, and promulgate the Company's Charter after the General Meeting of Shareholders approves this Proposal.

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

Recipients:

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Nguyen Hai Chau

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