

ASSESSMENT OF CORPORATE GOVERNANCE PERFORMANCE UNDER THE ASEAN CORPORATE GOVERNANCE SCORECARD

COMPLIANCE WITH CORPORATE GOVERNANCE REGULATIONS FOR LISTED COMPANIES

No.	Criteria	HDBank's compliance	Note
1.	Organize the Annual General Meeting of Shareholders (AGM) within 6 months from the end of the fiscal year, as stipulated in Article 139(2) of the 2020 Law on Enterprises	Complied	The 2025 Annual General Meeting of Shareholders (FY2024) was virtually held on April 24, 2025
2.	Disclose the AGM documents at least 21 days prior to the meeting's opening, as stipulated in Article 10(3a) of Circular No. 96/2020/TT-BTC	Complied	The AGM documents were disclosed on April 3, 2025
3.	Amend the Company's Charter in accordance with the provisions of the Law on Enterprises No. 59/2020/QH14 (as stipulated in Article 310(20) of Decree No. 155/2020/ND-CP)	Complied	
4.	Promulgate the Internal Regulation on Corporate Governance, as stipulated in Article 270(2) and Article 310(20) of Decree No. 155/2020/ND-CP	Complied	
5.	Appoint a Corporate Governance Officer as stipulated in Article 281(1) of Decree No. 155/2020/ND-CP	Complied	
6.	Conduct internal audits as stipulated in Article 10(1) and Article 30 of Decree No. 05/2019/ND-CP	Complied	
7.	Promulgate the Regulation on the Operation of the Board of Directors as stipulated in Article 278(4) and Article 310(20) of Decree No. 155/2020/ND-CP	Complied	
8.	Ensure the number of independent members of the Board of Directors meets the requirements in Article 276(4) of Decree No. 155/2020/ND-CP	Complied	
9.	Ensure the number of non-executive members of the Board of Directors meets the requirements in Article 276(2) of Decree No. 155/2020/ND-CP	Complied	
10.	Ensure that the Chairperson of the Board of Directors does not concurrently hold the position of Chief Executive Officer	Complied	
11.	Ensure that the members of the Board of Directors, who concurrently serve as members of the Board of Directors in other companies, do not exceed the limit of 05 other companies, as stipulated in Article 275(3) of Decree No. 155/2020/ND-CP	Complied	
12.	Hold BOD meetings at least once per quarter, as stipulated in Article 157 of the 2020 Law on Enterprises, Article 41(3c) of the Law on Securities, and Article 279(1) of Decree No. 155/2020/ND-CP	Complied	

No.	Criteria	HDBank's compliance	Note
13.	Ensure that the Chief Executive Officer is a person without family relations to the management officers and Supervisors of the company and its parent company; the representative of state capital, the representative of enterprise capital in the company and its parent company, as stipulated in Article 162(5b) of the 2020 Law on Enterprises	Complied	
14.	Ensure that the remuneration of the members of the Board of Directors, together with the salary of the Chief Executive Officer and other management officers, complies with Article 163(3) of the 2020 Law on Enterprises	Complied	
15.	Promulgate the Regulation on the Operation of the Board of Supervisors as stipulated in Article 288(6) and Article 310(20) of Decree No. 155/2020/ND-CP	Complied	
16.	Ensure compliance with the minimum number of the Board of Supervisors members, which is 03 persons, as stipulated in Article 286(1) of Decree No. 155/2020/ND-CP	Complied	
17.	Ensure compliance with the minimum number of the Board of Supervisors meetings, which is twice per year, as stipulated in Article 289(1) of Decree No. 155/2020/ND-CP	Complied	
18.	Ensure that the Supervisor does not hold management positions in the company, as stipulated in Article 169(1d) of the 2020 Law on Enterprises, and Article 286(2) of Decree No. 155/2020/ND-CP	Complied	
19.	Ensure that the Supervisor is a person without family relations to the Board of Directors members, Board of Management members, and other management officers, as stipulated in Article 169(1c) of the 2020 Law on Enterprises and Article 286(2) of Decree No. 155/2020/ND-CP	Complied	
20.	Ensure that the Supervisor was not employed in the finance & accounting department of the company or an independent auditing company in the preceding 03 consecutive years, as stipulated in Article 286(2a) of Decree No. 155/2020/ND-CP	Complied	
21.	Ensure that the remuneration and operating expenses of the Board of Supervisors comply with Article 172(3) of the 2020 Law on Enterprises	Complied	
22.	Conduct transactions with related parties in compliance with Article 167 of the 2020 Law on Enterprises, and Articles 292 and 293 of Decree No. 155/2020/ND-CP	Complied	
23.	Disclose resolutions of the General Meeting of Shareholders/Board of Directors when conducting transactions with related parties and reflect these transactions in the Financial Statements and Corporate Governance Reports	Complied	

ASSESSMENT USING THE ASEAN CORPORATE GOVERNANCE SCORECARD

For optimal business performance, HDBank's Board of Directors not only focuses on driving business operations to increase revenue and profits while reducing costs, but also prioritizes enhancing corporate governance in line with international standards. This ensures the effective allocation of all corporate resources and long-term sustainable values, while effectively mobilizing and utilizing our investment, human, intellectual, and financial resources.

Accordingly, we conducted an assessment of our corporate governance system using the ASEAN Corporate Governance Scorecard, focusing on four areas: Rights of Shareholders and Equitable Treatment of Shareholders, Sustainability and Resilience, Disclosure and Transparency, and Board Duties and Responsibilities.

No.	Scorecard item	HDBank's compliance		Assessment basis for 2025
		2024	2025	
A	RIGHTS OF SHAREHOLDERS AND EQUITABLE TREATMENT OF SHAREHOLDERS			
A.1	Basic shareholder rights			
A.1.1	Does the company pay (interim and final/ annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at the general meetings for final dividends? In case the company has offered Scrip dividend, did the company pay the dividend within 60 days?			In 2025, HDBank completed a 25% stock dividend payout in full compliance with the resolution of the General Meeting of Shareholders and within the prescribed timeframe
A.2	Right to participate effectively in and vote in general shareholder meetings and should be informed of the rules, including voting procedures, which govern general shareholder meetings			
A.2.1	Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration or any increases in remuneration for the non-executive directors/ commissioners?			This is evidenced in the Circulars of the 2025 Annual General Meeting of Shareholders (FY2024), which were posted on HDBank's Website and sent to each shareholder attending the meeting.
A.2.2	Does the company provide non-controlling shareholders a right to nominate candidates for the board of directors/commissioners?			This is stipulated in the Charter and Internal Regulation on Corporate Governance.
A.2.3	Does the company allow shareholders to elect directors/commissioners individually?			This is stipulated in the Charter.
A.2.4	Does the company disclose the voting procedures used before the start of the meeting?			The procedures are posted on HDBank's Website before the meeting.
A.2.5	Do the minutes of the most recent AGM record that the shareholders were given the opportunity to ask questions?			This is disclosed in the Minutes of the 2025 Annual General Meeting of Shareholders (FY2024).
A.2.6	Does the company disclose the voting results, including approving, dissenting, and abstaining votes for each agenda item for the most recent AGM?			This is evidenced in the Minutes of the General Meeting of Shareholders and the Vote-counting Minutes for Shareholder Written Polls disclosed on HDBank's Website.
A.2.7	Does the company disclose the list of board members who attended the most recent AGM?			This is disclosed in the Minutes of the 2025 Annual General Meeting of Shareholders (FY2024).

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A.2.8	Does the company disclose that all board members and the CEO attended the most recent AGM?	✓	✓	All members of the Board of Directors and the CEO attended the most recent AGM. This is disclosed in the Minutes of the 2025 Annual General Meeting of Shareholders (FY2024).
A.2.9	Does the company allow voting in absentia?	✓	✓	This is stipulated in the Charter.
A.2.10	Did the company vote by poll for all resolutions at the most recent AGM?	✓	✓	This is disclosed in the Minutes of the General Meeting of Shareholders and the Vote-counting Minutes for Shareholder Written Polls disclosed on HDBank's Website.
A.2.11	Does the company disclose that it has appointed an independent party to count or validate the votes at the AGM?	✓	✓	This is disclosed in the Minutes of the 2025 Annual General Meeting of Shareholders (FY2024).
A.2.12	Does the company make publicly available by the next business day the result of the votes taken during the most recent AGM/EGM for all resolutions?	✓	✓	The result is made publicly available in the Minutes of the General Meeting of Shareholders/Vote-counting Minutes for Shareholder Written Polls and the Resolutions of the General Meeting of Shareholders, which are posted on HDBank's Website within 24 hours as required.
A.2.13	Does the company provide at least 21 days' notice for all AGMs/EGMs?	✓	✓	The Notice of Invitation to the 2025 Annual General Meeting of Shareholders and the Circulars of the 2025 Annual General Meeting of Shareholders were posted on HDBank's Website on April 3, 2025.
A.2.14	Does the company provide the rationale and explanation for each agenda item that requires shareholders' approval in the notice of AGM/ circulars, drafts, and/or the accompanying statements?	✓	✓	They are provided in the Circulars of the 2025 Annual General Meeting of Shareholders.
A.2.15	Does the company give the opportunity for shareholders to place item(s) on the agenda of the AGM?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance, allowing shareholders to vote on the agenda, direct questions to the Board of Directors, and suggest agenda items. Proposals are recorded in the Minutes of the 2025 Annual General Meeting of Shareholders.
A.3 Corporate control should be allowed to function in an efficient and transparent manner				
A.3.1	In cases of mergers, acquisitions and/or takeovers requiring shareholders' approval, does the board of directors/commissioners of the company appoint an independent party to evaluate the fairness of the transaction price?	✓	✓	This is stipulated in the Charter.
A.4 The exercise of ownership rights by all shareholders, including institutional investors, should be facilitated				
A.4.1	Does the company disclose its policies/ practices to encourage shareholders to engage with the company beyond general meetings?	✓	✓	HDBank's Investor Relations activities always prioritize fostering engagement among investors, shareholders, and the bank through quarterly exchanges and other practical activities throughout the year.

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A.5	Shares and voting rights			
A.5.1	Where the company has more than one class of shares, does the company publicize the voting rights attached to each class of shares?	✓	✓	This is stipulated in the Charter.
A.6	Notice of the AGM			
A.6.1	Does each of the resolutions tabled at the most recent AGM deal with only one item, i.e., there is no bundling of several items into the same resolution?	✓	✓	This is evidenced in the Resolutions of the 2025 Annual General Meeting of Shareholders (FY2024) posted on HDBank's Website.
A.6.2	Is/are the company's notice/circulars of the most recent AGM fully translated into English and published on the same date as the local language version?	✓	✓	The Circular of the 2025 Annual General Meeting of Shareholders (FY2024) was published in both Vietnamese & English.
A.6.3	Are the profiles of directors/commissioners in seeking election/re-election included?	✓	✓	HDBank discloses the profiles of the candidates to be elected/re-elected on our Website.
A.6.4	Are the auditors seeking appointment/re-appointment clearly identified?	✓	✓	This is evidenced in the Document on Shareholder Written Polls posted on HDBank's Website on October 30, 2025.
A.6.5	Were the proxy documents made easily available?	✓	✓	The proxy documents for the 2025 Annual General Meeting of Shareholders (FY2024) are publicly available on HDBank's Website and have been sent to our shareholders.
A.7	Insider trading and abusive self-dealing should be prohibited			
A.7.1	Are the directors / commissioners required to report their dealings in company shares within 3 business days?	✓	✓	HDBank is committed to complying with the applicable disclosure regulations in the market.
A.8	Related party transactions by directors and board of management members			
A.8.1	Does the company have a policy requiring a committee of independent directors/commissioners to review material related-party transactions (RPTs) to determine whether they are in the best interests of the company and shareholders?	✓	✓	Our Board of Supervisors oversees the governance and management of our Board of Directors and Board of Management.
A.8.2	Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance.
A.8.3	Does the company have policies on loans to directors and commissioners either forbidding this practice or ensuring that they are being conducted on an arm's length basis and at market rates?	✓	✓	This is stipulated in the Charter, Internal Regulation on Corporate Governance, and other relevant credit-granting documents.
A.9	Protecting minority shareholders from abusive actions			
A.9.1	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arm's length?	✓	✓	This is outlined in the Charter and complies with the laws.
A.9.2	In case of related party transactions requiring shareholders' approval, is the decision made by disinterested shareholders?	✓	✓	This is stipulated in the Charter.

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B	SUSTAINABILITY AND RESILIENCE			
B.1	Sustainability-related information should be specified			
B.1.1	Does the company identify and report ESG topics that are material to the organization's strategy?	✓	✓	This information is disclosed in HDBank's Sustainability Report.
B.1.2	Does the company identify climate change as an issue?	✓	✓	This information is disclosed in HDBank's Sustainability Report.
B.1.3	Does the company adopt an internationally recognized reporting framework or standard for sustainability?	✓	✓	HDBank refers to the Global Reporting Initiative (GRI) standards.
B.1.4	Does the company disclose quantitative sustainability targets?	✓	✓	This information is disclosed in HDBank's Sustainability Report.
B.1.5	Does the company disclose sustainability-related performance progress in relation to its previously set targets?	✓	✓	This information is disclosed in HDBank's Sustainability Report.
B.1.6	Does the company confirm that its Sustainability Report / Reporting is reviewed and /or approved by the Board or Board Committee?	✓	✓	This information is disclosed in HDBank's Sustainability Report.
B.2	Corporate governance frameworks should allow for dialogue between a company, its shareholders and stakeholders to exchange views on sustainability matters			
B.2.1	Does the company engage internal stakeholders to exchange views and gather feedback on sustainability matters that are material to the business of the company?			This is detailed in our Annual Report and Sustainability Report.
B.2.2	Does the company engage external stakeholders to exchange views and gather feedback on sustainability matters that are material to the business of the company?			Our exchanges with regulatory bodies, consulting firms, customers, and suppliers are detailed in our Annual Report and Sustainability Report.
B.3	The corporate governance framework should ensure that the board adequately considers material sustainability risks and opportunities when fulfilling their key functions in governance, disclosure, strategy, risk management, and internal control systems, including with respect to climate-related physical and transition risks			
B.3.1	Does the board review on an annual basis that the company's capital and debt structure is compatible with its strategic goals and its associated risk appetite?			This is discussed by the ESG Committee/ Strategy Committee.
B.4	The corporate governance framework should recognize the rights of stakeholders established by law or through mutual agreements			
B.4.1	Does the company disclose a policy and practices that address the company's efforts to address customers' welfare?	✓	✓	HDBank issues internal regulations and places special emphasis on protecting customers' interests.
B.4.2	Does the company disclose a policy and practices that address supplier selection procedures?	✓	✓	This is disclosed in our Annual Report and Sustainability Report.
B.4.3	Does the company disclose a policy and practices that address the company's efforts to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development?	✓	✓	HDBank consistently places a strong emphasis on integrating Sustainable Development Goals into our development goals, which is detailed in our Annual Report and Sustainability Report.

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B.4.4	Does the company disclose a policy and practices that address the company's efforts to interact with the communities in which they operate?	✓	✓	Over the years, HDBank has consistently fulfilled our social and community responsibilities through a number of programs, which are detailed in our Annual Report and on our Website.
B.4.5	Does the company disclose a policy and practices that address the company's anti-corruption programs and procedures?	✓	✓	This is detailed in our Annual Report under the Sustainable Development - Legal Compliance section. HDBank has established an anti-corruption & anti-crime steering committee, operating under regulations set by our Board of Directors. The committee issues an anti-corruption program with specific annual agendas. While the Chief Executive Officer promulgates detailed regulations on anti-corruption and anti-crime.
B.4.6	Does the company disclose a policy and practices that address how creditors' rights are safeguarded?	✓	✓	HDBank is committed to full compliance with legal regulations, ensuring capital adequacy, liquidity, and risk management. We fulfill our information disclosure obligations through financial statements, annual reports, and periodic disclosures before and after each bond issuance. Additionally, investor relations activities are emphasized and serve as an essential communication channel for creditors.
B.4.7	Does the company have a separate report/section that discusses its efforts on environment/economy and social issues?	✓	✓	This is detailed in our Sustainability Report.
B.5 Where stakeholder interests are protected by law, stakeholders should have the opportunity to obtain effective redress for violation of their rights				
B.5.1	Does the company provide contact details via the company's website or Annual Report which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights?	✓	✓	Contact methods and hotlines are widely available across various communication channels.
B.6 Mechanisms for employee participation should be permitted to develop				
B.6.1	Does the company explicitly disclose the policies and practices on health, safety and welfare for its employees?	✓	✓	These are detailed in our Annual Report and employee policies.
B.6.2	Does the company explicitly disclose the policies and practices on training and development programs for its employees?	✓	✓	These are evidenced in our Annual Report and employee training programs.
B.6.3	Does the company have a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures?	✓	✓	HDBank has developed and implemented a stock issuance program under the Employee Stock Option Program, approved by the GMS. Additionally, we have a reward program based on employees' years of service.

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B.7	Stakeholders, including individual employees and their representative bodies, should be able to freely communicate their concerns about illegal or unethical practices to the board			
B.7.1	Does the company have a whistle blowing policy that includes procedures for complaints by employees and other stakeholders concerning alleged illegal and unethical behaviors and provide contact details via the company's website or annual reports?	✓	✓	This is detailed in our Annual Report, Code of Professional Ethics, internal labor regulations, anti-corruption and anti-crime regulations, and other relevant documents.
B.7.2	Does the company have a policy or procedures to protect an employee who reveals alleged illegal/unethical behavior from retaliation?	✓	✓	This is outlined in the Code of Professional Ethics, internal labor regulations, anti-corruption and anti-crime regulations, and other relevant documents.
C	DISCLOSURE AND TRANSPARENCY			
C.1	Transparent ownership structure			
C.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	✓	✓	This is provided in our Annual Report and Corporate Governance Report.
C.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	✓	✓	This is provided in our Annual Report and Corporate Governance Report.
C.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	✓	✓	This is provided in our Annual Report and Corporate Governance Report.
C.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of the Board of Management?	✓	✓	This is provided in our Annual Report and Corporate Governance Report.
C.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures, and special purpose enterprises/ vehicles (SPEs)/(SPVs)?	✓	✓	This is provided in our Annual Report and Corporate Governance Report.
C.2	Quality of the Annual Report			
C.2.1	Corporate objectives	✓	✓	They are fully documented in the Annual Report - General Information section.
C.2.2	Financial performance indicators	✓	✓	They are fully documented in the Annual Report - Business Performance section.
C.2.3	Non-financial performance indicators	✓	✓	They are fully documented in the Annual Report - Sustainable Development section.
C.2.4	Dividend policy	✓	✓	They are fully documented in the Annual Report - Corporate Governance section.
C.2.5	Biographical details of board members	✓	✓	They are fully documented in the Annual Report - Corporate Governance section.
C.2.6	Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance, and where there is non-compliance, identify and explain the reasons for such issue?	✓	✓	They are fully documented in the Annual Report - Corporate Governance section.
C.3	Remuneration of board members and the CEO			
C.3.1	Is there disclosure of the fee structure for non-executive directors/commissioners?	✓	✓	This is detailed in our Charter, Internal Regulation on Corporate Governance, AGM Circulars, and Annual Report.

No.	Scorecard item	HDBank's compliance		Assessment basis for 2025
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C.3.2	Does the company publicly disclose details of the remuneration of each non-executive director/commissioner?	✓	✓	They are fully disclosed in our Annual Report and Financial Statements.
C.3.3	Does the company disclose its remuneration policy/practices for its executive directors and CEO?	✓	✓	This is detailed in our Charter, Internal Regulation on Corporate Governance, AGM Circulars, and Annual Report.
C.3.4	Does the company publicly disclose the details of remuneration of each of the executive directors and CEO?	✓	✓	They are fully disclosed in our Annual Report and Financial Statements.
C.4 Disclosure of related party transactions (RPT)				
C.4.1	Does the company disclose its policy covering the review and approval of material RPTs?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance.
C.4.2	Does the company disclose the name, relationship, nature, and value for each material RPTs?	✓	✓	This information is available in the disclosure documents on RPTs posted on HDBank's Website.
C.5 Directors and commissioners dealings in shares of the company				
C.5.1	Does the company disclose trading in the company's shares by insiders?	✓	✓	This information is posted in the disclosures on insider share trading posted on HDBank's Website.
C.6 External auditor and auditor report				
C.6.1	Are the audit and non-audit fees disclosed?			
C.6.2	Does the non-audit fee exceed the audit fees?	✓	✓	
C.7 Medium of communications				
Does the company use the following modes of communication?				
C.7.1	Quarterly reporting	✓	✓	We update our business and operational performance quarterly on our Website in both Vietnamese and English, including business updates, financial statements, press releases, presentation decks.
C.7.2	Company website	✓	✓	Information about our activities is regularly posted on our Website in both Vietnamese and English, and some important information in Japanese.
C.7.3	Analyst's briefing	✓	✓	HDBank proactively works on and provides information for analytical reports on domestic and foreign banks.
C.7.4	Media briefings/press conferences	✓	✓	HDBank engages with investors and analysts and provides press releases to the media periodically, ensuring transparent, timely and complete disclosure.
C.8 Timely filing/release of financial reports				
C.8.1	Are the audited annual financial reports/statements released within 120 days of the financial year end?	✓	✓	They are released in full compliance with applicable laws.
C.8.2	Is the annual report released within 120 days of the financial year end?	✓	✓	They are released in full compliance with applicable laws.

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C.8.3	Is the true and fairness/fair representation of the annual financial statements/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?	✓	✓	They are released in full compliance with applicable laws.
C.9 Company website				
C.9.1	Financial statements/reports (latest quarterly)	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.9.2	Materials provided in briefings to analysts and media	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.9.3	Downloadable Annual Report	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.9.4	Notice of AGM or EGM	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.9.5	Minutes of AGM or EGM	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.9.6	Company's constitution	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
C.10 Investor relations				
C.10.1	Does the company disclose the contact details of the officer / office responsible for investor relations?	✓	✓	They are fully disclosed in our Annual Report and on our Website (Investor Relations section).
D BOARD DUTIES AND RESPONSIBILITIES				
D.1 Board duties				
Clearly defined board responsibilities and corporate governance policy				
D.1.1	Does the company disclose its corporate governance policy / board charter?	✓	✓	They're fully posted on HDBank's Website - Investor Relations section.
D.1.2	Are the types of decisions requiring the board of directors/commissioners' approval disclosed?	✓	✓	They are fully disclosed on HDBank's Website
D.1.3	Are the roles and responsibilities of the board of directors/commissioners clearly stated?	✓	✓	They are fully stated in the Charter and the Annual Report (Corporate Governance section).
D.1.4	Does the company have an updated vision and mission statement?	✓	✓	This is fully provided in the Annual Report and on HDBank's Website.
D.1.5	Does the board of directors/commissioners play a leading role in the process of developing and reviewing the company's strategy at least annually?	✓	✓	The role and activities of the Board of Directors are fully stated in the Annual Report - Corporate Governance section.
D.1.6	Does the board of directors have a process to review, monitor and oversee the implementation of the corporate strategy?	✓	✓	The role and activities of the Board of Directors are fully stated in the Annual Report - Corporate Governance section.
D.2 Board structure				
Code of Ethics or Conduct				
D.2.1	Are the details of the Code of Ethics or Conduct disclosed?	✓	✓	The Internal Regulation on Corporate Governance and the Regulation on Disclosure are publicly available on HDBank's Website

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D.2.2	Are all directors/commissioners, board of management members, and employees required to comply with the code(s)?	✓	✓	This is stated in the Internal Regulation on Corporate Governance and the Regulation on Disclosure, which are publicly available on our Website.
D.2.3	Does the company have a process to implement and monitor compliance with the code(s) of ethics or conduct?	✓	✓	This is stated in the Internal Regulation on Corporate Governance and the Regulation on Disclosure, which are publicly available on our Website.
Board structure & composition				
D.2.4	Do independent directors/commissioners make up at least 50% of the board of directors/commissioners?	✓	✓	The Board of Directors currently includes two independent members in compliance with the Law on Credit Institutions, the Law on Securities, and applicable regulations.
D.2.5	Does the company have a term limit of nine years or less or 2 terms of five years each for its independent directors/commissioners?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance.
D.2.6	Has the company set a limit of five board seats that an individual independent/non-executive director/commissioner may hold simultaneously?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance.
D.2.7	Does the company have any executive directors who serve on more than two boards of listed companies outside of the group?	✓	✓	There are no such cases at HDBank.
D.2.8	Does the company have a Nominating Committee?	✓	✓	HDBank's Human Resource Committee operates under the Board of Directors.
D.2.9	Is the Nominating Committee comprised a majority of independent directors/commissioners?	✓	✓	Independent members of the Board of Directors are part of the Nominating Committee (i.e., Human Resource Committee) and contribute valuable insights on HDBank's human resource, remuneration and reward, and benefit policies.
D.2.10	Is the chairperson of the Nominating Committee an independent director/commissioner?			
D.2.11	Does the company disclose the terms of reference/governance structure/charter of the Nominating Committee?	✓	✓	This is evidenced by the Organization and Operation Regulation of the Board of Directors.
D.2.12	Is the meeting attendance of the Nominating Committee disclosed and if so, did the Nominating Committee meet at least twice during the year?	✓	✓	This is disclosed in the Annual Report.
D.2.13	Does the company have a Remuneration Committee?	✓	✓	HDBank has established a Remuneration Committee under the Human Resource Committee.
D.2.14	Is the Remuneration Committee comprised a majority of independent directors/commissioners?	✓	✓	The members of the Board of Directors are part of the Nominating Committee and contribute valuable insights on HDBank's human resources, remuneration, and reward policies.

No.	Scorecard item	HDBank's compliance		Assessment basis for 2025
		2024	2025	
D.2.15	Is the chairperson of the Remuneration Committee an independent director/commissioner?			
D.2.16	Does the company disclose the terms of reference/ governance structure/ charter of the Remuneration Committee?	✓	✓	This is evidenced by the Organization and Operation Regulation of the Board of Directors.
D.2.17	Is the meeting attendance of the Remuneration Committee disclosed and, if so, did the Remuneration Committee meet at least twice during the year?	✓	✓	This is evidenced by the Organization and Operation Regulation of the Board of Directors.
D.2.18	Does the company have an Audit Committee?	✓	✓	HDBank operates under a model that includes the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors, and the Chief Executive Officer.
D.2.19	Is the Audit Committee comprised entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	✓	✓	The Board of Supervisors functions independently, overseeing the activities of the Board of Directors and the Board of Management. Its members do not hold management positions at HDBank.
D.2.20	Is the chairperson of the Audit Committee an independent director/commissioner?	✓	✓	The Chief of the Board of Supervisors operates independently from the Board of Directors.
D.2.21	Does the company disclose the terms of reference/governance structure/charter of the Audit Committee?	✓	✓	This is disclosed in the Annual Report.
D.2.22	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	✓	✓	All four members possess accounting qualifications and experience.
D.2.23	Is the meeting attendance of the Audit Committee disclosed and, if so, did the Audit Committee meet at least four times during the year?	✓	✓	This is disclosed in the Annual Report.
D.2.24	Does the Audit Committee have primary responsibility for recommendations on the appointment and removal of the external auditor?	✓	✓	This is disclosed in the Annual Report.
D.3 Board processes				
D.3.1	Are the board of directors/commissioners' meeting scheduled before the start of the financial year?	✓	✓	This is disclosed in the Annual Report.
D.3.2	Does the board of directors/commissioners meet at least six times during the year?	✓	✓	The Board of Directors held four plenary meetings and participated in the meetings of their specialized committees.
D.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	✓	✓	All members of the Board of Directors attended 100% of the board meetings held during the year.
D.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	✓	✓	This is stipulated in the Charter.

No.	Scorecard item	HDBank's compliance		Assessment basis for 2025
		2024	2025	
D.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	✓	✓	
D.3.6	Are board papers for board of directors/commissioners meetings provided to the board at least five business days in advance of the board meeting?	✓	✓	Board papers are provided at least five business days before the board meeting.
D.3.7	Does the company secretary play a significant role in supporting the board in discharging its responsibilities?	✓	✓	This is stipulated in the Charter and Internal Regulation on Corporate Governance.
D.3.8	Is the company secretary trained in legal, accountancy or company secretarial practices and has kept abreast on relevant developments?	✓	✓	The company secretary possesses all the relevant qualifications and experience.
D.3.9	Does the company disclose the criteria used in selecting new directors/commissioners?	✓	✓	The criteria are outlined in the Charter and regulations on BOD member nomination and candidacy.
D.3.10	Did the company describe the process followed in appointing new directors/commissioners?	✓	✓	The criteria are outlined in the Charter and regulations on BOD member nomination and candidacy.
D.3.11	Are all directors/commissioners subject to re-election every 3 years; or 5 years for listed companies in countries whose legislation prescribes a term of 5 years each?	✓	✓	This is outlined in the Charter.
D.3.12	Does the company disclose its remuneration policy/practices for its executive directors and CEO?	✓	✓	This is detailed in our Charter, Internal Regulation on Corporate Governance, AGM Circulars, and Annual Report.
D.3.13	Does the company have measurable standards to align the performance-based remuneration of the executive directors and board of management members with the long-term interests of the company?	✓	✓	This is outlined in the Charter.
D.3.14	Does the company have a separate internal audit function?	✓	✓	HDBank's internal audit function is established in accordance with the regulations of the State Bank of Vietnam.
D.3.15	Is the head of internal audit identified or, if outsourced, is the name of the external firm disclosed?	✓	✓	This is disclosed in the Annual Report.
D.3.16	Does the appointment and removal of the internal auditor require the approval of the Audit Committee?	✓	✓	The Board of Supervisors oversees and directly directs the internal auditor function.
D.3.17	Does the company establish a sound internal control procedures/risk management framework and periodically review the effectiveness of that framework?	✓	✓	This is detailed in the Annual Report - Corporate Governance section.
D.3.18	Does the Annual Report disclose that the board of directors/commissioners has conducted a review of the company's material controls and risk management systems?	✓	✓	This is detailed in the Annual Report - Corporate Governance section.

No.	Scorecard item	HDBank's compliance		Assessment basis for 2025
		2024	2025	
D.3.19	Does the company disclose the key risks to which the company is materially exposed to?	✓	✓	This is disclosed in the Annual Report.
D.3.20	Does the Annual Report contain a statement from the board of directors/commissioners or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems?	✓	✓	This is detailed in the Annual Report - Corporate Governance section.
D.4 People on the Board				
D.4.1	Do different persons assume the roles of Chairperson and CEO?	✓	✓	The Chairperson of the Board of Directors does not concurrently hold the position of Chief Executive Officer.
D.4.2	Is the chairperson an independent director/commissioner?	✓	✓	The chairperson is an independent member of the Board of Directors.
D.4.3	Are any of the directors a former CEO of the company in the past 2 years?	✓	✓	Mr. Pham Quoc Thanh, Vice Chairman of the Board of Directors, resigned as HDBank's CEO on May 13, 2025.
D.4.4	Are the roles and responsibilities of the chairperson disclosed?	✓	✓	They are outlined in the Charter and disclosed in the Annual Report.
D.4.5	Does at least one non-executive director/commissioner have prior working experience in the major sector that the company is operating in?	✓	✓	All members of the Board of Directors have experience in finance and banking.
D.5 Board performance				
D.5.1	Does the company have orientation programs for new directors/commissioners?	✓	✓	All members of the Board of Directors receive full updates and briefings on the functions, duties, authority, and activities of the Board of Directors.
D.5.2	Does the company have a policy that encourages directors/commissioners to attend ongoing or continuous professional education programs?	✓	✓	HDBank consistently provides professional development training programs and encourages members of the Board of Directors to participate.
D.5.3	Does the company disclose the process for how the board of directors/commissioners plans for the succession of the board chairperson, CEO, and key staff?	✓	✓	This is outlined in the Internal Regulation on Corporate Governance and Internal HR Policy.
D.5.4	Does the board of directors/commissioners conduct an annual performance assessment of the CEO/board chairperson?	✓	✓	HDBank conducts an annual performance assessment of the Board of Directors, Chief Executive Officer, and Board of Management.
D.5.5	Did the company conduct an annual performance assessment of the board of directors/commissioners and disclose the criteria and process followed for the assessment?	✓	✓	HDBank conducts an annual performance assessment of the Board of Directors, Chief Executive Officer, and Board of Management, as disclosed in the Annual Report and Corporate Governance Report.
D.5.6	Did the company conduct an annual performance assessment of the individual directors/commissioners and disclose the criteria and process followed for the assessment?	✓	✓	HDBank conducts an annual performance assessment of the Board of Directors, as disclosed in the Annual Report and Corporate Governance Report.
D.5.7	Did the company conduct an annual performance assessment of the board committees and disclose the criteria and process followed for the assessment?	✓	✓	This is outlined in the Annual Report - Corporate Governance section.

BONUS ITEMS

No.	Scorecard item	Compliance at HDBank		Evaluation basis for 2025
		2024	2025	
(B). A RIGHTS OF SHAREHOLDERS AND EQUITABLE TREATMENT OF SHAREHOLDERS				
(B). A.1 Basic shareholder rights				
(B). A.1.1	Does the company practice real-time secure electronic voting in absentia at general meetings of shareholders?	✓	✓	HDBank has submitted to the General Meeting of Shareholders for approval the Regulation on Organizing Online General Meetings of Shareholders and Electronic Voting.
(B). A.2 Equitable treatment of shareholders				
(B). A.2 Notice of the AGM				
(B). A.2.1	Does the company release its notice of AGM, as announced to the Exchange, at least 28 days before the date of the meeting?	✓	✓	The Notice of the Annual General Meeting of Shareholders was released on March 11, 2024.
(B). B SUSTAINABILITY AND RESILIENCE				
(B). B.1				
(B). B.1.1	Does the company disclose how it manages climate-related risks and opportunities?			This is disclosed on HDBank’s website and in our Sustainability Report.
(B). B.1.2	Does the company disclose that its Sustainability Report/Sustainability Reporting is externally assured?			
(B). B.1.3	Does the company disclose the engagement channel with stakeholder groups and how does the company respond to stakeholders’ ESG concerns?			This is disclosed on HDBank’s website and in our Sustainability Report.
(B). B.1.4	Does the company have a unit / division / committee who is specifically responsible for managing sustainability matters?			
(B). B.1.5	Does the company disclose the board of directors/ commissioners’ oversight of sustainability-related risks and opportunities?			
(B). B.1.6	Does the company disclose the linkage between executive directors and CEO remuneration and sustainability performance for the previous year?			
(B). B.1.7	Is the company’s Whistle Blowing System managed by independent parties / institutions?			
(B). C DISCLOSURE AND TRANSPARENCY				
(B). C.1 Quality of the Annual Report				
(B). C.1.1	Are the audited annual financial report/statement released within 60 days of the financial year end?	✓	✓	The audited financial statements are released in compliance with applicable regulations.
(B). D BOARD DUTIES AND RESPONSIBILITIES				
(B). D.1 Board Competencies and Diversity				
(B). D.1.1	Does the company have at least one female independent director/commissioner?			
(B). D.1.2	Does the company have a policy and disclose measurable objectives for implementing its board diversity and report on progress in achieving its objectives?	✓	✓	The criteria for members of the Board of Directors are outlined in the Charter and Internal Regulation on Corporate Governance.

No.	Scorecard item	Compliance at HDBank		Evaluation basis for 2025
		2024	2025	
(B). D.2 Board structure				
(B). D.2.1	Is the Nominating Committee comprised entirely of independent directors/commissioners?			
(B). D.2.2	Does the Nominating Committee undertake the process of identifying the quality of directors aligned with the company's strategic directions?	✓	✓	The Nominating Committee (i.e., Human Resource Committee) advises the Board of Directors on human resources matters.
(B). D.3 Board Appointments and Re-Election				
(B). D.3.1	Does the company use professional search firms or other external sources of candidates when searching for candidates for the board of directors/commissioners?	✓	✓	The Company engages BCG consultants to assist in identifying suitable candidates for the position of independent member of the Board of Directors.
(B). D.4 Board structure & composition				
(B). D.4.1	Do independent non-executive directors/commissioners make up more than 50% of the board of directors/commissioners for a company with an independent chairperson?	✓	✓	Non-executive members account for 5 out of the 6 members of the Board of Directors. There are two independent members, including the Chairperson of the Board of Directors.
(B). D.5 Risk management				
(B). D.5.1	Has the board of directors/commissioners identified key risks in relation to information technology to ensure that such risks are managed and integrated into the overall risk management framework?	✓	✓	This is disclosed in the Annual Report.
(B). D.6 Board performance				
(B). D.6.1	Does the company have a separate board-level Risk Committee?	✓	✓	The Risk Management Committee operates under the Board of Directors.

PENALTY

No.	Scorecard item	Compliance at HDBank		Evaluation basis for 2025
		2024	2025	
(P). A	RIGHTS OF SHAREHOLDERS AND EQUITABLE TREATMENT OF SHAREHOLDERS			
(P). A.1	Basic shareholder rights			
(P). A.1.1	Did the company fail or neglect to offer equal treatment for share repurchases to all shareholders?			None in 2025
(P). A.2	The right to participate in decisions concerning fundamental corporate changes			
(P). A.2.1	Is there evidence of barriers that prevent shareholders from communicating or consulting with other shareholders?			None in 2025

No.	Scorecard item	Compliance at HDBank		Evaluation basis for 2025
		2024	2025	
(P). A.3 Right to participate effectively in and vote in general shareholder meetings and should be informed of the rules, including voting procedures, which govern general shareholder meetings				
(P). A.3.1	Did the company include any additional and unannounced agenda item into the notice of AGM/EGM?	✓	✓	Such information is always disclosed and notified in advance to shareholders.
(P). A.3.2	Were the Chairperson of the Board, the Chairpersons of all Board Committees, and the CEO absent from the most recent General Meeting?	✓	✓	They fully attended.
(P). A.4 Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed				
(P). A.4.1	Has the company failed to disclose the existence of shareholder agreements?	✓	✓	No
(P). A.4.2	Has the company failed to disclose the existence of voting caps?	✓	✓	No
(P). A.4.3	Has the company failed to disclose the existence of multiple voting rights?	✓	✓	No
(P). A.5 Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed				
(P). A.5.1	Is a pyramid ownership structure or cross-holding structure apparent?	✓	✓	No
(P). A.6 Insider trading and abusive self-dealing should be prohibited				
(P). A.6.1	Has there been any conviction of insider trading involving directors/commissioners, members of the board of management, and employees in the past three years?	✓	✓	No
(P). A.7 Protecting minority shareholders from abusive actions				
(P). A.7.1	Have there been any cases of non-compliance with the laws, rules, and regulations pertaining to material related party transactions in the past three years?	✓	✓	No
(P). A.7.2	Were there any related-party transactions that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	✓	✓	No
(P). B SUSTAINABILITY AND RESILIENCE				
(P). B.1 The corporate governance framework should recognize the rights of stakeholders established by law or through mutual agreements				
(P). B.1.1	Have there been any violations of any laws pertaining to labor/employment/consumer/insolvency/commercial/competition or environmental issues?	✓	✓	No
(P). B.2 Where stakeholders participate in the corporate governance process, they should have access to relevant, sufficient and reliable information on a timely and regular basis				
(P). B.2.1	Has the company faced any sanctions by regulators for failure to make announcements within the requisite time period for material events?	✓	✓	No
(P). B.2.2	Is there any evidence that the company is engaging in greenwashing activities?	✓	✓	No

No.	Scorecard item	Compliance at HDBank		Evaluation basis for 2025
		2024	2025	
(P). C DISCLOSURE AND TRANSPARENCY				
(P). C.1 Sanctions from regulators for financial reports				
(P). C.1.1	Did the company receive a “qualified opinion” in its external audit report?	✓	✓	We received an unqualified opinion.
(P). C.1.2	Did the company receive an “adverse opinion” in its external audit report?	✓	✓	We received an unqualified opinion.
(P). C.1.3	Did the company receive a “disclaimer of opinion” in its external audit report?	✓	✓	We received an unqualified opinion.
(P). C.1.4	Has the company revised its financial statements for reasons other than changes in accounting policies?	✓	✓	No
(P). D BOARD DUTIES AND RESPONSIBILITIES				
(P). D.1 Compliance with listing rules, regulations and applicable laws				
(P). D.1.1	Is there any evidence that the company has not complied with any listing rules and regulations apart from disclosure rules over the past year?	✓	✓	We fully complied with such rules and regulations.
(P). D.1.2	Have there been any instances where non-executive directors/commissioners have resigned and raised any issues of governance-related concerns?	✓	✓	No
(P). D.2 Board structure				
(P). D.2.1	Does the company have any independent directors/commissioners who have served for more than nine years or two terms of five years each in the same capacity?	✓	✓	No
(P). D.2.2	Did the company fail to correctly identify the description of all their directors as independent, non-executive, and executive?	✓	✓	No
(P). D.2.3	Does the company have any independent/non-executive directors/commissioners who serve on a total of more than five boards of publicly-listed companies?	✓	✓	No
(P). D.3 External audit				
(P). D.3.1	Are any of the directors/commissioners or senior management a former employee or partner of the current external auditor (in the past 2 years)?	✓	✓	No
(P). D.4 Board structure & composition				
(P). D.4.1	Has the chairperson been the company CEO in the last three years?	✓	✓	No
(P). D.4.2	Do non-executive directors/commissioners receive options, performance shares or bonuses?	✓	✓	No