



SAIGON – HANOI INSURANCE JOINT STOCK CORPORATION

Address: 24th Floor, Vinacomin Building, No. 3 Duong Dinh Nghe,
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An toàn để phát triển

Số: 16/2026/QĐ - BSH-HĐQT, BKS

Hà Nội, Date 13 Month 04 Year, 2026

DECISION

(Re: Issuing the Regulations on Nomination, Candidacy, and Election of members of the Board of Directors and the Supervisory Board at the 2026 Annual General Meeting of Shareholders of BSH)

THE BOARD OF DIRECTORS SAIGON – HANOI INSURANCE JOINT STOCK CORPORATION (BSH)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents, amendments, and supplements;
- Pursuant to the Establishment and Operation License No. 56 GP/KDBH dated December 10, 2008, and amended licenses issued by the Ministry of Finance to Saigon – Hanoi Insurance Joint Stock Corporation;
- Pursuant to the Charter on Organization and Operation of Saigon – Hanoi Insurance Joint Stock Corporation,

DECIDES:

Article 1: To issue herewith this Decision the Regulations on Nomination, Candidacy, and Election of members of the Board of Directors and the Supervisory Board at the 2026 Annual General Meeting of Shareholders of Saigon – Hanoi Insurance Joint Stock Corporation.

Article 2: This Decision takes effect from the date of signing and supersedes Decision No. 115/2026/QĐ-BSH-HĐQT dated July 31, 2026. The General Director, members of the Meeting Organizing Committee, relevant parties, and shareholders attending the 2026 Annual General Meeting of Shareholders are responsible for implementing this Decision./.

Recipients:

- As stated in Article 2;
- Archives: Admin, BOD Secretariat, Supervisory Board.

**O/B THE BOARD OF DIRECTORS
CHAIRMAN**

SIGNED

KIM KANG WOOK





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REGULATIONS

ON NOMINATION, CANDIDACY, AND ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF SAIGON – HANOI INSURANCE JOINT STOCK CORPORATION (BSH)

(Issued and effective from 13/04/2026 under Decision No. 16/2026/QĐ-BSH-HDQT dated 13/04/2026 by the Board of Directors of Saigon – Hanoi Insurance Joint Stock Corporation)

CHAPTER I:

GENERAL PROVISIONS

Article 1. Objectives, Scope, and Applicable Entities

1. These Regulations are applied to the nomination, candidacy, and election of members of the Board of Directors (BOD) and the Supervisory Board at the 2026 Annual General Meeting of Shareholders (EGM), ensuring compliance with the Charter of the Corporation and current legal regulations.
2. These Regulations govern activities regarding the nomination, candidacy, and election of members of the BOD and the Supervisory Board, including:
 - Regulations on the nomination and candidacy of members of the BOD and the Supervisory Board;
 - Regulations on the election of members of the BOD and the Supervisory Board.
3. **Applicable Entities:** Shareholders owning voting shares and authorized representatives of shareholders owning voting shares (according to the Shareholder List of Saigon – Hanoi Insurance JSC finalized on March 27, 2026), members of the Vote Counting and Election Committee, and units involved in organizing the 2026 EGM.

Article 2. Rights and Obligations of Shareholders

1. **Rights of Shareholders attending the Meeting:** Each shareholder or shareholder representative attending the EGM session shall receive 01 (one) ballot for the election of BOD members and 01 (one) ballot for the election of Supervisory Board members. The ballots clearly state the number of shares held by the shareholder and the corresponding number of votes the shareholder is entitled to use.
2. **Obligations of Shareholders attending the Meeting:**
 - Comply with the conditions and election procedures stipulated in these Regulations;

- Complete registration procedures with the Meeting Organizing Committee upon arrival;
- Upon receiving the ballots, check the number of shares recorded. Any discrepancies must be reported immediately to the Organizing Committee at the time of receipt;
- Strictly observe the Election Regulations during the EGM session and respect the voting results.

CHAPTER II:

REGULATIONS ON NOMINATION AND CANDIDACY

Article 3. Standards and Conditions for BOD Members

- a) Must meet the standards and conditions under Clause 1, Article 155 of the Law on Enterprises. Not be prohibited from enterprise management under Clause 2, Article 17 of the Law on Enterprises.
- b) Within three (03) consecutive years prior to the expected appointment date:
 - Has not been subject to administrative penalties in the insurance sector in the form of forced dismissal from management/executive positions approved by the Ministry of Finance;
 - Has not been subject to disciplinary action in the form of dismissal for violating internal processes (underwriting, assessment, compensation, internal control, finance, investment, etc.);
 - Is not directly involved in a case prosecuted by competent authorities at the time of appointment.
- c) Hold a university degree or higher.
- d) Have at least 03 years of direct experience in insurance, finance, or banking, or 03 years in management/executive/supervisory positions in these fields.
- e) Shall not concurrently serve as a BOD member of another non-life insurance or health insurance enterprise in Vietnam.

Article 4. Standards and Conditions for Supervisory Board Members

- a) Meet the standards under Article 169 of the Law on Enterprises and not fall into the following cases:
 - Working in the accounting or finance departments of BSH;
 - Being a member or employee of the independent auditing firm that audited BSH's financial statements in the 03 preceding years.
- b) No administrative penalties in insurance or dismissal for internal process violations within 03 consecutive years prior to election.
- c) Not be a related person to BOD members, the General Director, or other managers of BSH.
- d) Shall not concurrently hold any management position in the same organization. The Head of the Supervisory Board shall not concurrently be a supervisor or manager of another insurance enterprise in Vietnam.

Article 5. Election Rules

a. Principles for Nomination and Candidacy of Members of the BOD and the Supervisory Board

- Shareholders meeting the criteria and conditions stipulated in Article 3 and Article 4 of these Regulations are eligible to run for candidacy in the list for the election of members of the Board of Directors (BOD) and the Supervisory Board of BSH.
- Shareholders or groups of shareholders meeting the conditions stipulated in the Charter of BSH have the right to nominate other individuals who satisfy the criteria and conditions in Article 3 and Article 4 of these Regulations to the list of candidates for the election of members of the BOD and the Supervisory Board of BSH.

Rights to Nominate Candidates for the BOD and the Supervisory Board

- Shareholders holding voting shares for at least six (06) consecutive months have the right to aggregate their voting rights to nominate candidates for the BOD and the Supervisory Board.
- Shareholders or groups of shareholders holding voting shares are entitled to nominate candidates based on the following ownership thresholds:
 - From **5% to less than 10%** of total voting shares: Entitled to nominate **one (01)** candidate;
 - From **10% to less than 30%**: Entitled to nominate a maximum of **two (02)** candidates;
 - From **30% to less than 40%**: Entitled to nominate a maximum of **three (03)** candidates;
 - From **40% to less than 50%**: Entitled to nominate a maximum of **four (04)** candidates;
 - From **50% to less than 60%**: Entitled to nominate a maximum of **five (05)** candidates;
 - From **60% to less than 70%**: Entitled to nominate a maximum of **six (06)** candidates;
 - From **70% to less than 80%**: Entitled to nominate a maximum of **seven (07)** candidates;
 - From **80% to less than 90%**: Entitled to nominate a maximum of **eight (08)** candidates.

b. Voting Principles:

- The election of members of the BOD and the Supervisory Board shall be conducted via **secret cumulative voting**.
- **Total votes** of each shareholder correspond to the total number of voting shares (including personally owned shares and authorized shares) multiplied by the number of members to be elected. Shareholders have the right to use all or part of their votes for one or more candidates.
- **Voting Ballots:** Issued by the Organizing Committee (OC) with the BSH seal. Ballots include the full names of candidates arranged in alphabetical order, the shareholder's name, and their total number of votes.
- **Voting Procedure:** Shareholders or authorized representatives, OC members, and the Vote Counting and Election Committee shall perform voting according to the "Detailed Instructions" in the attached Appendix.
- Ballots are provided upon registration.
- After filling in the votes for candidates, shareholders must sign the ballot and cast it into the ballot box as instructed.

- In case of an error, the shareholder should cross out the incorrect number, sign next to the correction, and write the correct number of votes.

c. Vote Counting and Election Committee:

- Consists of **03 members** nominated by the Chairperson and approved by the General Meeting of Shareholders (GMS). Members must not be on the list of candidates for the BOD or the Supervisory Board.
- **Responsibilities:** Carry out necessary procedures for voting; announce the list of candidates; disseminate election rules and voting sequences; provide guidance on filling out ballots; prepare ballot boxes; supervise voting; and conduct the count.
- The Committee is responsible for the integrity and accuracy of the **Minutes of Vote Counting**, announcing results before the Meeting, and handing over all documents to the Meeting Secretariat.

d. Principles for Voting and Counting:

- The Committee shall inspect the ballot boxes in the presence of shareholders.
- Voting begins after rules are disseminated and ends when the last shareholder has cast their ballot.
- Counting must proceed immediately after voting ends. The Committee is strictly prohibited from erasing or modifying any information on the ballots.
- Results shall be documented in writing and announced by the Head (or a member) of the Committee before the GMS.

e. Cases of Invalid Ballots:

- Ballots not issued by the OC or without the Company's seal.
- Ballots with erasures, modifications, or added names not on the approved candidate list.
- Ballots where the total votes cast for candidates exceed the shareholder's total voting rights.

f. Principles for Winning the Election:

- Winners are determined by the number of votes in descending order, starting from the candidate with the highest votes until the required number of members is reached.
- In the event of a tie that requires a tie-breaker, the candidate who owns or represents a higher number of shares shall be selected. If shares are also equal, a re-election shall be held among those specific candidates.

g. Preparation and Announcement of the Minutes of Vote Counting:

- The Minutes must include:
 - o Total number of participating shareholders; total voting shares and attendance ratio.
 - o Number of ballots issued and collected (including quantities and ratios of valid, invalid, and blank ballots).
 - o Number of votes and the percentage achieved by each candidate.

- o The list of elected members arranged by vote count from high to low.
- The full text of the Minutes must be announced before the GMS to confirm the final election results.

Article 6. Complaints

Complaints regarding voting and counting shall be resolved by the Chairperson and recorded in the EGM Minutes.

Article 7. Implementation

These Regulations consist of 07 Articles issued by the BOD of BSH. All shareholders and relevant parties are responsible for implementation./.

Shareholders, members of the Supervisory Board, members of the 2026 Annual General Meeting Organizing Committee, and relevant parties of Saigon – Hanoi Insurance Joint Stock Corporation are responsible for the implementation of these Regulations./.

This English version is for reference purposes only. In the event of any discrepancy between the English and Vietnamese versions, the Vietnamese version shall prevail

**O/B THE BOARD OF DIRECTORS
CHAIRMAN**

SIGNED

KIM KANG WOOK

APPENDIX

INSTRUCTIONS FOR COMPLETING VOTING BALLOTS FOR THE BOD AND THE SUPERVISORY BOARD

(Based on the Cumulative Voting Method)

1. Types of Ballots:

- A4 Blue/Yellow Paper: Election for the Board of Directors (BOD) / Supervisory Board.

2. Casting the Vote:

- Cast the completed ballots for the BOD and Supervisory Board into the ballot box (or submit them to the Organizing Committee upon collection).

3. Completing the Ballot:

- Each shareholder has a **Total Number of Votes** equal to the total number of voting shares (including owned and authorized shares) multiplied by the number of members to be elected for the BOD/Supervisory Board.
- The Total Number of Votes for each shareholder is pre-printed on the ballot.
- Shareholders may distribute their Total Number of Votes among all candidates, or concentrate the entire Total Number of Votes on one or several candidates, provided that the sum of votes cast for candidates **does not exceed** the Total Number of Votes printed on the ballot.

Example:

Suppose the General Meeting of Shareholders elects 03 members of the BOD/Supervisory Board from a total of 05 candidates. Shareholder Nguyen Van A holds (owns and is authorized for) 1,000 voting shares. Thus, the Total Number of Votes for Mr. Nguyen Van A is:

$$(1,000 \times 3) = 3,000 \text{ votes}$$

Mr. Nguyen Van A may exercise cumulative voting in one of the following ways:

Case 1: Shareholder Nguyen Van A distributes their Total Number of Votes equally among all 05 candidates; thus, each candidate receives 600 votes.

Full Name of Candidate	Number of Votes
1. Candidate 1	600
2. Candidate 2	600
3. Candidate 3	600
4. Candidate 4	600
5. Candidate 5	600
Total Votes Cast	3.000

Case 2: Shareholder Nguyen Van A concentrates all of their votes on one candidate, for example, Candidate 2.

Full Name of Candidate	Number of Votes
1. Candidate 1	0
2. Candidate 2	3.000
3. Candidate 3	0
4. Candidate 4	0
5. Candidate 5	0
Total Votes Cast	3.000

Case 3: Shareholder Nguyen Van A votes for all 05 candidates, but with an unequal distribution of votes.

Full Name of Candidate	Number of Votes
1. Candidate 1	1.000
2. Candidate 2	200
3. Candidate 3	1.000
4. Candidate 4	700
5. Candidate 5	100
Total Votes Cast	3.000

Case 4: Shareholder Nguyen Van A distributes their votes among only a few candidates – for example, concentrating on 02 candidates: Candidate 2 and Candidate 3.

Full Name of Candidate	Number of Votes
1. Candidate 1	0
2. Candidate 2	1.700
3. Candidate 3	1.300
4. Candidate 4	0
5. Candidate 5	0
Total Votes Cast	3.000

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NOMINATION/CANDIDACY FORM FOR THE ELECTION OF THE BOARD OF DIRECTORS/SUPERVISORY BOARD SAIGON - HANOI INSURANCE CORPORATION (BSH) TERM OF OFFICE: 2023 - 2028

To: The Organizing Committee of the 2026 Annual General Meeting of Shareholders Saigon - Hanoi Insurance Corporation (BSH)

Today,, at, we are shareholders of Saigon - Hanoi Insurance Corporation (BSH), collectively holding ordinary shares as of the record date of the shareholder list (March 27, 2026), representing% of the total voting shares of BSH, as listed below:

No.	Shareholder Name	ID Card/Business Reg. No. (Date & Place of Issue)	Address	Number of Shares Owned
1				
2				
	TOTAL		

After reviewing the regulations regarding shareholder rights and the eligibility criteria for members of the Board of Directors/Supervisory Board for the 2023-2028 term, we have reached a consensus to nominate the following candidate(s) to run for election to the Board of Directors/Supervisory Board of Saigon - Hanoi Insurance Corporation for the 2023-2028 term:

No.	Full Name of Candidate	ID No. (Date & Place of Issue)	Permanent Address	Qualifications & Major	Position (BOD/SB)
1					
2					

We kindly request the Board of Directors of Saigon - Hanoi Insurance Corporation to record the list of candidates for the Board of Directors/Supervisory Board for the 2023-2028 term as proposed by the aforementioned group of shareholders.

Attached to this form are the Curriculum Vitae (CVs) of the candidates. We hereby commit that the candidates mentioned above fully meet the conditions and criteria as prescribed by law.

SHAREHOLDER / NOMINATING GROUP OF SHAREHOLDERS

Note: For a group of shareholders, please provide the full name and signature of each shareholder: - For individual shareholders: Please state full name and sign. - For institutional shareholders: Please state full name and position of the legal representative, sign, and affix company seal.