

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

CODE OF CONDUCT - PVI

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by the Board of Directors of PVI Holdings)*

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CHAPTER I GENERAL PROVISIONS

Article 1. Scope of applicability and applicable subjects

- 1.1 The Code of Conduct (“the Code”) shall be applied within PVI Holdings (PVI) and its Subsidiaries (hereinafter referred to as companies within the PVI system).
- 1.2 Employees at all levels of the PVI system must be aware and ensure that their actions are fully in compliance with this Code of Conduct and provisions applicable to their area of work.

Article 2. Purposes

- 2.1 To specify moral and legal compliance standards which PVI Employees must meet every day at work with a level of transparency and integrity to create confidence and efficiency before customers, at PVI and in social relations.
- 2.2 To promote a culture of Compliance with code of conduct throughout the PVI system and guide Employees to make the right decisions when faced with difficulties/ uncertain situations and/or failing to find the right action to Comply with regulations of the law and of PVI.
- 2.3 To identify and clarify areas of potential risks and conflicts as well as their importance to the Company.
- 2.4 To protect Employees and PVI, avoid violations of the law as well as damage to the reputation and brand name of PVI.
- 2.5 To help PVI system achieve sustainable development, and to constantly enhance the material, spiritual and cultural values of PVI.

Article 3. General principles

- 3.1 Employees are required to actively study and comply with provisions of the law (in Vietnam as well as in places where they represent PVI), the Charter and internal regulations of PVI and of socio-political organizations permitted to legally operate at PVI.
- 3.2 Employees are responsible for committing to read, understand and comply, in a mandatory manner, with this Code when notified by PVI along with changes to this Code of Conduct (if any). Employees will receive this Code together with their Labor

Contract.

- 3.3 Managers must set a good example in complying with this Code and ensuring that their subordinated Employees are guided in, fully understand and comply with the provisions of this Code.
- 3.4 Subsidiaries within PVI system can develop and add specific Provisions to suit its business activities and the actual conditions of the companies provided that they are not inconsistent with this Code.
- 3.5 CEO of PVI, Capital Representatives of PVI in subsidiaries within the PVI system shall be responsible for disseminating, implementing, and guiding the application of this Code within PVI system.
- 3.6 Employees of PVI should endeavor to promote to and encourage Third Parties to respect, behave in accordance with and support the full application of this Code of Conduct.

Chapter II

BEHAVIOUR OF PVI TOWARD EMPLOYEES

Article 4. Principles of Respect

- 4.1 PVI always respects freedom of speech, religion and legitimate dreams of Employees in accordance with the law of Vietnam and international treaties signed by Vietnam, and ensure lawful rights and interest of Employees.
- 4.2 PVI encourages Employees to participate in common activities of the community, socio-political organizations in accordance with provisions of the law.

Article 5. Principles of Fairness

- 5.1 PVI commits that all Employees are treated fairly in training, arrangement, evaluation, appointment and treatment, and equally in commendation-discipline.
- 5.2 PVI always behaves or decides on issues related to Employees based on personal capacity and job performance on the basis of discussion, not based on non-work-related characteristics such as: race, gender, religion, ethnicity, color, origin of nationality, language, age, disability or any other differences protected by law.

Article 6. Working environment

- 6.1 It is guaranteed that PVI shall provide and maintain a secure, safe and healthy working environment for Employees.
- 6.2 PVI is committed to creating an inclusive and friendly working environment, allowing Employees to bring into play their own strengths in talent and experience together with investment in training programs and programs for development of knowledge and professional skills.

CHAPTER III BEHAVIOUR OF PVI TOWARD THIRD PARTIES

Article 7. PVI with the Law and State Authorities

- 7.1 PVI commits to, at all times, fully comply with provisions of the law of Vietnam, especially regulations and guidelines relating to the Law on Enterprises, the Labor Code, the Law on Insurance Business, the Law on Securities and the law of any places where PVI is operating.
- 7.2 PVI always complies with Vietnam's Law on Competition with the belief that fair competition in the market will ensure that customers, partners and PVI will receive products and services at competitive prices.

Gifts between business partners show mutual respect and are meant to establish and maintain fair, lawful and sustainable business relationships. The giving of gifts must not be in any form of bribery for the purpose of maintaining or influencing business decisions that create an unfair advantage or bring unlawful benefits to PVI. When PVI organizes events related to its business activities, the Competent Person-PVI representative must attend such events and invitations must be sent to customers.

The principles related to giving gifts, invitations or favors to business partners shall be reviewed and decided on by the competent management level in accordance with PVI's Regulations on Expenditures and Payments.

- 7.3 PVI always complies with the Anti-Corruption Law of Vietnam.
 - a. PVI commits not to take illegal and unethical acts toward public servants as well as State authorities in order to gain business benefits.

b. PVI commits not to give gifts in any bribery form to authorities/ officials to whom PVI reports or to authorities/ officials who is related to handling of PVI's business

7.4 PVI commits to comply with the Anti-Money Laundering Law, the Law on Counter-Terrorism or prevention of financing for illegal, improper purposes or activities that try to make illegal sources of money legal. PVI does not engage in money laundering or any other illegal activities. Employees must promptly inform their superiors or in accordance with the provisions under Article 22 of this Code when detecting signs of money laundering-related crimes. Transactions showing signs of legal violation must be suspended until their legality has been established and suspicion eliminated.

7.5 When conducting business, PVI always takes in account all financial sanctions and embargoes in force and respect such measures in accordance with relevant laws, rules and regulations.

7.6 PVI commits to comply with tax laws and fulfill tax obligations in Vietnam as well as abroad. When launching new products, PVI ensures to meet all tax and legal requirements. In addition, PVI is cautious in structuring transactions so that the given tax assessment is objective and accurate to ensure PVI's legitimate rights and interests.

Article 8. PVI with customers, partners and suppliers

8.1 PVI, through its distinctive, high quality services, commits to provide diverse products at best quality to ensure satisfaction, catered to every customer.

8.2 PVI commits to offer a reasonable, competitive price policy that justifies product quality as well as to strictly comply with commitments in the insurance policy.

8.3 PVI commits to always receive all constructive feedback about our products, concerns about services as well as questions from customers in the most respectful, polite, professional and timely manner.

8.4 PVI is ready to settle thoroughly all legitimate complaints and requests from customers with all of the most professional resources, with PVI's extensive experience and understanding to ensure the benefits of customers.

8.5 PVI is willing to cooperate with all business partners on the principles of equality, honesty, objectivity, and harmony of interests toward a joint business on the basis of fair competition. The selection of PVI's partners and suppliers is always made transparently based on defined criteria such as price competitiveness, high product quality and standards and conditions deemed appropriate by PVI.

- 8.6 PVI always complies with PVI's regulations and standards, and at the same time, respects the regulations and standards of customers, business partners and suppliers. PVI also expects customers, business partners and suppliers to respect the Code of Conduct, Anti-corruption and Bribery Policy and Anti-Money Laundering Regulations applied at PVI in their conduct as well as in their relationships with PVI.

Article 9. PVI with shareholders

- 9.1 PVI endeavors to bring the highest benefits to shareholders.
- 9.2 PVI commits to an equal treatment, and timely, honest and transparent provision of information to all shareholders in accordance with the provisions of the Laws.
- 9.3 PVI commits to keep confidential private information of shareholders, unless otherwise requested by legal authorities.

Article 10. Social commitments

- 10.1 PVI commits to fulfill corporate responsibilities to society, protecting the environment and natural resources, and contributing to sustainable economic development.
- 10.2 All PVI sponsorships and donations for charitable purposes need to ensure compliance with the law, including tax laws. Individuals and organizations receiving sponsorships and donations from PVI must ensure that PVI's reputation and prestige are not damaged.

Chapter IV BAHAVIOUR OF EMPLOYEES TOWARD PVI

Article 11. Use of Property

- 11.1 Property means all types of tangible and intangible assets which PVI has the right to own or the right to manage/use. PVI's asset portfolio includes but is not limited to the following:
- a. PVI Brand.
 - b. Cash and securities of PVI.
 - c. Work instruments, vehicles, office and interior equipment.
 - d. Ideas, technologies, trade secrets, customer relations, intellectual property, including software copyrights.
 - e. Information system: computer software, email, Internet access, phones, computers, Intranet systems and other storage devices.
 - f. Other assets of PVI.

- 11.2 Employees are responsible for preserving, protecting, developing and enhancing the value of property for PVI.
- 11.3 Employees shall use PVI assets effectively and economically for working purposes only, absolutely not for their own personal purposes or on things that are not allowed by laws and in compliance with PVI's regulations.

Article 12. Handling of Information

- 12.1 Employees must commit to keep confidential PVI confidential information which they are assigned to hold or become aware of during their service at PVI. The obligation to confidentiality of information is applied even after Employees has terminated their contract with PVI in accordance with the Non-Disclosure Agreement signed between them and PVI.
- 12.2 PVI's confidential information includes but is not limited to the following:
- a. Important internal information about PVI's trade ideas/secrets, short-term, medium-term and long-term business plans.
 - b. Plans, activities, division, separation, merger or acquisition of enterprise not required to be disclosed on PVI's official publications or by PVI's person in charge of disclosure or other means as prescribed.
 - c. Projects and contracts that PVI has been implementing and expects to implement.
 - d. List of customers, partners, agents that have established and will establish relationships with PVI together with information related to these transactions.
 - e. Information and documents related to research and development of new products and services or related to research and improvement of information technology, databases built by PVI, asset under intellectual property of PVI.
 - f. Data and reports on PVI's internal situation on analysis of forecast, competition, risks, prices, costs, expenses and budgets not within the scope of information disclosure as prescribed.
 - g. Information about personnel or salary and/or income of PVI Employees.
 - h. Database, information purchased by PVI or delivered to PVI by suppliers, partners and customers with confidentiality agreements.
 - i. Information related to complaints and proceedings of PVI.
 - j. Any other information related to PVI's operations and PVI's partners, customers, agents that the Employees obtain during their service from any source in accordance with regulations of the law and data management practice of PVI.
- 12.3 No Employee is allowed to personally speak to any journalist, stock analysts, as well as partners, investors, shareholders or join in a public discussion on behalf of PVI without lawful authorization from PVI.

- 12.4 Employees must comply with the Process for Information Disclosure of PVI when disclosing information to outside sources. Employees, officers or leaders holding internal information must not disclose such information to a Third Party or make recommendations to a Third Party as to the purchase or sale of company stock (internal information is information about the company that has not been disclosed).
- 12.5 PVI and its Employees are obliged to keep confidential all information of PVI's clients and individuals that PVI has collected for the purpose of fulfilling obligations, and providing products and services suitable to the needs of customers.

Article 13. Records and reports

- 13.1 Any records and/or reports for internal use or disclosure outside PVI must be accurate, truthful and in compliance with the provisions of the law and PVI. This Code is particularly applicable to financial and accounting statements as well as statements on business development and financial position of the company.
- 13.2 Employees must record accurate, reliable and detailed information on all PVI's documents, business records, financial, accounting and business reporting books.
- 13.3 PVI prohibits Employees from replacing, destroying or falsifying stored information for any illegal or inappropriate use. Record keeping must be done in compliance with current regulations on record keeping.

Article 14. Information technology system

- 14.1 Employees must use PVI's Information System for appropriate and prescribed purposes to ensure timely performance of assigned tasks as well as be responsible for protecting systems and the data from improper access, damage or theft.
- 14.2 Employees accessing and using PVI's Information Technology System are subject to the control according to PVI's regulations and such information shall no longer be considered private when sent/ received/stored in PVI's Information Technology System in cases where it is necessary for PVI's Competent persons to get hold of information relating to PVI's business activities.
- 14.3 Employees are not allowed to participate in public discussions such as lectures, on Internet forums without approval by the competent level or to publish PVI-related information in their capacity as Employees of PVI.

Article 15. Avoidance of interest conflicts

- 15.1 Employees strictly shall not put their personal or familial interests over or in contrary to PVI's in any professional relationship, which may display their lack of loyalty and objectivity towards PVI.
- 15.2 Employees being a member of the Board of Directors, Board of Control of PVI should at all times act in the best interest of PVI, not only in that of the shareholder/group of shareholders he represents.
- 15.3 Employees are prohibited from using their position at PVI or acting on behalf of PVI for personal gain or third parties gain or in the way that affects the legitimate interest, prestige and reputation of PVI.
- 15.4 Employees assigned by PVI to perform business transactions must assess by themselves the possibility of a conflict of interest of their own or their family members (spouse, parents, children, siblings or other relatives of close relationship and/ living in the same household with the them) with the interest of PVI. If there is a possibility of a conflict of interest as assessed by Employees, they are responsible for report to their immediate manager and can only carry out the transaction upon the approval from the immediate manager, who has consulted with PVI's Compliance function.
- 15.5 Any consultancy contract for a third party containing details different from normal consultancy contracts of PVI to be performed by Employees assigned by PVI must be reviewed by the Legal function and approved by PVI's Compliance function before signing.
- 15.6 Employees are not allowed to work for or support any third party in any form that may adversely affect their personal productivity or damage the interest as well as the brand name of PVI.
- 15.7 Employees must not arrange to receive gifts of any kind from any individual or organization conducting business transactions with or wishing to create a business relationship with PVI, except for those wishing to creating sustainable, long-term and transparent relationships in line with relevant laws and regulations. Employees should never see personal interest as a condition for continuing or establishing a business relationship between any individual/organization and PVI.
- 15.8 Employees are strictly prohibited from accepting cash gifts and equivalent items such as coupons, checks, investment securities, and credit cards, which display lack of transparency as well as illegal interest and adversely affect PVI, regardless of their value.

- 15.9 Employees shall self-declare all gifts or cash received from Third Party in relation to their responsibilities/ jobs at PVI whose value is equal to or higher than VND 1 million:
- For gifts/cash amounted from VND 1 to 5 million/year: Employees may keep if recommended by the immediate superior, Compliance function of PVI and approved by the Head of the Audit and Risk Committee.
 - For gifts/cash amounted from VND 5 million/year or more: Employees shall hand over to the Company and report to the Compliance function for record keeping. The Audit and Risk Committee shall decide on how to handle such gifts.

CHAPTER V EMPLOYEES WITH EMPLOYEES

Article 16. Work relationship

- 16.1 In peer relationships, it is required to maintain internal solidarity, have a collective spirit, listen to the opinions of colleagues, and not to take advantage of personal relations with colleagues to commit fraud. Employees shall compete with each other while cooperating, respecting and assisting each other on the basis of sincerity, openness and straightforwardness to complete tasks.
- 16.2 Subordinates shall be responsible to observe the labor discipline and perform the assigned tasks, respect and behave properly with superiors. Subordinates shall also be honest and active in giving personal opinions, advise and persuade superiors when proposing solutions, doing their jobs, while being strong enough to contribute constructive opinions and comments on remaining negatives and limitations.
- 16.3 Superiors shall always respect, listen to subordinates, and at the same time, provide directions and orientations and be willing to support, handle difficulties and problems, empower subordinates to actively solve problems, inspire and motivate subordinates' development. Superiors must not victimize, discriminate, harass, mistreat or compromise the dignity of subordinates. Superiors should set a good example at work, comply with PVI's regulations and legal regulations to ensure a safe, healthy, harmonious and equal working environment.

Article 17. Tasks and materials transfer

- 17.1 All records, documents and reports for internal or external use must be accurate, truthful, and complete when transferred among Employees at PVI.

- 17.2 During their service at PVI and during the period of 12 months after the termination of the labor contract with PVI, Employees must not directly or indirectly seduce any Employee in positions of Employees, managers and business executives at PVI into quitting their jobs if not approved by PVI, unless otherwise regulated by law.

Chapter VI

AWARENESS OF WORK RESPONSIBILITY

Article 18. Collective responsibility at work

- 18.1 PVI Employees are always united, ready to accomplish assigned duties in the most efficient manner, continuously improving themselves in terms of ethics and social etiquette, professional competence and teamwork skills.
- 18.2 When working with customers, partners and stakeholders, Employees shall be responsible to coordinate, and support in solving difficulties and problems with dedication, honesty and whole-heartedness in a professional way with stakeholders.
- 18.3 Employees must not, after termination of their Labor Contract with PVI, influence the relationship between PVI and PVI's customers, partners or agents or induce or persuade any PVI customer to stop part or all of business activities with PVI.

Article 19. Responsibilities of the Leader

- 19.1 Leaders must always have an overarching and intimate understanding of their work, and at their maximum capability, give the highest work performance, demonstrate the personal responsibility in assigned duties.
- 19.2 Leaders must always be an example, at the forefront and willing to show leadership in the most difficult situation and the most complex tasks with a diligent working attitude.

CHAPTER VII

ADVISING, SUPERVISION, SETTLEMENT OF COMPLAINT AND MISCONDUCT

Article 20. Receipt of information and provision of advice

- 20.1 Employees shall be obliged to think about and consider the code of conduct before acting and seek guidance whenever in doubt or having questions in order to find the right way to handle situations.

- 20.2 PVI's line managers and Compliance function must advise and guide Employees on the best way to resolve questions related to the understanding of and compliance with this Code of Conduct, provisions of the law and regulations and rules of PVI.
- 20.3 In some special cases when the relevant issues are considered by Employees to be important or to have a Conflict of Interest, Employees will receive more specific and effective guidance from the Compliance function in writing.

Article 21. Subject, scope and responsibilities of supervision

- 21.1 Subjects of supervision are Employees of PVI and Companies under its control.
- 21.2 The scope of supervision includes business activities and other PVI-related activities.
- 21.3 PVI's CEO, Compliance function, PVI's Capital Representatives at PVI's subsidiaries and socio-political organizations within PVI are responsible for coordinating and monitoring the implementation of this Code.

Article 22. Misconduct reporting

- 22.1 In case Employees are aware of any violations of regulations of the laws or this Code of Conduct by any person working at PVI, especially those which affect the reputation and legitimate interest of PVI, they must immediately report to their line manager and/or the Compliance function or the CEO of PVI.
- 22.2 All reports of misconduct/violations may be sent via email (anonymity is allowed). PVI commits to facilitate the transfer, receipt and confidentiality of the information relating to such violations.

Email address for receipt of reports of violations: compliance@pvi.com.vn

- 22.3 Even if the suspicion lacks sufficient grounds, the person supplying the information need not fear any direct or indirect consequences if his report was submitted according to the best of his knowledge and in good faith, objectively, truthfully and not intended to slander others.

Article 23. Settlement of complaint and violations

- 23.1 For issues reported by Employees, appropriate measures will be taken by the Compliance function in accordance with PVI's regulations to immediately investigate and clarify the truth immediately and solve independently and objectively. The Compliance function shall be obligated to process and keep confidential the information relating to complaints.
- 23.2 The Compliance function shall be responsible for developing a Process for Handling Complaints and Denunciations for submission to the competent level for approval.
- 23.3 PVI shall handle, in the strictest manner with the requisite care, any complaints that are considered true, and at the same time apply appropriate disciplinary measures on the principle of fairness, conformity to reason and sentiment to violations in accordance with regulations of PVI.
- 23.4 Retaliation (if any) is strictly prohibited. The following actions are considered retaliation:
- a. Harassing, threatening, increased monitoring.
 - b. Preventing from opportunities for training, promotion, excluding from important duties.
 - c. Negative, unfair assessment of job performance or unlawful termination of labor contract.

Chapter VIII IMPLEMENTATION

Article 24. Commendation

- 24.1 Collectives and individuals complying well with or contributing to this Code will be considered for commendation as proposed by PVI Compliance function to the Remuneration and Appointment Committee and approved by PVI's Board of Directors.

Article 25. Handling of violations

- 25.1 Employees violating this Code will be subject to disciplinary act of warning, reprimand or dismissal, depending on the severity of the violation as proposed by the Compliance function of PVI to the Remuneration and Appointment Committee and approved by PVI's Board of Directors.
- 25.2 In addition, misconduct may subject to civil and criminal liability, etc. in accordance with the current law.

Article 26. Responsibilities in relation to implementation and enforcement

- 26.1 The Board of Management of PVI is responsible for reporting to the Board of Directors on the implementation of the Code of Conduct annually.
- 26.2 Each company in PVI system shall nominate one member to be in the Compliance Executive Committee without establishing its own compliance function. The guidance, explanation, examination, supervision as well as receipt, handling of complaints and violations in accordance with the provisions of this Code will be implemented by PVI's Compliance function.
- 26.3 This Code takes effect from the date of signing. Any amendment and supplement to this Code must be approved by PVI's Board of Directors and reviewed periodically in Quarter 4 of each year.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**