



SOCIALIST REPUBLIC OF VIETNAM

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DRAFT

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

GELEX ELECTRICITY JOINT STOCK COMPANY

(Amended and supplemented by the Resolution of the 2026 Annual General Meeting of Shareholders No. 02/2026/GE/NQ-DHĐCĐ dated 08/04/2026)

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CHAPTER I

GENERAL PROVISIONS

Article 1: Meaning, scope of regulation and subjects of application

1. The internal regulations on governance of Gelex Electricity Joint Stock Company (the "**Company**") are developed in accordance with the provisions of the Law on Enterprises 2020 and related amendments, supplements and guidelines; the Law on Securities in 2019 and related amendments, supplements and guidelines; the Company's Charter and the application of international best practices on corporate governance in accordance with the conditions of Vietnam, in order to ensure the sustainable development of the Company and contribute to the sound development of the economy.
2. This Regulation stipulates the basic principles of corporate governance to protect the legitimate rights and interests of shareholders, establish standards of behavior and professional ethics of members of the Board of Directors, members of the Board of Supervisors, General Director and other executives.
3. This Regulation is also the basis for evaluating the implementation of corporate governance by the Company.
4. This Regulation applies to all shareholders, the Board of Directors, the General Director, and related individuals and entities within the Company.

Article 2: The Company's administrative Apparatus

1. General Meeting of Shareholders.
2. Board of Directors.
3. Board of Supervisors.
4. General Director.

Article 3: Principles of corporate governance

1. Ensure an effective governance structure.
2. Ensuring the interests of shareholders.
3. Ensure equitable treatment among shareholders.
4. Ensure the role of persons having interests related to the Company.
5. Transparency in the Company's operations.
6. Ensure the effective leadership of the Company by the Board of Directors.
7. Ensure compliance with applicable laws and regulations.

Article 4: Definitions and Abbreviations

1. Definition
 - a. Board of management: Including the General Director and Deputy General Directors.
 - b. Executive Board: Including the General Director, Deputy General Directors, Chief Accountant.
 - c. Related person: an individual or organization specified in Clause 23, Article 4 of the Law on Enterprises 2020 and Clause 46, Article 4 of the Law on Securities 2019
 - d. Charter: means the Charter of organization and operation of the Company.
 - e. Other terms not construed herein shall have the meanings set forth in the Charter and relevant laws.
2. Abbreviations
 - a. GMS : General Meeting of Shareholders.
 - b. BOD : Board of Directors.
 - c. GD : General Director.

CHAPTER II

GENERAL MEETING OF SHAREHOLDERS

Section 1. Competence of the General Meeting of Shareholders

Article 5. Roles, rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest competent body of the Company. The General Meeting of Shareholders must meet annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors of the Company decides to extend the Annual General Meeting of Shareholders, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting.
2. The General Meeting of Shareholders has the following rights and obligations:
 - a. Through the development orientation of the Company;

- b. To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend rate of each type of shares;
 - c. Election, dismissal and dismissal of members of the Board of Directors and the Supervisory Board;
 - d. Decide to invest or sell assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's latest consolidated financial statements;
 - e. Decision on amendments and supplements to the Company's Charter,
 - f. Approval of annual financial statements;
 - g. Decide to repurchase more than 10% of the total issued shares of each type;
 - h. Consider and handle violations of members of the Board of Directors and Supervisors causing damage to the Company and its shareholders;
 - i. Decision on reorganization and dissolution of the Company;
 - j. Decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
 - k. Approve the internal corporate governance regulations; regulations on the operation of the Board of Directors and the Supervisory Board;
 - l. Approve the list of approved auditing firms; decide on the auditing firm approved to inspect the company's operations, dismiss the independent auditor when deemed necessary;
 - m. Other rights and obligations as prescribed by law and the Charter.
3. The Annual General Meeting of Shareholders discusses and approves the following matters:
- a. The Company's annual business plan;
 - b. Annual financial statements;
 - c. The report of the Board of Directors on the corporate governance and on the performance of the Board of Directors and each member of the Board of Directors;
 - d. Report on the activities of independent member(s) of the Board of Directors and the evaluation results of each independent member's regarding the performance of the Board of Directors;
 - e. Report of the Supervisory Board on the Company's business results and on the performance of the Board of Directors and the General Director;

- f. Reports on self-assessment of performance of the Supervisory Board and Supervisors;
 - g. Dividend rate for each share of each type;
 - h. Other matters under the jurisdiction of the Company's Charter and the law.
4. Members of the Board of Directors and members of the Supervisory Board must attend the Annual General Meeting of Shareholders to answer questions of shareholders at the meeting (if any); in case of force majeure, members of the Board of Directors and members of the Supervisory Board must submit a written report to the Board of Directors and the Supervisory Board. In case the audit report on the Company's annual financial statements contains material exceptions, an adverse opinion, or a disclaimer of opinion, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above shall be responsible for attending the Company's Annual General Meeting of Shareholders.

Section 2. Order and procedures for convening and conducting the General Meeting of Shareholders to approve resolutions by voting at the General Meeting of Shareholders

Article 6. Authority to convene the General Meeting of Shareholders

1. The Board of Directors shall convene the Annual General Meeting of Shareholders and selects an appropriate venue. The meeting place of the General Meeting of Shareholders must be in the territory of Vietnam. Where the General Meeting of Shareholders is held simultaneously at multiple venues, the meeting venue shall be determined as the place where the chairperson attends the meeting.
2. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a. The Board of Directors deems it necessary for the benefit of the Company;
 - b. The remaining number of members of the Board of Directors and members of the Supervisory Board is less than the minimum number of members as prescribed by law.

- c. At the request of shareholders or groups of shareholders specified in Article 28.2 of the Charter, the convening of the General Meeting of Shareholders is requested. The request for convening the General Meeting of Shareholders must be expressed in writing, and must include the full name, contact address, and legal document number of the individual shareholders; the name, enterprise code, legal document number, head office address of an institutional shareholder; the number of shares and time of registration of shares of each shareholder, the total number of shares of the shareholder group and the ownership ratio in the total number of shares of the Company; the grounds, reasons and purposes of the meeting, with sufficient signatures of relevant shareholders or written requests made in many copies and sufficient signatures of relevant shareholders. The request for convening the meeting must be accompanied by documents and evidence about the violations of the Board of Directors, the level of the violations or decisions made ultra vires The shareholders or groups of shareholders shall bear full responsible before law for the accuracy and truthfulness of the documents and evidence provided to competent authority when requesting the convening of the General Meeting of Shareholders.
 - d. At the request of the Supervisory Board;
 - e. Other cases as prescribed by law and the Company's Charter.
3. Convening an extraordinary General Meeting of Shareholders
- a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the remaining members of the Board of Directors and members of the Supervisory Board as prescribed at Point b, Clause 2 of this Article, or receive the request specified at Points c and d, Clause 2 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate the Company for damages incurred. Particularly, in case the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members specified in the Charter, the Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the number of members is reduced by more than one-third (1/3);

- b. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point a, Clause 3 of this Article, then within the next thirty (30) days, the Supervisory Board shall replace the Board of Directors with a meeting of the General Meeting of Shareholders. In case the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Supervisory Board must compensate the Company for damages incurred.
- c. In case the Supervisory Board fails to convene the General Meeting of Shareholders as prescribed at Point b, Clause 3 of this Article, the shareholders or groups of shareholders specified at Point c, Clause 2 of this Article may represent the Company to convene the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises and the Charter.
- d. The convener of the General Meeting of Shareholders must perform the following tasks: Make a list of shareholders entitled to attend the meeting; Provide information and resolve complaints related to the list of shareholders; Prepare the agenda and contents of the meeting; Prepare documents for the meeting; Draft the resolution of the General Meeting of Shareholders according to the proposed meeting agenda; Prepare the list and detailed information of candidates in case of election of members of the Board of Directors or Supervisors; Determine the time and venue of the meeting; send notices of invitation to each shareholder entitled to attend the meeting in accordance with the Law on Enterprises; and Perform other tasks serving the meeting.
- e. All reasonable expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses does not include expenses incurred by shareholders when attending the General Meeting of Shareholders such as accommodation and travel expenses.

Article 7. Announcement on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders

- 1. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 (ten) days before the date of sending the notice of invitation to the General Meeting of Shareholders.
- 2. The Company must disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date.

3. Shareholders have the right to check, look up, extract and copy the names and contact addresses of shareholders in the list of shareholders entitled to attend the General Meeting of Shareholders; and to request the correction of false information or supplement necessary information about them in the list of shareholders entitled to attend the General Meeting of Shareholders.

Article 8. Notice of invitation to the General Meeting of Shareholders

1. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by means of ensuring that the contact address of the shareholders is reached, and published on the Company's website and disclosed to the State Securities Commission, the Stock Exchange where the company's shares are listed or registered for trading.
2. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the List of shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent, to be paid or put in a mailbox). The notice of invitation to the meeting must contain the name, address of the head office and enterprise code; names, contact addresses of shareholders, time and place of the meeting and other requirements for meeting attendees.

Article 9. Agenda and contents of the General Meeting of Shareholders

1. The convener of the General Meeting of Shareholders is responsible for preparing the agenda, contents of the General Meeting and other tasks as prescribed in Article 34 of the Company's Charter.
2. The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to the shareholders by posting them on the Company's website, and disclosed to the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading.

In case the document is not enclosed with the notice of invitation to the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents, the method of downloading the documents for shareholders to access, including:

- The meeting agenda, documents to be used in the meeting;
- The list and details of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;
- Ballot cards;
- Template for appointment of authorized representative to attend the meeting (if any);
- Draft resolutions for each issue on the meeting agenda.

Article 10. Method of registration for attendance at the General Meeting of Shareholders

1. Before the date of the General Meeting of Shareholders, shareholders may confirm their direct attendance at the General Meeting or authorize to attend the General Meeting to the Company (according to the form (if any) enclosed with the notice of invitation to the meeting or posted on the Company's website)
2. within the deadline and by the method and to the address specifically stated in the invitation notice. Before the opening of the meeting the Company must conduct shareholder registration procedures and must continue such registration until all attending shareholders entitled to attend the meeting have completed registration.
3. Shareholders or authorized representatives arriving after the opening of the meeting shall have the right to register immediately and thereafter to participate in and vote at the meeting immediately after registration. The chairperson is not obliged to suspend the meeting to allow late-arriving shareholders to register, and the validity of matters voted on before such registration shall remain unchanged.

Article 11. Authorization procedures and preparation of powers of attorney

1. Shareholders and authorized representatives of shareholders who are organizations may directly attend or authorize one or several other individuals and organizations to attend the meeting or attend the meeting through one of the forms specified in the Company's Charter.

In case a shareholder appoints more than one authorized representative, the number of shares and the number of votes of each representative must be specified. The number of persons authorized to attend and vote at the General Meeting of Shareholders of each shareholder shall comply with the provisions of the Company's Charter and the provisions of the Law on Enterprises.

2. The authorization of the representative to attend the General Meeting of Shareholders must be made in writing. The authorization document shall be made according to the form of the Company or in accordance with the provisions of civil law and must clearly state the name of the individual, the authorizing organization, the name of the individual, the authorized organization, the scope of the authorization, the duration of the authorization, the contents of the authorization and the number of authorized shares, the signature of the authorizing party, the authorized party and stamp if it is an organization (if there is a seal).
3. The person authorized to attend the General Meeting of Shareholders must present a written authorization when registering to attend the meeting before entering the meeting room. In case of re-authorization, the meeting participants must additionally produce the original or a valid copy of the original authorization document of the shareholder or the authorized representative of the shareholder being an organization.

Article 12. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents more than 50% of the total votes.
2. In case the first meeting fails to meet the conditions specified in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within thirty (30) days from the date on which the first General Meeting of Shareholders is planned. The second meeting of the General Meeting of Shareholders shall be held only when the number of shareholders attending the meeting represents 33% or more of the total votes.
3. In case the Second General Meeting is not eligible to be conducted under Clause 2 of this Article, the notice of invitation to the Third General Meeting of Shareholders must be sent within twenty (20) days from the date on which the Second General Meeting is planned. In this case, the General Meeting shall be conducted regardless of the total number of voting votes of the shareholders attending the meeting, which shall be considered valid and have the right to decide on all matters expected to be approved at the first General Meeting of Shareholders.

4. Only the General Meeting of Shareholders has the right to change the meeting agenda which has been sent together with the notice of invitation to the meeting as prescribed in Article 37 of the Company's Charter.

Article 13. Format of conducting meetings and voting at the General Meeting of Shareholders

1. When registering shareholders, the Company shall issue to each shareholder or authorized representative having voting rights a ballot card stating the registration number, the full name of the shareholder/authorized representative, and the number of voting rights of such shareholder. Voting shall be conducted by voting in favor, against, or abstaining. Ballot cards may be encoded for vote counting by computer software. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. At the meeting, cards voting in favor of a resolution shall be collected/raised first, cards voting against the resolution shall be collected/raised next, and cards abstaining shall be collected/raised last. Finally, the total number of valid and invalid votes, votes in favor, votes against, and abstentions shall be counted to determine the result..
2. The election of the Chairperson , secretary and vote counting committee of the General Meeting of Shareholders is prescribed as follows:
 - a. The Chairman of the Board of Directors presides over meetings or authorizes other members of the Board of Directors to chair meetings of the General Meeting of Shareholders convened by the Board of Directors; in case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting on the principle of majority; in case the chairperson cannot be elected, the Head of the Control Board shall direct the General Meeting of Shareholders to elect the chairperson of the meeting and the person with the highest number of votes to preside over the meeting;
 - b. In other cases, the signatories shall convene a meeting of the General Meeting of Shareholders to control the General Meeting of Shareholders to elect the chairperson of the meeting and the person with the highest number of votes to preside over the meeting;
 - c. The chairperson shall appoint one or more persons to act as secretary(ies) for recording the minutes of the General Meeting of Shareholders;

- d. The Meeting shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting.
 - e. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders right at the opening session. The program must clearly and in detail determine the time for each issue in the meeting agenda;
 - f. The chairperson has the right to take necessary and reasonable measures to conduct the meeting in a reasonable, orderly manner, in accordance with the approved program and reflecting the wishes of the majority of the participants;
 - g. The General Meeting of Shareholders discusses and votes on each issue in the content of the program.
3. The results of the vote counting are announced by the Chairman/Head of the Vote Counting Committee before the end of the meeting.
4. The convener of the General Meeting of Shareholders has the right to:
- a. Require all attendees to submit to inspections or other lawful and reasonable security measures;
 - b. Request the competent authority to maintain the order of the meeting; expel persons who do not comply with the executive authority of the presiding officer, deliberately disrupt order, prevent the normal progress of the meeting, or fail to comply with security inspection requirements from the General Meeting of Shareholders;
5. The chairperson has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting as prescribed until another time or change the meeting venue in the following cases:
- a. The meeting venue does not have enough convenient seating for all attendees;
 - b. Some participants have acts of obstructing or disrupting order, risking making the meeting not conducted fairly and legally.
 - c. The information facilities at the meeting venue do not ensure the participation of shareholders to participate, discuss and vote
- The maximum postponement period shall not exceed three days from the date the meeting is intended to open;

6. In case the chairman postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Article 13.5 above, the General Meeting of Shareholders shall elect another person from among the participants to replace the chairman to administer the meeting until the end and the validity of the votes at such meeting is not affected.

Article 14. Conditions for the Resolution of the General Meeting of Shareholders to be approved.

1. Except for the cases specified in Clause 2, Clause 3, Clause 4 of this Article, decisions of the General Meeting of Shareholders will be approved when more than 50% of the total votes of the shareholders attending and voting at the General Meeting of Shareholders approve.
2. The election of members of the Board of Directors or the Control Board must be carried out by the method of cumulative voting, whereby, each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected of the Board of Directors/Supervisory Board and such shareholder has the right to accumulate all or part of his total votes for one or several candidates. The winner of the election of a member of the Board of Directors/Supervisory Board is determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members to be elected according to the provisions of the Company's Charter. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors/Supervisory Board, a re-election will be conducted among the candidates with equal votes or selected according to the criteria specified in the Election Regulations or the Company's Charter.
3. Decisions of the General Meeting of Shareholders related to the type of shares and the total number of shares of each type; the reorganization or dissolution of the enterprise; change of business lines, professions and fields; change the organizational structure of the Company's management; investment and sale projects with a value of 35% or more of the total value of the Company's assets calculated according to the latest consolidated financial statements approved when

there are 65% or more of the total votes of shareholders attending and voting at the General Meeting of Shareholders in favor.

4. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall only be approved if they are approved by the number of preference shareholders of the same type who own 75% or more of the total preference shares of that type or are approved by the preference shareholders of the same type owning 75% or more of the total number of shares the preferential portion of that type or higher shall be approved in case of passing the resolution in the form of collecting written opinions.
5. Resolutions of the General Meeting of Shareholders passed by 100% of the total votes are legal and effective even if the order and procedures for passing such resolutions are not implemented as prescribed.

Article 15. Method of objecting to decisions of the General Meeting of Shareholders

1. Shareholders who object to the reorganization of the company or change the rights and obligations of shareholders specified in the Charter shall mark ("V" or "X") in the voting box "Against" on the voting card.
2. When the Chairman issues an order to collect the voting cards to disapprove the reorganization of the company or change the rights and obligations of the shareholders, the shareholders shall transfer the duly marked voting cards to the vote collectors.
3. Shareholders vote against the resolution on the reorganization of the company or change the rights and obligations of shareholders and the right to request the Company to repurchase their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended price of sale, and the reason for requesting the Company to repurchase. The request must be sent to the Company within 10 days from the date the General Meeting of Shareholders approves the resolution on the matters specified in this Clause.
4. The Company must repurchase shares at the request of the shareholders specified in Clause 3 of this Article at the market price within 90 days from the date of receipt of the request. In case of failure to reach an agreement on the price, the parties may request a professional price appraisal organization to determine the price. The

Company introduces at least three (03) professional valuation organizations for shareholders to choose and that choice is the final decision. Expenses incurred related to the hiring of a price appraisal organization as mentioned above shall be paid by shareholders.

5. The Company is only entitled to pay the repurchased shares to shareholders under the provisions of this Article if, immediately after paying all the repurchased shares, the Company still ensures the full payment of debts and other property obligations.

Article 16. Application of modern information technologies in attendance and expression of opinions at the General Meeting of Shareholders

1. The Company can apply modern information technology to facilitate shareholders to attend, speak and vote at the General Meeting of Shareholders.
2. Depending on the specific needs and situation, the Board of Directors has the right to organize the application of modern information technology (such as online conferences, electronic voting or other electronic forms, etc.) so that shareholders can attend, speak and vote at each General Meeting of Shareholders. The application of such modern information technology must be notified to shareholders prior to the meeting by posting the notice and application instructions on the Company's website.
3. The meeting of the General Meeting of Shareholders in the form of online conference and electronic voting shall comply with the provisions of Section 4, Chapter II of this Regulation.

Article 17. Making minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The minutes must be made in Vietnamese, may be additionally made in foreign languages and must contain the following principal contents:
 - a. Name, address of the head office, enterprise code;
 - b. Time and place of the General Meeting of Shareholders;
 - c. Agenda and contents of the meeting;
 - d. Full name of the chairman and secretary;

- e. Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- f. The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
- g. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
- h. The issues that were passed and the corresponding percentage of votes voted for approval;
- i. Full name, name and signature of the chairman and clerk.

In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the contents of the Vietnamese and foreign language minutes, the contents of the Vietnamese minutes shall apply.

- 2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
- 3. The minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registering to attend the meeting, the full text of the approved resolution and relevant documents enclosed with the notice of invitation to the meeting must be disclosed in accordance with the law on information disclosure on the securities market and kept at the Company's head office.

Article 18. Announcement of the Resolution of the General Meeting of Shareholders

The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date the resolution is passed; in case the Company has a website, the submission of the resolution may be replaced by posting it on the Company's website.

Section 3. Order and procedures for adopting resolutions of the General Meeting of Shareholders

Article 19. Adoption of resolutions by collection of written opinions

1. The General Meeting of Shareholders has the right to adopt all decisions under its competence in the form of collecting written opinions, except for the annual General Meeting of Shareholders or the following matters:
 - a. Approval of annual financial statements;
 - b. Reorganization and dissolution of the Company.
2. The competence and mode of collecting shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders shall comply with the following provisions:
 - a. The Board of Directors has the right to collect shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders when deeming it necessary for the interests of the Company and in accordance with the provisions of Clause 1 of this Article.
 - b. The Board of Directors must prepare a poll for opinions, a draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution. The Board of Directors must ensure that documents are sent and disclosed to shareholders within a reasonable time for consideration and voting and must send them at least 10 days before the deadline for receiving the opinion poll return. Requirements and methods of sending opinion polls and enclosed documents shall comply with the provisions of the Charter and the Law on Enterprises.
 - c. The opinion poll must contain the following principal contents:
 - ✓ Name, address of the head office, enterprise code;

- ✓ Purpose of collecting opinions;
 - ✓ Full name, contact address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the shareholder being an individual; name, enterprise code or establishment decision number, address of the head office of the shareholder being an organization or full name, contact address, nationality, number of citizen identity card, identity card, passport or number of other legal papers of the representative of the shareholder being an organization; the number of shares of each type and the number of votes of shareholders;
 - ✓ Issues that need to be consulted for approval of decisions;
 - ✓ The voting plan includes approving, disapproving and not having opinions on each issue for consultation;
 - ✓ The deadline for sending it to the Company or the deadline for receiving the replied opinion poll;
 - ✓ Full name, signature of the Chairman of the Board of Directors of the Company.
- d. The answered opinion poll must be signed by the shareholder who is an individual, or the legal representative or authorized representative of the shareholder being an organization and be affixed with the seal of that organization (if the organization has a seal).
- e. The poll may be sent to the Company in the following forms:
- ✓ By Post: The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote is counted;
 - ✓ By Email: The opinion poll sent to the Company via email must be kept confidential until the time of counting.
- f. The polls received by the Company after the time limit specified in the poll form or opened in the case of mailing or published before the time of counting votes in case of sending emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.
- g. The Board of Directors shall count votes and make a record of vote counting under the witness and supervision of the Supervisory Board or shareholders who are not holders of managerial positions. The vote counting record must contain the following principal contents:
- ✓ Name, address of the head office, enterprise code;

- ✓ Purpose and issues to be consulted to pass the resolution;
- ✓ The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;
- ✓ Total number of votes in approval, disapproval, and abstaining for each matter;
- ✓ Matters approved and the corresponding approval ratios;
- ✓ Full name and signature of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor.

Members of the Board of Directors, vote counters and vote counting supervisors must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

- h. The vote counting minutes and the Resolution of the General Meeting of Shareholders must be sent to shareholders within fifteen (15) days from the end of the vote counting. The sending of vote counting minutes and resolutions of the General Meeting of Shareholders is replaced by posting on the Company's website.
- i. The opinion poll that has been answered, the vote counting record, the resolution that has been passed and the relevant documents enclosed with the opinion poll must be kept at the head office of the Company.
- j. Resolutions adopted in the form of collecting shareholders' opinions in writing must be approved by the number of shareholders representing more than 50% of the total votes and have the same validity as resolutions passed at the General Meeting of Shareholders.

Section 4. Order and procedures for the General Meeting of Shareholders for approval of resolutions in the form of online conferences, electronic voting

Article 20. Explanation of related terms

- 1. Electronic media are means of operation based on electrical, electronic, digital, magnetic, wireless, optical, electromagnetic, or similar technology.

2. An online general meeting is a form of organizing a General Meeting of Shareholders using electronic means to transmit images and sounds through the internet environment, allowing shareholders in many different locations to monitor the progress of the meeting, discuss and vote on the issues of the meeting.
3. The traditional general meeting is a form of organizing a meeting at a single location, shareholders attend, discuss and vote directly at the meeting.
4. Electronic voting is the voting of shareholders through the Electronic Voting System.
5. Access account is the necessary information such as username, password and/or other identifying factors of each shareholder, which is used to log in/access to attend the online General Meeting and vote electronically.
6. The system is a synthesis of technical infrastructure to organize and operate the online meeting and electronic voting program.

Article 21. Organizing the Congress Online

1. Based on the actual situations, the Board of Directors decides to convene a general meeting in the form of an online general meeting or an online general meeting in combination with the traditional general meeting in accordance with the provisions of the Company's Charter. In case the general meeting is held online, the Board of Directors may proactively implement procedures and work to serve the online organization.
2. The convening of the General Meeting online, making a list of shareholders entitled to attend the meeting, sending invitations to meetings, disclosing information, sending meeting documents, conditions for conducting the General Meeting, conditions for approving the resolutions of the General Meeting, making minutes of the General Meeting still comply with the regulations on the organization of the traditional General Meeting.
3. Based on the specific way of organizing the online General Meeting, the Organizing Committee of the General Meeting shall send the instructions on how to register and/or confirm the status of shareholders to shareholders and/or post the general instructions on the Company's website.
4. The Board of Directors is entitled to issue necessary guidelines/regulations for the organization of the online General Meeting and electronic voting in accordance with

the requirements of the online service provider when organizing the General Meeting.

5. The Meeting shall, where necessary, approve the regulations on online meeting procedures / rules of operation at the online meeting appropriate to each online meeting.

Article 22. Rights and obligations of shareholders when attending the Online General Meeting

1. Shareholders must comply with the guidelines related to the organization of the online General Meeting and electronic voting to ensure that the organization of the online General Meeting takes place in an orderly, stable and lawful manner.
2. Shareholders must prepare and use appropriate online meeting equipment with an internet connection to ensure that the development of the online General Meeting can be monitored.
3. All electronic voting results of shareholders are considered the will of shareholders. Attending the General Meeting online and voting electronically is as valuable as attending and voting at a traditional General Meeting.
4. Shareholders are allowed to use the Access Account issued/notified/instructed by the Company or perform other methods of registration and authentication according to the Company's instructions to log in to the System, participate in the Online General Meeting and perform electronic voting for all voting rounds of the General Meeting. Shareholders shall be responsible and shall not have the right to complain when shareholders exit the System for any reason or allow others to use the Access Account or information used to authenticate their shareholders to access the System during the general meeting.
5. Shareholders are responsible for keeping their Access Account and/or other identifiers confidential to ensure that only shareholders have the right to participate in discussions, contribute opinions, and vote electronically on the System. In case shareholders authorize attending the General Meeting online or voting electronically for other individuals/organizations, shareholders and authorized persons shall be responsible for the authorization and results of electronic voting according to the granted access method.

6. Shareholders are responsible for intentionally using technology to disrupt the General Meeting of Shareholders or change the results of electronic voting.
7. In case shareholders after registering to attend the online General Meeting cannot attend continuously until the end of the program, they can vote on the contents that need to be consulted by shareholders before logging out of the System.

Article 23. Confirming shareholder status, attending and discussing at the Online General Meeting

1. Shareholders follow the guidance document to register information and confirm their shareholder status before attending the online General Meeting according to the instructions. The Organizing Committee of the General Meeting must notify the guiding documents/regulations for registration to attend the Online General Meeting, electronic voting and other necessary information to shareholders before the date of the Online General Meeting.
2. Shareholders shall discuss according to the instructions of the Chairman during the online General Meeting.
3. Shareholders can discuss at the online General Meeting in the form of online speeches or submit comments through direct connection methods under the guidance of the Organizing Committee of the General Meeting.

Article 24. Electronic Voting

1. Shareholders exercise their voting rights through electronic voting according to the Company's instructions.
2. The voting opinions recorded by the System immediately before the end of voting for each corresponding issue are valid opinions and are recorded in the vote counting results.
3. When running the meeting, the Presiding Board will announce the end of voting on the System for shareholders to exercise their rights.
4. Specific contents related to electronic voting comply with the guidance of the Organizing Committee of the Congress and/or the regulations of the online Congress/working regulations at the Online Congress.

CHAPTER III

BOARD OF DIRECTORS

Section 1. Rights, responsibilities and obligations of the Board of Directors

Article 25. Roles, rights and obligations of the Board of Directors

1. The Board of Directors is the company's management agency, which has the full right to decide and exercise the company's rights and obligations on behalf of the company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.

The rights and obligations of the Board of Directors are stipulated by law, the Company's Charter and the General Meeting of Shareholders.

2. Unless otherwise provided for by law and the Company's Charter, the Board of Directors may authorize/decentralize/assign the Chairman of the Board of Directors, the Standing Committee of the Board of Directors, agencies attached to the Board of Directors, and the General Director to exercise the powers of the Board of Directors specified in this Article.
3. The Board of Directors must report to the General Meeting of Shareholders on its activities in accordance with the provisions of Article 280 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities 2019.

Article 26. Responsibilities of members of the Board of Directors

1. Members of the Board of Directors have full rights in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant legal provisions and the Company's Charter, including the right to be provided with information and documents on the financial situation and business activities of the Company.
2. Members of the Board of Directors have obligations in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant legal provisions, the Company's Charter and other relevant internal regulations and regulations of the Company.
3. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and of units in the Company to serve the performance of their tasks. The request for information must not be interrupted, affecting the work of departments and departments in the Company.

4. Managers are required to provide timely, complete and accurate information and documents at the request of members of the Board of Directors. The order and procedures for requesting and providing information are in accordance with the provisions of the Company's Charter and other internal documents of the Company.
5. Independent members of the Board of Directors must prepare reports on the activities of the independent member(s) of the Board of Directors and on the evaluation results of each independent member regarding the operation of the Board of Directors, and shall have other rights and obligations as prescribed by law, the Charter, and the Company's Regulations .
6. An independent member of the Board of Directors must notify the Board of Directors that he or she no longer fully meets the criteria and conditions specified in this Charter and naturally ceases to be an independent member of the Board of Directors from the date on which he or she fails to fully meet the criteria and conditions. The Board of Directors must notify the case in which the independent member of the Board of Directors no longer meets all the criteria and conditions at the nearest General Meeting of Shareholders or convene a meeting of the General Meeting of Shareholders to elect additional or replacement independent members of the Board of Directors within 06 months from the date of receipt of the notice of the independent members of the relevant Board of Directors.

Section 2. Nomination, candidacy, election, removal and dismissal of members of the Board of Directors

Article 27. Term of office, number and composition of members of the Board of Directors

1. The number of members of the Board of Directors is 05 people. The term of office of a member of the Board of Directors shall not exceed five (05) years (specifically according to the resolution of the General Meeting of Shareholders) and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of the Company for no more than 02 consecutive terms.

In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new

member is elected to replace and take over the work. In case any member of the Board of Directors ends their term of office, such member shall continue to be a member of the Board of Directors until a new member is elected to replace and take over the work at the meeting of the General Meeting of Shareholders or the latest written opinion of shareholders.

The composition of the Board of Directors of the Company must ensure that at least one (01) total number of members of the Board of Directors are non-executive members, and at the same time must ensure that there is at least one (01) independent member of the Board of Directors.

Article 28. Criteria and conditions for members of the Board of Directors

1. Not being subject to enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises.
2. Have professional qualifications and experience in business administration or the Company's business lines. Members of the Board of Directors may not be shareholders of the Company.
3. A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of up to 05 other companies.
4. In case of being an independent member of the Board of Directors, in addition to the above-mentioned criteria, they must meet the criteria specified in Article 1.1. of the Company's Charter.
5. Other standards and conditions as prescribed by law.

Article 29. Methods of candidacy and nomination of persons to the position of members of the Board of Directors

1. **Nomination and candidacy for members of the Board of Directors**
 - a. Shareholders holding ordinary shares have the right to combine the number of voting rights to run for election and nominate candidates for the Board of Directors.
 - b. Shareholders or groups of shareholders holding 10% or more of the total ordinary shares have the right to nominate and nominate persons to the Board of Directors in accordance with the provisions of the Company's Charter.
 - c. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient, the incumbent Board of Directors shall recommend

more candidates or organize the nomination according to the provisions of the company's charter, the internal regulations on corporate governance and the Regulations on operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

2. Sending candidacy and nomination dossiers

Nomination dossiers, nomination of persons to the Board of Directors and submission of candidacy and nomination dossiers: comply with the Company's notice before the opening date of the General Meeting of Shareholders.

Article 30. Method of electing members of the Board of Directors

The election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and such shareholder has the right to pool all or part of his total votes to one or several candidates.

The winner of the election of members of the Board of Directors is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is reached. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with equal votes or selected according to the criteria specified in the election regulations or the Company's Charter.

The election of members of the Board of Directors must be disclosed in accordance with the law on information disclosure on the securities market.

Article 31. Removal and dismissal of members of the Board of Directors

1. A member of the Board of Directors shall be dismissed in the following cases:
 - a. Failing to meet the criteria and conditions specified in Article 47 of the Company's Charter;
 - b. Have a letter of resignation and be approved;
 - c. Other cases as prescribed in the Company's Charter and relevant laws.
2. A member of the Board of Directors may be dismissed in the following cases:

- a. Not participating in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;
- b. Other cases specified in the Company's Charter.
3. When deeming it necessary, the General Meeting of Shareholders shall decide to replace the members of the Board of Directors; dismissal or dismissal of members of the Board of Directors other than those specified in Clauses 1 and 2 of this Article.

Article 32. Notification of election, removal and dismissal of members of the Board of Directors

In case the Company organizes a meeting/collect opinions in writing of the General Meeting of Shareholders on the removal, dismissal and election of members of the Board of Directors, the notice of invitation to the meeting/written document for collecting opinions sent to shareholders must clearly state this content and at the same time enclose guiding documents on how to send the nomination dossier. candidacy; regulations on election rules so that shareholders can grasp information and conveniently implement.

The removal, dismissal and election of members of the Board of Directors and related information must be disclosed in accordance with relevant laws.

Article 33. Method of introducing candidates for membership of the Board of Directors

In case the candidates have been identified in advance, information related to the candidates of the Board of Directors shall be disclosed at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates of the Board of Directors must have a written commitment to the truthfulness, accuracy and reasonableness of personal information disclosed and must commit to perform their duties honestly, loyally, prudently and in the best interests of the Company if elected as a member of the Board of Directors.

Information related to the Board candidate announced includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Working history;

- d) Other managerial titles (including the title of the Board of Directors of other companies);
- dd) Interests related to the Company and its related parties;
- e) Other information (if any) as prescribed in the Company's Charter.

The Company shall be responsible for disclosing information about the companies in which the candidate is currently holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the Board of Directors candidate (if any).

Article 34. Election, dismissal and removal of the Chairman of the Board of Directors

1. The Board of Directors shall select from among the members of the Board to elect the Chairman of the Board of Directors and may have one or several Vice Chairmen of the Board of Directors.
2. The Chairman of the Board of Directors may be dismissed or dismissed from office under the decision of the Board of Directors. In case the Chairman of the Board of Directors resigns or is dismissed or dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the letter of resignation or from the date of such dismissal or removal.

Section 3. Remuneration and other benefits of members of the Board of Directors

Article 35. Remuneration and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and salaries to members of the Board of Directors, General Directors and other managers according to business results and efficiency.
2. Remuneration, salaries and other benefits of members of the Board of Directors shall be paid according to the following provisions:
 - a. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of

- the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting;
- b. Members of the Board of Directors are entitled to be paid for food, accommodation, travel and other reasonable expenses that they pay when performing their assigned tasks;
 - c. Members of the Board of Directors must promptly and fully report to the Board of Directors the remunerations received from subsidiaries, associated companies and other organizations;
3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax and must be expressed as a separate item in the Company's annual financial statements, which must be reported to the General Meeting of Shareholders at the annual meeting.
 4. Members of the Board of Directors who hold executive positions or members of the Board of Directors who work in subcommittees of the Board of Directors or perform other tasks that according to the Board of Directors are outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum of remuneration on a case-by-case basis. salaries, commissions, profit percentages or in other forms as decided by the Board of Directors.

Section 4. Order and procedures for organizing meetings of the Board of Directors

Article 36. Order and procedures for organizing meetings of the Board of Directors

1. Regular Meetings:
The Chairman of the Board of Directors must convene meetings of the Board of Directors. The Chairman may convene a meeting whenever he deems it necessary, but at least once every quarter.
2. Extraordinary Meetings:
The Chairman must convene a meeting of the Board of Directors, which must not be postponed without plausible reasons, when one of the following subjects so requests in writing to present the purpose of the meeting and the issues to be discussed:

- a) General Director or at least five (05) other executives
 - b) At least two members of the Board of Directors;
 - c) Supervisory Board; or independent members of the Board of Directors
 - d) Other cases (if any).
3. Meetings of the Board of Directors mentioned in Clause 2 of this Article must be convened within a maximum period of (07) seven working days after the meeting proposal is made. In case the Chairman of the Board of Directors does not accept the convening of the meeting at the request, the Chairman shall be responsible for the damage caused to the Company; the persons proposing to hold the meeting mentioned in Clause 2 of this Article may convene a meeting of the Board of Directors by themselves.
4. At the request of an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
5. The Chairman of the Board of Directors or the convener shall send notices of invitation to meetings and enclosed documents to the Controllers as for members of the Board of Directors.
- Controllers have the right to attend meetings of the Board of Directors; have the right to discuss but not vote.
6. Meeting venue:
Meetings of the Board of Directors shall be conducted at the Company's registered address or other addresses at the discretion of the Chairman of the Board of Directors and with the approval of the Board of Directors.
7. Announcements and Meeting Agenda:
The notice of the meeting of the Board of Directors must be sent to the members of the Board of Directors at least three (03) working days before the date of the meeting. In case of emergency, the notice of the meeting of the Board of Directors must be sent to the members of the Board of Directors at least one day in advance. The notice of the meeting of the Board of Directors must be made in Vietnamese and must fully notify the time, place of the meeting, agenda and contents of the issues discussed, enclosed with necessary documents on the issues to be discussed and voted on at the meeting and the voting votes of the members.

The notice of invitation to the meeting of the Board of Directors and enclosed documents may be sent by invitation, letter, telephone, e-mail, electronic means or other methods in accordance with law.

8. A meeting of the Board of Directors shall be conducted when three-fourths or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 days from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.
9. A meeting of the Board of Directors may be held in the form of an online conference between members of the Board of Directors when all or several members are in different locations provided that each member participating in the meeting can:
 - a. Listening to each other member of the Board of Directors speaking in the meeting;
 - b. Address to all other attendees simultaneously.

Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors who participates in such a meeting is deemed to be "present" at that meeting. The place of the meeting held under this regulation is the place where the most members of the Board of Directors are present, or the place where the Chairman of the meeting is present.

Decisions adopted during the online meeting are held and conducted in a formal manner, taking effect immediately at the end of the meeting. The minutes of the meeting of the Board of Directors held in the form of online conference shall be made according to the contents specified in Clause 15 of this Article.

10. In case of collecting opinions of members of the Board of Directors remotely by email or in writing: feedback by email or in writing (if replied in writing, must be signed by members of the Board of Directors) must be sent to the secretariat of the Board of Directors within 03 days from the date of receipt of documents or according to the time The deadline for requesting replies is stated in the document/email for comments. Written/email replies of members of the Board of Directors must be summarized into a vote counting record, which clearly states the contents that need to be commented on by members, and the replies include

"approve/disapprove/no opinion". The vote counting record must be signed by the Chairman of the Board of Directors and the Secretary of the Board of Directors.

The resolution in the form of collecting opinions by email/writing is adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. This Resolution has the same effect and validity as the resolution adopted at the meeting.

11. Voting Forms

Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorize other persons to attend the meeting and vote if approved by a majority of members of the Board of Directors;
- c) Attend and vote through online conferences, electronic voting, or other similar electronic forms;
- d) Send voting ballots to the meeting via mail or email. In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. Voting ballots may only be opened in the presence of all attendees.

In case of sending by email, members of the Board of Directors will send a photo/scanned copy of the voting form with all the contents from the email address registered with the Company to the email address as required by the Company, in this case, The Company must notify again that it has received such votes.

12. Voting

- a. Except for the provisions at Point b of this Clause, each member of the Board of Directors or an authorized person as prescribed in the Charter who is directly present as an individual at a meeting of the Board of Directors shall have one (01) vote.
- b. A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company. Members of the Board of Directors shall not be included in the minimum percentage

- of members present to be able to hold meetings of the Board of Directors on decisions that such members do not have the right to vote on.
- c. According to the provisions of Point b of this Clause, when an issue arises at a meeting related to the interests or voting rights of a member of the Board of Directors and such member does not voluntarily waive the voting right, the decision of the chairman shall be final, unless the nature or scope of interests of the member of the Board of Directors is related are fully disclosed.
- 13. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction entered into or proposed to be entered into with the Company and knows that he/she has an interest therein has the obligation to disclose such interest at the first meeting of the Board discussing the execution of such contract or transaction. If a member of the Board of Directors does not know that he/she and his/her related person have an interest at the time the contract or transaction is entered into with the Company, such member must disclose the relevant interests at the first meeting of the Board of Directors held after such member becomes aware that he/she has or will have an interest in the aforesaid transaction or contract.
 - 14. The Board of Directors approves decisions and issues resolutions on the basis of the majority of members of the Board of Directors attending the meeting. In case the number of votes is equal, the vote of the Chairman of the Board of Directors shall be the decisive vote.
 - 15. The minutes of the meeting of the Board of Directors shall be made in Vietnamese and may be made in English and must contain the following principal contents:
 - a. Name, address of the head office, enterprise code;
 - b. Purpose, agenda and contents of the meeting;
 - c. Time and venue of the meeting;
 - d. Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
 - e. Issues discussed and voted on at the meeting;
 - f. Summarizing the opinions of each member attending the meeting in the order of the meeting;
 - g. The voting results clearly stating members voting in favor, against, and abstaining;

- h. The issues that were approved and the corresponding voting approval ratios;
 - i. Full names and signatures of the following persons:
 - Signed by all members of the Board of Directors attending the meeting and the person taking the minutes of the meeting; or
 - The minutes shall be made in many copies and each record shall be signed by at least 01 member of the Board of Directors participating in the meeting; In this case, the minutes of the Board of Directors meeting may consist of many signatures of one or several members of the Board of Directors and these signatures shall constitute one (01) single minutes of the Board of Directors meeting; or
 - Signed by the chairperson and the person taking the minutes, except for cases where the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Directors attend the meeting and agree to approve the minutes of the meeting and have all the contents as prescribed at Point a, b, c, d, e, f, g and h, Clause 15 of this Article, this record takes effect. The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting. In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting, the person signing the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the minutes of the meeting of the Board of Directors. The chairperson and the person who records the minutes shall be personally responsible for the damage caused to the Company due to the refusal to sign the minutes of the meeting in accordance with the provisions of the Law on Enterprises, the Company's Charter and relevant laws.
16. Based on the Minutes of the meeting, the Board of Directors shall issue Resolutions/Decisions/Notices on the contents approved by the Board of Directors at the meeting. Resolutions/Decisions/Notices are sent to relevant subjects for implementation. In case the Resolution/Decision is subject to information disclosure as prescribed, the Company is responsible for disclosing information.

Article 37. Standing Committee of the Board of Directors

1. The Standing Committee of the Board of Directors means a standing body of the Board of Directors, consisting of one or several members of the Board of Directors, appointed by the Board of Directors if it deems it necessary to settle and decide on

a number of issues within its functions on behalf of the Board of Directors. duties of the Board of Directors between two meetings and/or handling of affairs and transactions according to the detailed decentralization of the Board of Directors from time to time. The Board of Directors shall designate one of the members of the Standing Committee of the Board of Directors as the Head of the Standing Committee of the Board of Directors.

2. The Standing Board of Directors works under the collective regime and takes personal responsibility. The Standing Committee Board of Directors shall decide on the tasks under its competence on the following principles:

a. Decisions of the Standing Committee Board of Directors shall be adopted by the following modes:

- Members discuss democratically at a direct meeting; or
- By collection of remote written opinions (sending letters / opinion collection documents by post or direct delivery, or through the Company's email system); or
- By recorded telephone meeting; or
- By other meeting forms in accordance with law; or
- By a combination of the above methods.

The principles of organizing direct meetings, online conferences or remote written opinions of the Standing Committee Board of Directors are applied similarly to the case of meetings of the Board of Directors as prescribed in Article 36 of this Regulation.

b. Each member has one vote. The Standing Board Committee of Directors shall decide by majority, in the event of a tie, the side supported by the affirmative vote of the Head of the Standing Committee of the Board of Directors / the member authorized by the Head of the Standing Committee of the Board of Directors to chair the meeting shall be deemed adopted.

c. Decisions of the Standing Committee of the Board of Directors adopted in the form of remote consultation in writing/email/online conference are as valid as for decisions adopted in person at the Standing Committee of the Board of Directors, provided that such meetings or opinion gathering are conducted in accordance with the provisions of these Regulations and Charter of the Company.

2. Duties and powers of the Standing Board of Directors:
 - a. On behalf of the Board of Directors, the Standing Committee Board of Directors is allowed to regularly grasp the operation of the Company, decide on matters under the assigned/decentralized/authorized competence in the Company's management and administration activities between two meetings of the Board of Directors;
 - b. Within the scope of their duties and powers, the Standing Board of Directors is entitled to make decisions and then report back to the Board of Directors on the situation and results of the implementation of resolutions/decisions of the Standing Committee Board of Directors at periodic meetings of the Board of Directors;
 - c. Standing members of the Board of Directors assigned to be in charge of each field of work shall collect information from specialized units for reporting or report together with professional units at meetings for the Standing Committee Board of Directors/Board of Directors to make decisions;
 - d. Other tasks and powers shall be prescribed by the Board of Directors from time to time.

Section 5

Person in charge of corporate governance

Article 38. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support the company's governance. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must not concurrently work for an approved auditing organization that is auditing the Company's financial statements.
3. The Board of Directors may dismiss the person in charge of corporate governance when a majority of the members of the Board of Directors attending the meeting have the right to vote in favor of and appoint a new person in charge of management to replace him.
4. The person in charge of corporate governance has the following rights and obligations:

- a. Advising the Board of Directors in organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;
 - b. Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
 - c. Advising on the procedure of meetings;
 - d. Attend meetings;
 - e. Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;
 - f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Control Board;
 - g. Supervise and report to the Board of Directors on the Company's information disclosure activities;
 - h. Acting as a point of contact with relevant stakeholders;
 - i. Confidentiality of information in accordance with the provisions of law and the Company's Charter;
 - j. Other rights and obligations as prescribed by law.
5. The decision on the appointment and dismissal of the person in charge of corporate governance must be sent to relevant individuals and departments at the Company and competent state agencies in accordance with relevant laws.

CHAPTER IV

ESTABLISHMENT AND OPERATION OF SUB-COMMITTEES OF THE BOARD OF DIRECTORS

Article 39. Establishment and operation of the subcommittee of the Board of Directors

1. The Board of Directors may set up sub-committees to be in charge of development policies, human resources, remuneration, internal audit and other areas in accordance with the requirements of the Board of Directors from time to time.

2. The General Meeting of Shareholders authorizes the Board of Directors to adjust the provisions of this Chapter to amend and supplement specific contents on the structure of the subcommittee; criteria for members of subcommittees, heads of subcommittees; responsibilities of the sub-committee and each member of that sub-committee.

CHAPTER V

SUPERVISORY BOARD

Article 40. Roles, rights and obligations of the Supervisory Board

1. The Supervisory Board supervises the Board of Directors and the General Director in the management and administration of the Company; take responsibility before the General Meeting of Shareholders in performing the assigned tasks.
2. The Supervisory Board has the rights and duties in accordance with the provisions of the Law on Enterprises 2020, the Law on Securities, the Company's Charter, the Operation Regulation of the Supervisory Board and the decision of the General Meeting of Shareholders.

Article 41. Term of office, number, composition and structure of members of the Supervisory Board

1. The Supervisory Board has 03 members, the term of office of a member of the Supervisory Board does not exceed 05 years and can be re-elected with an unlimited number of terms. The Supervisory Board must have more than half of the members permanently residing in Vietnam. In case a member of the Supervisory Board at the same time ends the term of office but the member of the Supervisory Board for the new term has not been elected, the member of the Supervisory Board whose term has expired shall continue to exercise his/her rights and perform his/her duties until the member of the Supervisory Board for the new term is elected and accepts the tasks.
2. The Head of the Supervisory Board shall be elected by the Supervisory Board from among the members of the Supervisory Board; the election, dismissal and dismissal shall be carried out on the principle of majority. The Supervisory Board must have more than half of the members permanently residing in Vietnam. The Head of the Supervisory Board must have a university diploma or higher in one of the majors of

economics, finance, accounting, auditing, law, business administration or majors related to the business activities of the enterprise.

3. Rights and obligations of the Head of the Supervisory Board:
 - a) Convene a meeting of the Supervisory Board;
 - b) Request the Board of Directors, the General Director and other executives to provide relevant information to report to the Supervisory Board;
 - c) Prepare and sign the report of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders.
4. Members of the Supervisory Board must meet the following criteria and conditions:
 - a) Not being subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
 - b) Being trained in one of the majors in economics, finance, accounting, auditing, law, business administration or majors suitable to the Company's business activities;
 - c) Not be a person who has a family relationship of a member of the Board of Directors, the General Director and other managers;
 - d) Not be a manager of the Company; not necessarily a shareholder or employee of the Company;
 - e) Not allowed to work in the accounting and finance departments of the Company;
 - f) Must not be a member or employee of an auditing organization approved to audit the Company's financial statements in the previous 03 consecutive years;
 - g) Must not be a family member of the business manager of the Company and the parent company; the representative of the capital portion of the enterprise, the representative of the state capital interest at the parent company and at the company.
 - h) Other standards and conditions as prescribed by other relevant laws and the Company's Charter.
5. Nomination and candidacy of members of the Supervisory Board:
 - a. The candidacy and nomination of members of the Supervisory Board shall be carried out in the same manner as prescribed in Article 56 of the Company's Charter.
 - b. In case the number of candidates of the Supervisory Board approved for nomination and candidacy is not sufficient, the incumbent Supervisory Board may nominate additional candidates or organize nomination according to the provisions of the company's charter, the internal regulations on corporate governance and the

Regulation on operation of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with law.

6. The election, dismissal and dismissal of members of the Supervisory Board fall under the jurisdiction of the General Meeting of Shareholders.

The voting for the election of members of the Supervisory Board must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Supervisory Board and shareholders have the right to pool all or part of their total votes to one or several candidates. The winner of the election of a member of the Supervisory Board is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is reached. In case there are 02 or more candidates with the same number of votes for the last member of the Supervisory Board, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria specified in the election regulations or the company's charter.

7. The General Meeting of Shareholders shall dismiss a member of the Supervisory Board in the following cases:
 - (a) No longer meet the criteria and conditions for being a member of the Supervisory Board as prescribed in Article 169 of the Law on Enterprises;
 - (b) Have a letter of resignation and be approved;
 - (c) Other cases are prescribed by the company's charter.
8. The General Meeting of Shareholders dismisses a member of the Supervisory Board in the following cases:
 - (a) Failing to complete assigned tasks and duties;
 - (b) Failing to exercise their rights and obligations for 06 consecutive months, except for force majeure cases;
 - (c) Repeated violations, serious violations of obligations of members of the Supervisory Board in accordance with the provisions of the Law on Enterprises and the company's Charter;

- (d) Other cases according to the resolution of the General Meeting of Shareholders.
- 9. The notification of the results of election, dismissal and dismissal of members of the Supervisory Board and other relevant information must be disclosed in accordance with the law on information disclosure on the securities market and kept at the Company's head office.
- 10. Salaries, remunerations, bonuses and other benefits of members of the Control Board shall comply with the following provisions:
 - a) Members of the Supervisory Board shall be paid salaries, remuneration, bonuses and other benefits under the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salary, remuneration, bonuses, other benefits and annual operating budget of the Supervisory Board.
 - b) Members of the Supervisory Board shall be reimbursed for meals, accommodation, travel, and the expenses of using independent consultancy services at a reasonable rate. This total remuneration and expenses must not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
 - c) Salaries and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws and must be made into separate items in the Company's annual financial statements.

CHAPTER VI

SELECTION, APPOINTMENT AND DISMISSAL OF BUSINESS EXECUTIVES

Article 42. Roles, rights and obligations of the General Director:

- 2. The General Director is the person who manage daily business of the Company; subject to the supervision of the Board of Directors and take responsibility before the Board of Directors and law for the performance of assigned rights and tasks.
- 3. The rights and obligations of the General Director are specified in Clause 3, Article 55 of the Company's Charter.

Article 43. Standards of General Directors and Other Business Executives

- 1. Standards of the General Director

The General Director of the Company must be a person who meets the criteria and conditions specified in Article 162 of the Law on Enterprises.

2. Standards of other executives

- a) Having good moral character and honesty;
- b) Have professional qualifications and a high sense of responsibility at work;
- c) Able to undertake assigned tasks, dynamic, creative, diligent in work;
- d) Have good health, have knowledge of management;
- e) Other standards and conditions as prescribed by law and internal regulations of the Company from time to time.

Article 44. Appointment, signing of labor contracts, dismissal of General Directors and executives of other enterprises

1. Appointment, signing of labor contracts, dismissal of General Directors

- a) The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person to be the General Director; sign a contract that stipulates remuneration, salary and other benefits.
- b) The term of office of the General Director shall not exceed five (05) years and may be re-appointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract.
- c) The Board of Directors may remove the General Director when approved by the majority of attending members of the Board of Directors having voting rights, or by the majority of members of the Board of Directors having voting rights in the case of collection of written opinions, and appoint a new General Director as replacement.

2. Appointment, signing of labor contracts, dismissal of other executives

- a) The Company may employ other executives as necessary, in quantity and quality in accordance with the company's management structure and practices from time to time. These executives must have the necessary diligence for the Company's activities and organizations to achieve the set objectives.
- b) Other executives are dismissed in the following cases:
 - Failure to complete the assigned duties;
 - Violation of the Company's internal rules and regulations;
 - Pursuit of personal gain;

- Submission of a resignation letter;
 - Other cases as required by work.
- c) The authority to appoint and dismiss these executives is subject to the Company's regulations on decentralization and authorization from time to time.

Article 45. Salary and other benefits of the General Director

The remuneration, salary and other benefits of the General Director shall be paid in accordance with the provisions of the Labor Contract, the Company's internal regulations and the decision of the Board of Directors. The salary of the General Director shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported at the Annual General Meeting of Shareholders.

Article 46. Notice of appointment and dismissal of business executives

The decision on the appointment and dismissal of the Executive of the enterprise must be sent to relevant individuals and departments at the Company, disclose information and send it to the competent state agency in accordance with relevant laws.

CHAPTER VII

COORDINATION BETWEEN THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE GENERAL DIRECTOR

Article 47. Coordinating activities between the Board of Directors, the Supervisory Board and the General Director in convening meetings, announcing meeting results/resolutions, asking for opinions

1. The Board of Directors may invite the General Director and members of the Supervisory Board to attend all meetings of the Board of Directors. Guests can participate in the discussion during the meeting but do not have the right to participate in voting. The order and procedures for convening meetings of the Board of Directors, notifying meeting invitations and recording minutes of meetings shall comply with the provisions of Article 36 of this Regulation. The Resolution/Decision of the Board of Directors shall be sent to the members of the

Board of Directors, the Supervisory Board and the General Director for information and implementation.

At the request of the General Director and the Control Board as prescribed in the Charter and this Regulation, the Chairman of the Board of Directors must convene a meeting of the Board of Directors.

2. At the request of a member of the Board of Directors or a member of the Control Board, the General Director must convene a meeting of the Board of management /Executive Board. The order and procedures for convening a meeting of the Board of management /Executive Board, notifying the meeting invitation, recording the minutes of the meeting shall comply with the provisions of the regulations on organization and operation of the Board of Directors or internal regulations of the Company. The decision of Board of management/Executive Board is sent to the members of the Board of Directors and members of the Supervisory Board for reporting.
3. Depending on the needs and practices in governance and administration activities, the Board of Directors is entitled to promulgate regulations on decentralization of judgment authority in executive administration to decentralize/authorize the Standing Committee of the Board of Directors, the Chairman of the Board of Directors, and the General Director to exercise a number of powers of the Board of Directors. Therefore, for matters beyond the competence of the General Director, the General Director shall make a report for approval of the Board of Directors or the level decentralized/authorized by the Board of Directors.
4. On the basis of its tasks and powers, the Board of Directors shall determine the guidelines, policies, orientations, regulations, etc. as a basis for the General Director to run business activities; at the same time, approve business operation plans and plans, reports and proposals submitted by the General Director under the consideration and decision competence of the Board of Directors.
5. The Board of Directors establishes an internal legal corridor, creating conditions and support for the CEO to complete the assigned tasks.
6. Board of management may participate in monthly briefings or other meetings of the Board of Directors.

7. The General Director is responsible for administering the affairs as prescribed in the Charter, Resolution, authorization/assignment/direction of the Board of Directors in accordance with the provisions of law. In case the General Director does not agree with the Resolution/Decision of the Board of Directors, the General Director has the right to exchange and reserve opinions but must still abide/implement the direction of the Board of Directors.

Article 48. Cases in which the General Director proposes to convene a meeting of the Board of Directors

The General Director has the right to request the Board of Directors to convene a meeting when unexpected work or information arises that may greatly affect the Company's operations or the Company's interests, including but not limited to: The Company's account at the bank is blocked or allowed to resume operation after being blocked, except for the case of blockade at the request of the Company itself; The Company has activities that are contrary to the provisions of the law; The company is suspended from business, revoked the Business Registration Certificate or Establishment and Operation License or Operation License; There is a decision to prosecute a member of the Board of Directors, Deputy General Director, Chief Accountant/Chief Financial Officer or other equivalent titles of the Company; Having a judgment or decision of the Court related to the Company's operation; There is a conclusion of the tax authority that the Company has materially violated the tax law; The Company has large losses/disputes of property losses; detecting that the Company deviated from the goals and orientations of the General Meeting of Shareholders/Board of Directors.

Article 49. Reports and self-assessment of the General Director

1. Every 06 months, annually and irregularly at the request of the Board of Directors, the General Director shall report on the review and evaluation of the performance of assigned tasks and powers as well as the implementation of resolutions and other authorization issues of the Board of Directors to the General Director.
2. The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned tasks and powers and must report to these subjects on the results of the implementation of directions and resolutions of the Chairman of the Board of Directors, the Standing Board of

Directors, the Board of Directors or when requested.

3. The General Director shall report and provide information at the request of the Board of Directors. The General Director is responsible for creating all favorable conditions for the Board of Directors to access information and reports within an appropriate period of time.
4. Method of reporting and notifying the General Director to the Board of Directors:
 - a. Direct reporting at meetings of the Board of Directors.
 - b. Written reports. In case of written reporting, the time limit for reporting and requesting replies shall be stated in the written statement of the Board of Directors.

Article 50. Coordinate control, administration and supervision activities among members of the Board of Directors, members of the Supervisory Board and the General Director according to the specific tasks of the members

1. Members of the Board of Directors, members of the Supervisory Board and the General Director will regularly exchange in their work and provide information back and forth in the spirit of cooperation, support, and facilitate the work of members in accordance with the provisions of the Company's Charter, working regulations and general action plans.
2. In case of emergency, members of the Board of Directors, members of the Supervisory Board and the General Director can immediately inform (by face-to-face, phone or email registered with the Company) to the Chairman of the Board of Directors or the General Director or all three persons for effective resolution.
3. When detecting risks that may affect the reputation or business activities of the Company, the General Director must immediately notify the Chairman of the Board of Directors and the Head of the Supervisory Board of this risk.

**CHAPTER VIII ANNUAL
ANNUAL ASSESSMENT OF MEMBERS OF THE BOARD OF DIRECTORS,
THE GENERAL DIRECTOR, THE SUPERVISORY BOARD, AND OTHER
EXECUTIVES**

Article 51. Mechanism for evaluating activities for members of the Board of Directors, members of the Supervisory Board, General Director and other executives

1. Annually, the Board of Directors, the Supervisory Board, and the Executive Board submit an activity report at the Annual General Meeting of Shareholders for the General Meeting of Shareholders for consideration and approval.
2. Based on the assigned tasks and assigned plans, annually, members of the Board of Directors, members of the Control Board, General Director and other executives must make a report on the performance of activities in the year and submit it to the competent authority for consideration, evaluation and approval.
3. The evaluation process must be objective, truthful and based on necessary criteria and in accordance with the tasks of each member.

Article 52. Methods of evaluating the activities of members of the Board of Directors, members of the Supervisory Board, General Director and other executives

1. The assessment will be carried out according to the following regulations:
Annually or irregularly, the Company will organize an evaluation of the activities of members of the Board of Directors, members of the Supervisory Board, General Director and other executives by the following methods:
 - a. Self-assessment.
 - b. Other methods are chosen by the Board of Directors/Supervisory Board/General Director from time to time.
2. The Board of Directors shall organize a meeting to evaluate the activities of members of the Board of Directors, the General Director and individuals/units under the Board of Directors.
3. The Supervisory Board will hold a meeting to evaluate the activities of the members of the Supervisory Board.
4. The General Director will conduct an evaluation of the activities of other executives, in accordance with the Company's internal regulations from time to time.

Article 53. Rewards

Members of the Board of Directors, members of the Supervisory Board, General Director and other executives with achievements in governance and administration of the Company and other assigned tasks will be considered and rewarded in accordance with the provisions of law and the Company.

1. For the Board of Directors and the Supervisory Board: the commendation and reward budget shall comply with the Resolution of the General Meeting of Shareholders of the Company. The Board of Directors/Supervisory Board shall allocate commendation and reward sources according to the evaluation results as prescribed in Article 50 of this Regulation.
2. For the General Director and other executives:
The forms of reward, specific standards on the form of commendation, order and procedures for commendation and reward will be implemented in accordance with the Company's internal regulations from time to time. Reward source: deducted from the Company's Reward Fund or other lawful sources as prescribed by the General Meeting of Shareholders/Board of Directors or the provisions of law.

Article 54. Handling of violations and discipline

1. Members of the Board of Directors, members of the Supervisory Board, General Director and other executives in the course of performing their duties who violate the provisions of law, the Company's Charter and other relevant regulations of the Company, depending on the nature, severity and consequences of the violation, will be handled in accordance with law and / or the Company's regulations.
2. The Board of Directors has the authority to decide on discipline for positions appointed by the Board of Directors. The General Director has the authority to decide on discipline for the positions appointed by the General Director.
3. Principles for handling disciplinary violations, forms of handling disciplinary violations, order and procedures for handling disciplinary violations will be implemented in accordance with the provisions of law and regulations of the Company from time to time.

CHAPTER IX

IMPLEMENTATION PROVISIONS

Article 55. Amendments and supplements to the Regulation

1. The Board of Directors is responsible for proposing amendments and supplements to this Regulation when deemed necessary to suit the Company's business activities and in accordance with current provisions of law.
In case there are provisions of law related to the Company's internal governance activities that are not mentioned in these Regulations and the Company's Charter, or where provisions in these Regulations are contrary to the current relevant laws, such legal provisions shall automatically apply and govern the Company's internal governance activities..

Article 56. Validity

1. These Regulations were amended and supplemented at the 2026 annual General Meeting of Shareholders, and the full text of these Regulations was approved to take effect under Resolution of the General Meeting of Shareholders No. 02/2026/GE/NQ-DHDCD dated 08/04/2026, and promulgated by the Chairman of the Board of Directors on behalf of the General Meeting of Shareholders.
2. In the event of any inconsistency between the provisions of the Charter and these Regulations, the provisions of the Charter shall prevail.
3. On the basis of these Regulations, the General Meeting of Shareholders authorizes the Board of Directors to issue the Company's internal regulations in line with the actual organization and operation of the Company for implementation purposes.
4. The Board of Directors, the Supervisory Board, the General Director, and relevant units and individuals shall be responsible for organizing and implementing these Regulations.

**OBO. THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

Le Ba Tho