

**HANOI NO. 6 HOUSING DEVELOPMENT AND
INVESTMENT JOINT STOCK COMPANY**

Address: 2A Floor, My Son Building, 62 Nguyen Huy Tuong Street,
Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City

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**HANOI HOUSING DEVELOPMENT AND
INVESTMENT CORPORATION**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

**HANOI NO. 6 HOUSING DEVELOPMENT AND
INVESTMENT JOINT STOCK COMPANY**
HANDICO6

Ha Noi, June 24, 2025

**REGULATIONS ON THE OPERATION OF
THE BOARD OF DIRECTORS**

Pursuant to the Law on Securities dated 26 November 2019;

Pursuant to the Law on Enterprises dated 17 June 2020;

*Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the
Government detailing the implementation of a number of articles of the Law on
Securities;*

*Pursuant to Circular No. 116/2020/TT-BTC dated 31 December 2020 of the
Minister of Finance providing guidance on corporate governance applicable to public
companies under Decree No. 155/2020/ND-CP dated 31 December 2020 of the
Government;*

*Pursuant to the Charter of Hanoi No. 6 Housing Development and Investment
Joint Stock Company;*

*Pursuant to Resolution No. 17/2025/NQ-DHDCD dated 24 June 2025 of the
Annual General Meeting of Shareholders for the fiscal year 2024;*

*The Board of Directors hereby promulgates the Regulation on the Operation of the
Board of Directors of Hanoi No. 6 Housing Development and Investment Joint Stock
Company.*

*The Regulation on the Operation of the Board of Directors includes the following
contents:*

Chapter I
GENERAL PROVISIONS

Article 1. Scope of Regulation and Subjects of Application

1. Scope of regulation: This Regulation on the Operation of the Board of Directors stipulates the organizational structure, operating principles, powers, and obligations of the Board of Directors and its members, in accordance with the Law on Enterprises, the Company's Charter, and other relevant legal regulations.

2. Subjects of application: This Regulation applies to the Board of Directors and its members.

Article 2. Operating principles of the Board of Directors

1. The Board of Directors shall operate on the principle of collective decision-making. Each member of the Board shall be personally responsible for his/her assigned

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tasks and shall be jointly responsible before the General Meeting of Shareholders and the law for the resolutions and decisions adopted by the Board of Directors regarding the development of the Company.

2. The Board of Directors shall assign the General Director to organize and administer the implementation of the Board's resolutions and decisions.

**Chapter II
MEMBER OF THE BOARD OF DIRECTOR**

Article 3. Rights and obligations of members of the Board of Directors

1. A member of the Board of Directors shall have full rights as stipulated by the Law on Securities, relevant laws, and the Company's Charter, including the right to access information and documents regarding the financial status and business operations of the Company and its subsidiaries.

2. A member of the Board of Directors shall have the obligations provided in the Company's Charter and the following responsibilities:

a) To perform their duties honestly and prudently for the utmost benefit of shareholders and the Company;

b) To attend all meetings of the Board of Directors and provide opinions on matters discussed;

c) To report promptly and fully to the Board of Directors any remuneration received from subsidiaries, associates, and other organizations;

d) To report to the Board of Directors at the nearest meeting regarding any transactions between the Company, its subsidiaries, or other entities in which the Company owns over 50% of charter capital, and the member or their related persons; or between the Company and any company in which the member has been a founding shareholder or manager within the past 03 years prior to the transaction;

đ) To disclose information as required when conducting transactions involving the Company's shares.

3. An independent member of the Board of Directors of a listed company must prepare an assessment report on the activities of the Board of Directors.

Article 4. Right to access information of members of the Board of Directors

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors, and other managers of the Company to provide information and documents on the financial status and business operations of the Company and its subsidiaries.

2. Persons responsible for providing such information must do so in a timely, full, and accurate manner as requested. The procedures for requesting and providing information shall be specified in the Company's Charter.

Article 5. Term and number of members of the Board of Directors

1. The Board of Directors consists of 05 members.

2. The term of a member of the Board of Directors shall not exceed 05 years and they may be re-elected for an unlimited number of terms. An individual may serve as an

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independent member of the Board of Directors of a company for no more than 02 consecutive terms.

3. If all members of the Board of Directors end their terms simultaneously, they shall continue to serve until new members are elected and assume their roles, unless otherwise provided in the Company's Charter.

4. The Company's Charter shall stipulate the number, rights, obligations, organizational structure, and coordination mechanism among independent members of the Board of Directors.

Article 6. Standards and conditions for members of the Board of Directors

1. A member of the Board of Directors must meet the following standards and conditions:

a) Not fall into the categories specified in Clause 2, Article 17 of the Law on Enterprises;

b) Possess professional qualifications and experience in business administration or the Company's business sector and is not required to be a shareholder of the Company;

c) May concurrently serve as a member of the board of directors of another company;

d) Meet other standards and conditions as stipulated in the Company's Charter.

2. An independent member of the Board of Directors, as specified at Point b, Clause 1, Article 137 of the Law on Enterprises, must satisfy the following criteria:

a) Not currently working for the Company, its parent company, or subsidiaries, and must not have worked for any of them for at least 03 consecutive years prior;

b) Not receiving salaries or remuneration from the Company, except for allowances as prescribed;

c) Not having a spouse, biological/adoptive parent or child, or sibling who is a major shareholder or a manager of the Company or its subsidiaries;

d) Not directly or indirectly owning 1% or more of the total voting shares of the Company;

đ) Not having served as a member of the Board of Directors or the Supervisory Board for at least the last 05 consecutive years, unless consecutively appointed for 02 terms;

e) Other criteria as defined in the Company's Charter.

3. An independent member of the Board of Directors must inform the Board when they no longer meet the required criteria and shall automatically cease to be an independent member as of that date. The Board must notify this change at the nearest General Meeting of Shareholders or convene a meeting within 06 months to elect a replacement.

Article 7. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected, dismissed, or removed from office by the Board from among its members.

2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director.

3. The Chairperson shall have the following rights and obligations:

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- a) To develop the agenda and action plans of the Board;
- b) To prepare agendas, contents, and documents for meetings; to convene, preside over, and chair the meetings of the Board;
- c) To organize the adoption of resolutions and decisions of the Board;
- d) To oversee the implementation of resolutions and decisions of the Board;
- đ) To chair meetings of the General Meeting of Shareholders;
- e) Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.

4. If the Chairperson resigns or is removed, the Board must elect a replacement within 10 days from the date of resignation or removal. In case of absence or incapacity, the Chairperson must authorize another member in writing to perform their duties. If no authorization exists or the Chairperson is deceased, missing, detained, serving a sentence, under administrative measures, evading residence, legally incapacitated, or restricted from holding office, the remaining members shall elect a new Chairperson by majority vote until a new decision is made by the Board.

5. When deemed necessary, the Board may appoint a Company Secretary. The Secretary shall have the following rights and responsibilities:

- a) To assist in organizing the General Meeting of Shareholders and Board meetings; to record minutes;
- b) To assist members of the Board in performing their assigned duties;
- c) To assist the Board in implementing corporate governance principles;
- d) To support the Company in shareholder relations, protecting shareholder rights, and complying with information disclosure and administrative procedures;
- đ) Other duties as prescribed in the Company's Charter.

Article 8. Dismissal, removal, replacement, and supplementation of members of the Board of Directors

1. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:

- a) Failing to meet the standards and conditions under Article 155 of the Law on Enterprises;
- b) Voluntary resignation approved by the General Meeting;
- c) Other cases as provided in the Company's Charter.

2. The General Meeting of Shareholders may remove a member in the following cases:

- a) Failing to participate in Board activities for 06 consecutive months, except in force majeure circumstances;
- b) Other cases as provided in the Company's Charter.

3. The General Meeting of Shareholders may decide to replace, dismiss, or remove a member of the Board of Directors even outside the cases mentioned in Clauses 1 and 2 of this Article.

4. The Board must convene a General Meeting of Shareholders to elect additional members in the following cases:

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a) If the number of members falls below one-third of that specified in the Company's Charter. In this case, the Board must convene a meeting within 60 days from the date the number fell below the threshold;

b) If the number of independent members is insufficient as required by Point b, Clause 1, Article 137 of the Law on Enterprises;

c) In other cases, the General Meeting shall elect replacements at the nearest meeting.

Article 9. Election, Dismissal, and Removal of Members of the Board of Directors

1. Shareholders or groups of shareholders holding at least 10% of the total number of ordinary shares shall have the right to nominate candidates for the Board of Directors. The nomination of candidates shall be conducted as follows:

a) Ordinary shareholders forming a group to nominate candidates to the Board of Directors must notify the other shareholders attending the General Meeting of Shareholders of their group formation prior to the opening of the meeting;

b) Pursuant to the number of members of the Board of Directors as determined by the General Meeting of Shareholders, shareholders or groups of shareholders as stated in this Clause shall have the right to nominate one or several candidates as decided by the General Meeting of Shareholders. In the event that the number of candidates nominated by the shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate, the remaining number of candidates shall be nominated by the Board of Directors and other shareholders.

2. If the number of nominated and self-nominated candidates for the Board of Directors remains insufficient as stipulated in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall nominate additional candidates or organize the nomination in accordance with the Company's Charter, the Internal Corporate Governance Regulations, and the Regulation on the Operation of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly disclosed prior to the General Meeting of Shareholders voting on the election of members of the Board of Directors in accordance with the law.

3. The election of members of the Board of Directors shall be conducted by the method of cumulative voting, whereby each shareholder shall have a total number of votes equal to the number of shares they own multiplied by the number of Board members to be elected, and the shareholder may allocate all or part of their total votes to one or several candidates. The elected members of the Board of Directors shall be those receiving the highest number of votes in descending order until the number of members as stipulated in the Company's Charter is met. In the event that two or more candidates receive the same number of votes for the final position, a re-election shall be held among those candidates, or selection shall be made according to the criteria specified in the election regulations or the Company's Charter.

4. The election, dismissal, and removal of members of the Board of Directors shall be decided by the General Meeting of Shareholders by way of voting.

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Article 10. Notification of Election, Dismissal, and Removal of Members of the Board of Directors

1. In case the candidates for the Board of Directors have been identified, the Company must disclose information related to such candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can review the candidates before voting. Candidates must provide a written commitment on the truthfulness and accuracy of the personal information disclosed and commit to performing their duties honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors. Disclosed information relating to candidates shall include:

- a) Full name, date, month, and year of birth;
- b) Professional qualifications;
- c) Employment history;
- d) Managerial positions held (including Board memberships in other companies);
- đ) Interests related to the Company and its related parties;
- e) Other information (if any) as stipulated in the Company's Charter;
- g) A public company must also disclose information on companies in which the candidate is holding a position as a member of the Board of Directors, other managerial positions, and any interests related to the candidate's company (if any).

2. Notification of the results of the election, dismissal, or removal of members of the Board of Directors shall be made in accordance with applicable regulations on information disclosure.

**Chapter III
THE BOARD OF DIRECTORS**

Article 11. Rights and duties of the Board of Directors

1. The Board of Directors is the managing body of the Company, vested with full authority, on behalf of the Company, to make decisions and exercise the rights and obligations of the Company, except for those rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and duties of the Board of Directors are stipulated by law, the Company's Charter, and the resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and duties:

- a) To decide on the Company's strategy, medium-term development plan, and annual business plan;
- b) To propose the types and total number of shares to be offered for sale for each type;
- c) To decide on the sale of unissued shares within the number of shares permitted for offering of each type; and to decide on other forms of capital raising;
- d) To determine the offering price of the Company's shares and bonds;
- đ) To decide on the repurchase of shares as prescribed in Clauses 1 and 2, Article 133 of the Law on Enterprises;



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e) To decide on investment plans and projects within the scope and limits in accordance with the law;

g) To determine market development, marketing, and technological solutions;

h) To approve contracts for purchase, sale, borrowing, lending, and other transactions with a value of 35% or more of the total asset value recorded in the latest financial statement of the Company, and other contracts or transactions under the authority of the General Meeting of Shareholders as specified in Point d, Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) To elect, dismiss, or remove the Chairperson of the Board of Directors; to appoint, dismiss, sign, or terminate contracts with the General Director and other key managerial positions as stipulated by the Company's Charter; to decide on their salary, remuneration, bonuses, and other benefits; to assign representatives to the Members' Council or the General Meeting of Shareholders of other companies, and to determine their remuneration and benefits;

k) To supervise and direct the General Director and other managers in the daily business operations of the Company;

l) To determine the organizational structure and internal management regulations of the Company, and to decide on the establishment of subsidiaries, branches, representative offices, and investment in or acquisition of shares in other enterprises;

m) To approve agendas and documents for the General Meeting of Shareholders, to convene meetings or collect written opinions for passing resolutions;

n) To submit audited annual financial statements to the General Meeting of Shareholders;

o) To propose dividend rates; to decide on the time and procedures for dividend payments or on handling losses incurred during business operations;

p) To propose the reorganization or dissolution of the Company, or to request the bankruptcy of the Company;

q) To promulgate the Regulation on the Operation of the Board of Directors, the Internal Corporate Governance Regulation after being approved by the General Meeting of Shareholders; to issue the Regulation on the operation of the Audit Committee under the Board of Directors and the Company's Information Disclosure Regulation;

r) Other rights and duties as prescribed by the Law on Enterprises, the Law on Securities, other relevant laws, and the Company's Charter.

3. The Board of Directors adopts resolutions and decisions by voting at meetings, by collecting written opinions, or by other forms as specified in the Company's Charter. Each member of the Board has one vote.

4. In case a resolution or decision of the Board of Directors is passed in violation of the law, a resolution of the General Meeting of Shareholders, or the Company's Charter and causes damage to the Company, the members who voted in favor of such resolution or decision shall be jointly and severally liable and must compensate for the loss. Members who voted against such resolution or decision shall be exempt from liability. In this case, shareholders may request the Court to suspend or annul such resolution or decision.



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Article 12. Duties and powers of the board of directors in approving and entering into contracts and transactions

1. The Board of Directors shall approve contracts or transactions with a value of less than 35% of the total asset value recorded in the most recent financial statement, or transactions that result in an aggregate value of transactions arising within 12 months from the date of the first transaction being less than 35% of the total asset value or another lower ratio or value as provided in the Company's Charter, between the Company and any of the following:

- Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and their related persons;
- Shareholders, authorized representatives of shareholders holding over 10% of the total ordinary shares of the Company, and their related persons;
- Enterprises related to the parties mentioned in Clause 2, Article 164 of the Law on Enterprises.

2. The legal representative of the Company who signs such contracts or transactions must notify the members of the Board of Directors and the Supervisory Board of the related parties involved and enclose a draft contract or principal contents of the transaction. The Board of Directors shall make a decision on whether to approve such contract or transaction within 15 days from the date of notification, unless the Company's Charter provides otherwise. Members of the Board of Directors who have related interests in the contract or transaction shall not have the right to vote.

Article 13. Responsibilities of the board of directors in convening Extraordinary General Meetings of Shareholders

1. The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following cases:

- a) The Board of Directors deems it necessary in the interests of the Company;
- b) The number of remaining members of the Board of Directors or the Supervisory Board is less than the minimum required by law;
- c) Upon request of shareholders or groups of shareholders as specified in Clause 2, Article 115 of the Law on Enterprises. The request must be made in writing, clearly stating the reasons and purposes of the meeting, and signed by all requesting shareholders, or compiled from multiple documents bearing their signatures;
- d) Upon request of the Supervisory Board;
- đ) Other cases as prescribed by law and the Company's Charter.

2. Convening the Extraordinary General Meeting of Shareholders:

The Board of Directors must convene the meeting within 30 days from the date the number of members of the Board of Directors, independent members of the Board, or members of the Supervisory Board falls below the minimum number required by the Company's Charter or upon receipt of the requests specified at Points c and d, Clause 1 of this Article.

3. The convener of the General Meeting of Shareholders shall carry out the following tasks:

- a) Prepare the list of shareholders eligible to attend the meeting;



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- b) Provide information and address complaints related to the list of shareholders;
- c) Prepare the meeting agenda and contents;
- d) Prepare the meeting documents;
- d) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; prepare the list and details of candidates in case of electing members of the Board of Directors or the Supervisory Board;
- e) Determine the time and venue of the meeting;
- g) Send meeting invitations to each eligible shareholder in accordance with the Law on Enterprises;
- h) Other tasks required for the meeting.

Article 14. Committees under the Board of Directors.

1. The Board of Directors may establish subcommittees to be in charge of development policy, human resources, compensation, internal audit, and risk management. The number of members in each subcommittee shall be decided by the Board but must include at least three members, including members of the Board and external members. Independent/non-executive members of the Board shall constitute the majority, and one of them shall be appointed as the Chairperson of the subcommittee by resolution of the Board. The operation of the subcommittee must comply with the regulations issued by the Board. A subcommittee's resolution is valid only when it is approved by the majority of attending and voting members.

2. The implementation of decisions by the Board of Directors or its subcommittees must be in compliance with current legal regulations, the Company's Charter, and the Internal Corporate Governance Regulation.

Chapter IV

MEETING OF THE BOARD OF DIRECTORS

Article 15. Meeting of the Board Of Directors

1. The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of conclusion of the Board election. This meeting shall be convened and presided over by the member receiving the highest number or proportion of votes. In the event that multiple members receive the same highest number or proportion of votes, the members shall elect one among them by majority vote to convene the meeting.

2. The Board of Directors shall convene at least once per quarter and may hold extraordinary meetings as necessary.

3. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors in the following circumstances:

- a) At the request of the Supervisory Board or an independent member of the Board of Directors;
- b) At the request of the General Director or at least five other managers;
- c) At the request of at least two members of the Board of Directors;
- d) In other cases as prescribed in the Company Charter.



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4. The requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.

5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request as stipulated in Clause 3 of this Article. If the meeting is not convened, the Chairperson shall be held liable for any damage incurred by the Company; the requesting party shall have the right to convene the meeting in place of the Chairperson.

6. The Chairperson or the person convening the meeting shall send the notice of meeting no later than 03 working days before the meeting date. The meeting notice must specify the time, location, agenda, and issues to be discussed and decided upon. It must be accompanied by meeting documents and voting ballots for members.

The meeting notice may be delivered via invitation letter, phone, fax, electronic means, or other methods stipulated in the Company Charter and must reach the registered contact address of each Board member.

7. The Chairperson or the person convening the meeting must send the meeting notice and related documents to members of the Supervisory Board in the same manner as for Board members.

Members of the Supervisory Board have the right to attend meetings of the Board of Directors and to participate in discussions but shall not vote.

8. A meeting of the Board of Directors shall be valid when at least three-fourths of the total members are present. If the number of attendees does not meet this requirement, the meeting may be reconvened within 07 days from the initial intended meeting date. In this case, the meeting shall be valid if more than half of the Board members are present.

9. A Board member shall be deemed present and voting at the meeting in the following cases:

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote as stipulated in Clause 11 of this Article;
- c) Attending and voting via video conference, electronic voting, or other electronic forms;
- d) Sending a written vote via mail, fax, or email.

10. In the case of postal voting, the voting ballot must be enclosed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than 01 hour prior to the opening of the meeting. The envelope shall be opened in the presence of all attendees.

11. Members must attend all Board meetings. A member may authorize another person to attend and vote if approved by the majority of the Board members.

12. Resolutions and decisions of the Board of Directors shall be passed by majority vote of the members present; in case of a tie, the final decision shall rest with the Chairperson of the Board of Directors.

Article 17. Minutes of Meetings of the Board of Directors

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1. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, video-recorded, or stored in other electronic formats. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and shall include the following main contents:

- a) Name, address of the head office, and enterprise registration number;
- b) Date, time, and location of the meeting;
- c) Purpose, agenda, and content of the meeting;
- d) Full names of each attending member or proxy, and the mode of attendance; full names of members not attending and the reasons therefor;
- đ) Matters discussed and voted on at the meeting;
- e) Summary of opinions expressed by each attending member in the order of discussion;
- g) Voting results, specifying the names of members who voted in favor, against, or abstained;
- h) Matters adopted and the corresponding voting ratios;
- i) Full names and signatures of the chairperson and the recorder, except as provided in Clause 2 of this Article.

2. In the event that the chairperson and the recorder refuse to sign the minutes, but all other members of the Board of Directors attending the meeting sign the minutes and the contents comply fully with the provisions of points a, b, c, d, đ, e, g, and h of Clause 1 of this Article, the minutes shall remain valid.

3. The chairperson, the recorder, and all signatories of the minutes shall be held responsible for the accuracy and truthfulness of the contents of the minutes of the Board of Directors' meeting.

4. The minutes of the Board of Directors' meeting and all documents used during the meeting must be retained at the Company's head office.

5. Minutes prepared in both Vietnamese and a foreign language shall have equal legal validity. In the event of any discrepancy between the contents of the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

**Chapter V
REPORTING AND DISCLOSURE OF INTERESTS**

Article 18. Annual reporting obligations

1. At the end of each fiscal year, the Board of Directors shall submit the following reports to the General Meeting of Shareholders:

- a) The Company's business performance report;
- b) The financial statements;
- c) The report on the evaluation of the management and administration of the Company;
- d) The appraisal report of the Supervisory Board.

2. The reports specified in Points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for appraisal no later than 30 days prior to the

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opening date of the annual General Meeting of Shareholders, unless otherwise provided for in the Company's Charter.

3. The reports referred to in Clauses 1 and 2 of this Article, the appraisal report of the Supervisory Board, and the audit report must be kept at the Company's head office no later than 10 days prior to the opening date of the annual General Meeting of Shareholders, unless a longer time limit is stipulated in the Company's Charter. Shareholders who have continuously held shares of the Company for at least one year shall be entitled to directly review these reports, either personally or together with a licensed lawyer, accountant, or auditor.

Article 19. Remuneration, bonus, and other benefits of members of the Board of Directors

1. The Company is entitled to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.

2. Members of the Board of Directors are entitled to receive work-based remuneration and bonuses. Work-based remuneration shall be calculated based on the number of working days required to fulfill the duties of each member and the daily remuneration rate. The Board of Directors shall determine the remuneration for each member based on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the regulations on corporate income tax, shall be presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Members of the Board of Directors who concurrently hold executive positions, participate in committees of the Board of Directors, or perform tasks beyond the usual duties of a board member may be paid additional remuneration in the form of a lump-sum payment per engagement, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors shall be entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in the performance of their duties as board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

6. Members of the Board of Directors may be covered under liability insurance purchased by the Company upon approval of the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of law or the Company's Charter.

Article 20. Disclosure of Related Interests

The disclosure of interests and related persons of the Company shall be carried out as follows:

1. Members of the Board of Directors must declare to the Company their relevant interests, including:

**HANOI NO. 6 HOUSING DEVELOPMENT AND
INVESTMENT JOINT STOCK COMPANY**

Address: 2A Floor, My Son Building, 62 Nguyen Huy Tuong Street,
Thanh Xuan Trung Ward, Thanh Xuan District, Hanoi City

TEL: (84-24) 62591706 - Website: www.Handico6.com.vn - Email: Handico6@gmail.com

a) The name, enterprise code, head office address, and business lines of any enterprise in which they own contributed capital or shares, as well as the ownership ratio and time of ownership of such capital or shares;

b) The name, enterprise code, head office address, and business lines of any enterprise in which their related persons jointly or separately own over 10% of the charter capital.

2. The declaration specified in Clause 1 of this Article must be made within 07 working days from the date the related interest arises; any amendment or supplement to the declaration must also be notified to the Company within 07 working days from the date of such amendment or supplement.

3. If a member of the Board of Directors conducts business on their own behalf or on behalf of another party in any form within the Company's line of business, they must explain the nature and content of such business activity to the Board of Directors and may only proceed upon the approval of the majority of the remaining board members. If such activities are conducted without disclosure or approval of the Board of Directors, all income generated from such activities shall belong to the Company.

Chapter VI

RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 21. Relationship among Members of the Board of Directors

1. The relationship among members of the Board of Directors shall be one of coordination. Members are responsible for sharing relevant information with each other in the course of handling their assigned duties.

2. While performing their assigned tasks, the member in charge shall proactively coordinate with other members of the Board of Directors if any issue arises that falls within the scope of responsibility of such other members. In case of differing opinions among the members, the responsible member shall report the matter to the Chairperson of the Board of Directors for consideration and decision within their authority, or request a meeting or collect opinions from members of the Board in accordance with the provisions of the law, the Company's Charter, and this Regulation.

3. In case of reassignment of duties among members of the Board of Directors, relevant members shall hand over all related tasks, records, and documents. The handover must be documented in writing and reported to the Chairperson of the Board of Directors.

Article 22. Relationship with the Executive Management

In its governance role, the Board of Directors shall issue resolutions for implementation by the General Director and the executive apparatus. At the same time, the Board of Directors shall oversee and monitor the implementation of such resolutions.

Article 23. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board shall be one of coordination. The working relationship between the two bodies shall be based on the principles of equality and independence, while also ensuring close cooperation and mutual support in the performance of their respective duties.

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2. Upon receiving inspection reports or consolidated reports from the Supervisory Board, the Board of Directors shall study the findings and direct the relevant departments to develop plans and promptly take corrective actions.

**Chapter VII
IMPLEMENTING PROVISIONS**

Article 24. Effectiveness

This Regulation on the Operation of the Board of Directors of Hanoi No. 6 Housing Development and Investment Joint Stock Company consists of 7 Chapters and 24 Articles, and takes effect as from June 24, 2025.

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

(Signed, full name and seal)



CHỦ TỊCH HĐQT
Lê Quốc Bình