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REGULATIONS
ON CORPORATE GOVERNANCE
OF LILAMA 18 JOINT STOCK COMPANY

*(Issued pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders
of Lilama 18 Joint Stock Company)*

Ho Chi Minh City, April 25, 2026

REGULATIONS ON CORPORATE GOVERNANCE OF LILAMA 18 JOINT STOCK COMPANY

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments and supplements;
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments and supplements;
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities;
- Decree No. 245/2025/NĐ-CP of the government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities dated September 11, 2025;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Company Charter of Lilama 18 Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. –..., dated April 25, 2026.

The Board of Directors issues the Regulations on corporate governance of Lilama 18 Joint Stock Company.

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CHAPTER 1 – GENERAL PROVISIONS

Article 1. Scope and subjects of application

1. Scope: These regulations are developed in accordance with Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance, stipulating the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the sequence and procedures for the General Meeting of Shareholders; nomination, candidacy, election, removal, and dismissal of members of the Board of Directors, the Board of Supervisors, the General Director, and other activities as prescribed by the Company Charter and other current legal regulations.

2. Subjects of application: These regulations apply to members of the Board of Directors, the Board of Supervisors, the General Director, and related persons mentioned in these regulations.

Article 2. Interpretation of terms and abbreviations

1. A non-executive member of the Board of Directors is a member of the Board of Directors who is not the General Director, Deputy General Director, Chief Accountant, or other executives as prescribed by the Company Charter.

An independent member of the Board of Directors (hereinafter referred to as an independent member) is a member as prescribed in Clause 2, Article 155 of the Law on Enterprises.

2. Company: Lilama 18 Joint Stock Company

3. BOD: The Board of Directors

4. Candidacy: Self-nomination

5. BOS: The Board of Supervisors

6. VSD: Vietnam Securities Depository and Clearing Corporation

7. Delegate: Shareholder, representative (person authorized by a shareholder)

8. Person in charge of Corporate Governance: A person with responsibilities and powers as prescribed in Article 281 of Decree 155/2020/ND-CP.

CHAPTER 2 – GENERAL MEETING OF SHAREHOLDERS

I. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS TO PASS RESOLUTIONS BY VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

Section 1. Role, rights, and obligations of the General Meeting of Shareholders

The role, rights, and obligations of the General Meeting of Shareholders are prescribed in Article 138 of the Law on Enterprises No. 59/2020/QH14, the Law on Securities No. 54/2019/QH14, and Articles 13 and 14 of the Company Charter.

Section 2. Regulations on the sequence and procedures for convening and voting at the General Meeting of Shareholders

Article 3. Authority to convene the General Meeting of Shareholders

(Pursuant to the provisions of Article 13 of the Company Charter)

1. *Authority to convene the Annual General Meeting of Shareholders: The General Meeting of Shareholders shall meet annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the meeting of the General Meeting of Shareholders in necessary cases, but not exceeding six (06) months from the end of the fiscal year.*

2. *Authority to convene an Extraordinary General Meeting of Shareholders:*

- a. The Board of Directors shall convene the General Meeting of Shareholders within sixty (60) days from the date the number of remaining members of the Board of Directors or supervisors is as prescribed in Point b, Clause 3, Article 13 of the Company Charter or upon receiving a request as prescribed in Point c and Point d, Clause 3, Article 13 of the Company Charter;

The Board of Directors shall notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent member of the Board of Directors within 06 months from the date of receiving the notification from the relevant independent member of the Board of Directors;

- b. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4, Article 13 of the Company Charter, within the next thirty (30) days, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;
- c. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 4, Article 13 of the Company Charter, the shareholder or group of shareholders as prescribed in Point c, Clause 3, Article 13 of the Company Charter shall have the right to request the Company's representative to convene the General Meeting of Shareholders as prescribed by the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the sequence and procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

- d. Procedures for organizing the General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises.

Article 4. Personnel of the General Meeting of Shareholders

(Pursuant to the provisions of Article 146 of the Law on Enterprises No. 59/2020/QH14; Clause 2, Article 19 of the Company Charter)

1. Chairperson and Presidium:

- a. The Chairman of the Board of Directors shall act as the chairperson or authorize another member of the Board of Directors to act as the chairperson of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to act as the chairperson of the meeting by majority principle. In case a chairperson cannot be elected, the Head of the Board of Supervisors shall preside so that the General Meeting of Shareholders elects the chairperson of the meeting from among the attendees, and the person with the highest number of votes shall act as the chairperson of the meeting;
- b. Except for the case prescribed in Point a of this Clause, the person who signed the convocation of the General Meeting of Shareholders shall preside so that the General Meeting of Shareholders elects the chairperson of the meeting, and the person with the highest number of votes shall act as the chairperson of the meeting;
- c. The chairperson has the right to take necessary measures to conduct the meeting in a reasonable, orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of attendees.
- d. The chairperson of the General Meeting of Shareholders has the following rights:
- To require all attendees to be subject to inspection or other lawful and reasonable security measures;
 - To request competent authorities to maintain order at the meeting; to expel from the General Meeting of Shareholders those who do not comply with the chairperson's right to preside, intentionally cause disorder, hinder the normal progress of the meeting, or do not comply with security inspection requirements.
- e. The chairperson has the right to postpone the General Meeting of Shareholders that has a sufficient number of registered attendees for a maximum of 03 working days from the intended opening date and may only postpone the meeting or change the meeting venue in the following cases:
- The meeting venue does not have sufficient seating for all attendees;
 - Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;

- There are attendees who obstruct or disrupt the order, posing a risk that the meeting will not be conducted fairly and legally.
- f. Other rights and obligations of the Chairperson as prescribed by current law.
- g. The Presidium consists of 01 Chairperson and other members.
- h. Duties of the Presidium:
 - To conduct the activities of the General Meeting of Shareholders of the Company according to the expected agenda of the Board of Directors that has been approved by the General Meeting of Shareholders;
 - To guide delegates and the General Meeting in discussing the contents included in the agenda;
 - To present drafts and conclude necessary matters for the General Meeting to vote on;
 - To respond to issues requested by the General Meeting;
 - To resolve issues arising throughout the General Meeting.
- i. Working principles of the Presidium: The Presidium works on the principle of collective leadership, democratic centralism, and decision-making by majority.

2. Meeting Secretary:

- a. The Chairperson/Board of Directors shall appoint one or more persons to act as the meeting secretary;
- b. Duties of the Meeting Secretary:
 - To record the contents of the General Meeting fully and truthfully;
 - To receive registration forms for speeches from shareholders/delegates;
 - To prepare the minutes of the meeting and draft the Resolution of the General Meeting of Shareholders;
 - To assist the Chairperson in disclosing information related to the General Meeting of Shareholders and notifying shareholders in accordance with the law and the Company Charter;
 - Other duties as requested by the Chairperson.

3. Vote Counting Committee:

- a. The General Meeting of Shareholders shall elect one or more persons to the vote counting committee at the proposal of the meeting chairperson;
- b. Duties of the Vote Counting Committee:
 - To disseminate the principles, regulations, and instructions on voting methods.
 - To count and record ballots, prepare the vote counting minutes, and announce the results; to transfer the minutes to the Chairperson for approval of the voting results.
 - To promptly notify the secretary of the voting results.

- To review and report to the General Meeting on cases of violations of voting regulations or complaints regarding voting results.

4. Shareholder/Delegate Qualification Verification Committee:

- a. The Chairperson shall appoint one or more persons to the Shareholder/Delegate Qualification Verification Committee to serve the meeting. The General Meeting's qualification verification committee consists of 01 Head of the Committee and other members.
- b. Duties of the Shareholder/Delegate Verification Committee:
 - To verify the qualifications and status of shareholders and shareholder representatives attending the meeting.
 - The Head of the Qualification Verification Committee shall report to the General Meeting of Shareholders on the status of shareholders attending the meeting. If the meeting has a sufficient number of shareholders and authorized representatives representing over 50% of the total voting shares, the General Meeting of Shareholders of the Company shall be convened.
 - To participate in counting votes for other matters before the establishment of the Vote Counting Committee.

Article 5. To prepare the list of shareholders entitled to attend the meeting and announce the closing of the list of shareholders entitled to attend the General Meeting of Shareholders

(Pursuant to the provisions of Point a, Clause 2, Article 17 of the Company Charter; Regulations on the exercise of rights of the Vietnam Securities Depository and Clearing Corporation)

1. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date.
2. The Company shall carry out the procedures for preparing the shareholder list and related procedures in accordance with the Regulations on the exercise of rights of the Vietnam Securities Depository and Clearing Corporation.

Article 6. Notice of convening the General Meeting of Shareholders

(Pursuant to the provisions of Article 143 of the Law on Enterprises No. 59/2020/QH14)

1. The person convening the General Meeting of Shareholders must send a meeting invitation to all shareholders on the list of shareholders entitled to attend at least 21 days before the opening date, unless the Company Charter provides for a longer period. The meeting invitation must include the name, address of the head office, enterprise code; name and contact address of the shareholder, time, location of the meeting, and other requirements for attendees.

2. The meeting invitation shall be sent by a method that ensures it reaches the shareholder's contact address and be posted on the company's website; if the company deems it necessary, it shall be published in a central or local daily newspaper in accordance with the Company Charter.
3. The meeting invitation must be accompanied by the following documents:
 - a. Meeting agenda, documents used in the meeting, and draft resolutions for each matter in the meeting agenda;
 - b. Voting ballots/election ballots.
4. In case the company has a website, the sending of meeting documents accompanying the meeting invitation as prescribed in Clause 3 of this Article may be replaced by posting them on the company's website. In this case, the meeting invitation must clearly state the location and method for downloading the documents.

Article 7. Agenda and content of the General Meeting of Shareholders

(Pursuant to the provisions of Article 17 of the Company Charter)

1. The General Meeting of Shareholders shall be convened in the cases prescribed in Article 3 of these Regulations.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a. To prepare the list of shareholders eligible to participate and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the invitation to the General Meeting of Shareholders. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date. The sequence and procedures shall be carried out in accordance with the provisions of Article 6 of these Regulations;
 - b. To prepare the agenda and content of the meeting;
 - c. To prepare documents for the meeting;
 - d. To draft the Resolution of the General Meeting of Shareholders according to the expected content of the meeting;
 - e. To determine the time and location for holding the meeting;
 - f. To notify and send the invitation for the General Meeting of Shareholders to all shareholders entitled to attend;
 - g. Other tasks to serve the meeting.
3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholder's contact address, and simultaneously disclosed on the website of the Company, The State Securities Commission, and The Stock

Exchange where the Company's shares are listed. The person convening the General Meeting of Shareholders must send the meeting invitation to all shareholders on the list of shareholders entitled to attend at least 21 days before the meeting opening date (calculated from the date the notice is validly sent or forwarded). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case documents are not sent with the meeting invitation, the meeting invitation must clearly state the link to all meeting documents so that shareholders can access them, including:

- a. Meeting agenda and documents used in the meeting;
- b. List and detailed information of candidates in case of electing members of the Board of Directors and members of the Board of Supervisors;
- c. Voting/election ballots;
- d. Draft resolutions for each matter in the meeting agenda.

4. A shareholder or group of shareholders as prescribed in Clause 2, Article 11 of the Company Charter has the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name, quantity of each type of share held, contact address, nationality, ID card number, Citizen ID card, Passport, or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for institutional shareholders; quantity and type of shares held by that shareholder, and the matter proposed to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to refuse the proposal prescribed in Clause 4 of this Article if it falls into one of the following cases:

- a. The proposal is sent not in accordance with the provisions of Clause 4 of this Article;
- b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of common shares or more as prescribed in Clause 2, Article 11 of the Company Charter;
- c. The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d. Other cases as prescribed by law and the Company Charter.

6. The person convening the General Meeting of Shareholders must accept and include the proposal prescribed in Clause 4 of this Article in the expected agenda and content of the meeting, except in the cases prescribed in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 8. Methods of registration and authorization to attend the General Meeting of Shareholders

(Pursuant to the provisions of Article 144 of the Law on Enterprises No. 59/2020/QH14; Article 15 of the Company Charter; Clauses 1, 2, 5, Article 19 of the Company Charter)

1. Methods of registration to attend the General Meeting of Shareholders before the opening date of the General Meeting of Shareholders:
 - a. The method for registering to attend the General Meeting of Shareholders is specified in the Notice of the General Meeting of Shareholders, including contacting the Company or sending the Registration Form for attending the Meeting (attached to the Notice of the General Meeting of Shareholders sent to shareholders) to the Company.
 - b. Shareholders shall choose the method of registration to attend the General Meeting of Shareholders as stated in the notice, including:
 - Attending and voting/electing directly at the meeting;
 - Authorizing another representative to attend and vote/elect at the meeting and complying with the provisions of Clause 2 of this Article; (In case more than one representative is appointed, the specific number of shares and the number of votes/ballots authorized for each representative must be specified).
 - Attending and voting/electing via online conference, electronic voting, or other electronic means;
 - Sending voting ballots/election ballots to the meeting via post, fax, or email;
 - Other methods of registering to attend the General Meeting of Shareholders in accordance with the provisions of the Law.
 - The Company shall make maximum efforts to apply modern information technologies so that shareholders can attend and express their opinions at the General Meeting of Shareholders in the best possible way, including guiding shareholders to vote via online General Meeting of Shareholders, electronic voting, or other electronic means in accordance with the provisions of Article 144 of the Law on Enterprises and the Company Charter.
2. Regulations on authorization to attend the meeting
 - a. Shareholders and authorized representatives of shareholders shall perform authorization in accordance with the provisions of Article 15 of the Company Charter;
 - b. The authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders as prescribed in Point a, Clause 2 of this Article must be made in writing. The power of attorney shall be prepared in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, the term of authorization, and the signatures of the authorizing party and the authorized party.

The authorized person attending the General Meeting of Shareholders must submit the power of attorney when registering to attend the meeting. In case of re-authorization, the attendee must present the original power of attorney of the shareholder or the authorized representative of the corporate shareholder (if not previously registered with the Company).

- c. The voting ballot/election ballot of the authorized person attending the meeting within the scope of authorization shall remain valid even if one of the following cases occurs:
- The authorizing person is deceased, has limited civil act capacity, or has lost civil act capacity;
 - The authorizing person has revoked the appointment of authorization;
 - The authorizing person has revoked the authority of the person performing the authorization.
 - This provision shall not apply in case the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

3. Method of registering to attend the General Meeting of Shareholders and checking delegate status on the day of the General Meeting of Shareholders

Before opening the meeting, the Company shall conduct shareholder registration procedures and shall continue registration until all shareholders entitled to attend have registered, following this sequence:

- a. When conducting shareholder registration, the Company shall issue to each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot, on which the registration number, full name of the shareholder, full name of the authorized representative, and the number of votes/ballots of that shareholder are recorded. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, or abstaining. The vote counting results shall be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting. The Meeting shall elect persons responsible for counting or supervising the vote counting as proposed by the Chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the meeting Chairperson;
- b. Shareholders, authorized representatives of corporate shareholders, or authorized persons arriving after the meeting has opened have the right to register immediately and then have the right to participate and vote/elect at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of matters already voted/elected previously shall not change.

Article 9. Conditions for conducting the General Meeting of Shareholders

(Pursuant to the provisions of Article 18 of the Company Charter)

1. The General Meeting of Shareholders shall be conducted when the number of shareholders attending represents over 50% of the total shares with voting rights.
2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the notice for the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the number of shareholders attending represents 33% or more of the total shares with voting rights.
3. In case the second meeting does not meet the conditions for conduct as prescribed in Clause 2 of this Article, the notice for the third meeting shall be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of votes of the shareholders attending.

Article 10. Method of passing Resolutions of the General Meeting of Shareholders

(Pursuant to the provisions of Article 147 of the Law on Enterprises No. 59/2020/QH14; Article 21 of the Company Charter)

The General Meeting of Shareholders shall pass resolutions within its authority by voting at the meeting, collecting written opinions, and other forms as prescribed by current law.

Article 11. Matters passed at the General Meeting of Shareholders

(Pursuant to the provisions of Article 167 of the Law on Enterprises No. 59/2020/QH14; Article 14 of the Company Charter)

- a) Approving the Company's development orientation;
- b) Considering and handling violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
- c) Approving the list of approved auditing firms; deciding on the approved auditing firm to inspect the Company's operations, and dismissing the approved auditor when deemed necessary;
- d) The Company's annual business plan;
- e) Audited annual financial statements;
- f) Report of the Board of Directors on the governance and performance results of the Board of Directors and each member of the Board of Directors;
- g) Report of the Board of Supervisors on the Company's business results and the performance results of the Board of Directors and the General Director;
- h) Self-assessment report on the performance results of the Board of Supervisors and members of the Board of Supervisors;
- i) Dividend rate for each share of each type;

- j) Number of members of the Board of Directors and the Board of Supervisors;
- k) Election, removal, and dismissal of members of the Board of Directors and members of the Board of Supervisors;
- l) Deciding on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
- m) Supplementing and amending the Company Charter;
- n) Types of shares and the number of new shares issued for each type of share and the transfer of shares by founding members within the first 03 years from the date of establishment;
- o) Division, separation, consolidation, merger, or conversion of the Company;
- p) Reorganization and dissolution (liquidation) of the Company and appointment of the liquidator;
- q) Deciding on the investment or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- r) Deciding on the repurchase of over 10% of the total sold shares of each type;
- s) The Company entering into contracts or transactions with subjects specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total asset value of the Company recorded in the most recent financial statements;
- t) Approving transactions specified in Clause 4, Article 293 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities;
- u) Approving, supplementing, and amending the Regulations on corporate governance, the Regulations on the operation of the Board of Directors, and the Regulations on the Operation of the Board of Supervisors;
- v) Other matters as prescribed by law and the Company Charter.

Article 12. Voting on matters at the meeting

(Pursuant to the provisions of the Working Regulations; Regulations on election at the General Meeting of Shareholders)

1. General principles

- a. All matters in the agenda and content of the meeting of the General Meeting of Shareholders must be discussed and voted on publicly by the General Meeting of Shareholders.
- b. Voting cards, voting ballots, and election ballots shall be printed by the Company, stamped with the company seal, and sent directly to delegates at the meeting (attached to the set of documents for attending the General Meeting of Shareholders). Each delegate shall be issued a Voting card, Voting ballot, and Election ballot. The Voting

card, Voting ballot, and Election ballot shall clearly state the delegate code, full name, number of shares owned, and authorized voting shares of that delegate.

2. Regulations on the validity of voting ballots and election ballots

a. Voting ballot

- **Calid voting ballot:** is a ballot according to the pre-printed template issued by the Organizing Committee, without erasures, scraping, tearing, damage, etc., without writing any content other than what is prescribed for this ballot, and must have a signature, and under the signature, there must be the full handwritten name of the attending delegate, and it must be sent to the Vote Counting Committee before the time of unsealing the ballot box.

On the ballot, the voting content is valid when the delegate marks one (01) of the three (03) voting squares.

- **Invalid ballot:**

- Content does not comply with the regulations of a valid ballot

b. Election ballot

- **Valid election ballot:** is a ballot according to the pre-printed form issued by the organizing committee, without erasures, scraping, or modifications, and without writing any content other than what is prescribed for the election ballot; it must be signed, clearly state the full name of the attending delegate, and be sent to the Vote Counting Committee before the ballot box is unsealed.

- **Invalid election ballot:**

- Content does not comply with the regulations of a valid election ballot
 - The ballot has a total number of votes for candidates of a shareholder or representative that exceeds the total number of votes allowed to be cast;
 - Other regulations according to the Election Regulations.

Article 13. Method of voting

(Pursuant to the regulations in the Working Regulations of the General Meeting of Shareholders)

1. General principles

- The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by raising cards, direct voting, electronic voting, or other electronic forms.
- Delegates shall vote to Approve, Disapprove, or Abstain on an issue put to a vote at the Meeting by raising their Voting Card or filling in the options on the Ballot.

2. Forms of voting

- a. Voting by voting card: When voting by raising the Voting Card, the front of the Voting Card must be raised facing the Presidium. In case a delegate does not raise the Voting Card during all three votes of Approve, Disapprove, or Abstain for an issue, it shall be considered as voting to approve that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approve, Disapprove, or Abstain for an issue, it shall be considered an invalid vote. For the voting form by raising a Voting Card, a member of the Delegate Eligibility Verification Committee/Vote Counting Committee shall mark the delegate code and the corresponding number of voting shares of each shareholder for Approve, Disapprove, Abstain, and Invalid.
- b. Voting by ballot: When voting by filling in a Ballot, for each content, the delegate shall choose one of the three options "Approve", "Disapprove", "Abstain" pre-printed on the Ballot by marking "x" or "v" in the chosen box. After completing all contents requiring a vote at the Meeting, the delegate shall send the Ballot to the sealed ballot box at the Meeting according to the instructions of the Vote Counting Committee. The Ballot must be signed and clearly state the full name of the delegate.
- c. Electronic voting is similar to the regulations in Article 31 of these Regulations.

Article 14. Method of election voting

(Pursuant to the regulations in the Election regulations at the General Meeting of Shareholders)

1. General principles

- Comply strictly with the provisions of the law and the Company Charter;
- Members of the vote counting committee must not be named in the list of nominations or self-nominations for the Board of Directors and the Board of Supervisors.

2. Forms of election voting

a. Election by cumulative voting method

- Accordingly, each delegate has a total number of voting shares corresponding to the total number of shares owned or represented multiplied by the number of members to be elected;
- Attending delegates have the right to accumulate their total number of voting shares for one or more candidates;
- In case additional candidates arise on the day of the meeting, delegates may contact the Vote Counting Committee to request a new election ballot and must submit the old ballot (before dropping it into the ballot box);
- In case of a mistaken choice, the delegate shall contact the Vote Counting Committee to be issued a new election ballot and must submit the old ballot;
- How to fill out the election ballot: Each delegate is issued election ballots. The method of filling out the election ballot is guided specifically as follows:

- + If accumulating the entire number of votes for one or more candidates, the delegate shall mark the "Cumulative voting" box of the corresponding candidates;
- + If voting an unequal number of votes for multiple candidates, the delegate shall clearly write the number of votes in the "Number of votes" box of the corresponding candidates;
- + Other content according to the regulations in the election regulations.

Note: In case a delegate marks the "Cumulative voting" box and also writes the quantity in the "Number of votes" box, the result shall be taken according to the quantity in the "Number of votes" box.

- Principle of election:

- + The elected person is determined according to the number of votes received from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.
- + In case there are two (02) or more candidates with the same number of votes for the final member, a re-election will be conducted among the candidates with the same number of votes.
- + If the result of the first election is not sufficient for the required number, the election will be conducted until the required number of members is reached.

b. Election by voting method: Implemented according to the regulations in Point b, Clause 2, Article 13 of these Regulations.

c. Electronic voting is similar to the regulations in Article 31 of these Regulations.

Article 15. Method of vote counting

(Pursuant to the regulations in the Working regulations of the General Meeting of Shareholders)

The method of vote counting is conducted by aggregating the voting cards/ballots for Approve, Disapprove, and Abstain.

For sensitive issues and if shareholders request, the Company must appoint an independent organization to perform the collection and counting of votes.

Article 16. Conditions for a resolution to be passed

(Pursuant to the regulations in Article 20 of the Company Charter)

1. A Resolution of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:

- a) Amendment and supplementation of the contents of this Charter;
- b) Increase/decrease of Charter capital;
- c) Development orientation of the Company;
- d) Types of shares and total number of shares of each type;

- e) Election, removal, and dismissal of members of the Board of Directors and Supervisors;
- f) Decision on investment or sale of assets with a value of 35% or more of the total asset value recorded in the most recent financial report of the Company;
- g) Approval of the annual financial report;
- h) Reorganization or dissolution of the Company.

2. A Resolution on the following content is passed if it is approved by shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

- a. Amendment and supplementation of the contents of this Charter;
- b. Increase/decrease of Charter capital;
- c. Types of shares and total number of shares of each type;
- d. Change of business lines and fields;
- e. Change of the company's management organizational structure;
- f. Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial report of the company;
- g. Reorganization or dissolution of the company;

3. A Resolution on the following content is passed if it is approved by shareholders representing over 50% of the total voting shares of all shareholders attending and voting at the meeting, except for cases specified in Clause 2 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

In case of electing members of the Board of Directors and Board of Supervisors, if the number of candidates is less than or equal to the number of members of the Board of Directors/Board of Supervisors to be elected, the election of members of the Board of Directors/Board of Supervisors may be conducted by the cumulative voting method as prescribed in Clause 3, Article 148 of the Law on Enterprises or by the voting method (approve, disapprove, abstain). The Voting rate for approval by the voting method is implemented according to Clause 3, Article 20 of the Company Charter.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the sequence and procedures for convening the meeting and passing such resolution violate the provisions of the Law on Enterprises and the Company Charter.

Article 17. Announcement of vote counting results

(Pursuant to the regulations in the Working regulations of the General Meeting of Shareholders)

The Vote Counting Committee shall check, aggregate, and report the counting results of each issue to the Chairperson. The vote counting results shall be announced by the Chairperson/Vote Counting Committee immediately before the meeting is closed.

Article 18. Method of objecting to decisions of the General Meeting of Shareholders

(Pursuant to the regulations in Article 132 & Article 151 of the Law on Enterprises No. 59/2020/QH14)

1. Shareholders who have voted against a resolution on the reorganization of the company or changes to the rights and obligations of shareholders specified in the Company Charter have the right to request the company to buy back 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 selling price, and the reasons for requesting the company to buy back. The request must be sent to the company within 10 days from the date the General Meeting of Shareholders passes the resolution on the issues specified in this clause.
2. The Company must buy back shares at the request of shareholders as specified in Clause 1 of this Article at the market price or the price calculated according to the principles specified in the Company Charter within 90 days from the date of receiving the request. In case an agreement on the price cannot be reached, the parties may request a valuation organization to determine the price. The Company shall introduce at least 03 valuation organizations for the shareholder to choose from, and that choice shall be the final decision.
3. Within 90 days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, shareholders or groups of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises have the right to request a Court or Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:
 - a. The sequence and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case prescribed in Clause 2, Article 152 of the Law on Enterprises;
 - b. The content of the resolution violates the law or the Company Charter.

Article 19. Preparation of minutes of the General Meeting of Shareholders

(Based on the provisions of Article 22 of the Company Charter)

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may be prepared in foreign languages, and must contain the following main contents:
 - c. Name, address, and enterprise identification number;
 - d. Time and location of the General Meeting of Shareholders;

- e. Meeting agenda and content of the meeting;
 - f. Full name of the chairperson and secretary;
 - g. Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each issue in the meeting agenda;
 - h. Number of shareholders and total number of voting shares of the shareholders attending the meeting, including the appendix of the list of registered shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
 - i. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, affirmative, negative, and abstaining votes; the corresponding percentage of the total voting shares of the shareholders attending the meeting;
 - j. Summary of votes for each candidate (if any);
 - k. Issues that have been passed and the corresponding percentage of affirmative votes;
 - l. Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the minutes, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in this Clause. The minutes of the meeting shall clearly state the refusal of the chairperson or secretary to sign the minutes.
2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the content of the minutes.
3. Minutes prepared in Vietnamese and in a foreign language shall have the same legal validity. In case there is a difference in content between the Vietnamese version and the foreign language version, the content in the Vietnamese version shall prevail.

Article 20. Disclosure of Resolutions and minutes of the General Meeting of Shareholders

(Based on the provisions of Article 22 of the Company Charter)

The Resolution, minutes of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting, the power of attorney for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be kept at the Company's headquarters. The Resolution, minutes of the General Meeting of Shareholders, and documents attached to the minutes and resolution must be disclosed in accordance with the law on information disclosure on the securities market.

II. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS TO PASS RESOLUTIONS BY COLLECTING SHAREHOLDERS' WRITTEN COMMENTS

Article 21. Cases of collecting shareholders' written comments

(Based on the provisions of Article 21 of the Company Charter)

The Board of Directors has the right to collect shareholders' written comments to pass a resolution of the General Meeting of Shareholders, except for cases specified in Clauses 2, 4 of Article 20 of this Charter. ~~on the following issues:~~

- ~~a) Amending and supplementing the contents of this Charter;~~
- ~~b) Approving/amending and supplementing the Regulations on Corporate Governance; the Regulations on operation of the Board of Directors; the Regulations on operation of the Board of Supervisors~~
- ~~c) Company development orientation;~~
- ~~d) Types of shares and total number of shares of each type;~~
- ~~e) Election, removal, and dismissal of members of the Board of Directors and the Board of Supervisors;~~
- ~~f) Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the company's most recent financial statements;~~
- ~~g) Approval of annual financial statements~~
- ~~h) Reorganization or dissolution of the company.~~
- ~~i) Changing business lines and sectors;~~
- ~~j) Changing the company's management organizational structure;~~
- ~~k) Other issues under the authority of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.~~

Article 22. Cases where written comments may not be collected

The Board of Directors shall not collect shareholders' written comments on other issues, except for cases specified in Clause 2, Article 20 of the Company's Charter and Article 21 of these Regulations. ~~in the case of organizing the Annual General Meeting of Shareholders.~~

Article 23. Sequence and procedures for the General Meeting of Shareholders to pass a Resolution by collecting shareholders' written comments

(Based on the provisions of Point a, Clause 2, Article 17; Articles 21, 23 of the Company Charter)

1. The Company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date.
2. The Board of Directors must prepare the ballot, the draft resolution of the General Meeting of Shareholders, and explanatory documents for the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the ballot. The requirements and methods for sending the ballot and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 17 of the Company Charter.
3. Regulations on Ballots
 - a. The ballot must contain the following main contents:
 - Name, address, and enterprise identification number;
 - Purpose of collecting comments;
 - Full name, contact address, nationality, and legal document number of the individual for individual shareholders; name, enterprise identification number or legal document number of the organization, and headquarters address for institutional shareholders; or full name, contact address, nationality, and legal document number of the individual for the representative of the institutional shareholder; quantity of shares of each type and number of votes/ballots of the shareholder;
 - Issues requiring comments to pass a decision;
 - Voting options including affirmative, negative, and abstaining for each issue requiring comments;
 - Election options (if any);
 - Deadline for returning the completed ballot to the Company;
 - Full name and signature of the Chairman of the Board of Directors.
 - b. Shareholders may send the completed ballot to the Company by post, fax, or email in accordance with the following provisions:
 - In case of sending by post, the completed ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the institutional shareholder. The ballot sent to the Company must be enclosed in a sealed envelope and no one shall have the right to open it before the vote counting;
 - In case of sending by fax or email, the ballot sent to the Company must be kept confidential until the time of vote counting;
 - Ballots sent to the Company after the deadline specified in the ballot or that have been opened in the case of sending by post and disclosed in the case of sending by fax or email shall be invalid. Ballots not sent to the Company shall be considered as not participating in the vote.

4. Vote counting and preparation of the vote counting minutes

The Board of Directors shall count the votes and prepare the vote counting minutes under the witness of the Board of Supervisors or a shareholder not holding a management position in the Company. The vote counting minutes must contain the following main contents:

- Name, address, and enterprise identification number;
- Purpose and issues requiring comments to pass a resolution;
- Number of shareholders with the total number of voting/election shares that have participated in the vote/election, distinguishing between the number of valid and invalid votes/ballots and the method of sending the votes/ballots, accompanied by an appendix of the list of shareholders participating in the vote/election;
- Total number of affirmative, negative, and abstaining votes for each issue, total number of votes for each candidate (if any);
- Issues that have been passed and the corresponding percentage of affirmative votes;
- Full name and signature of the Chairman of the Board of Directors, vote counters, and vote counting supervisors.

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

5. Resolution and vote counting minutes

- a. The vote counting minutes and the resolution must be sent to shareholders within 15 days from the date of completion of vote counting. The sending of the vote counting minutes and resolution may be replaced by posting them on the Company's website within 24 hours from the time of completion of vote counting.
- b. A resolution passed by collecting shareholders' written comments shall have the same validity as a resolution passed at a General Meeting of Shareholders.

6. Document storage:

Completed ballots, vote counting minutes, passed resolutions, and related documents sent with the ballots must all be kept at the Company's headquarters.

7. Request to cancel a Decision of the General Meeting of Shareholders passed by collecting written comments

Within 90 days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, a shareholder or a group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises shall have the right to request a Court

or Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:

- a. The sequence and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case prescribed in Clause 4, Article 20 of the Company Charter.
- b. The content of the resolution violates the law or the Company Charter.

III. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS TO PASS RESOLUTIONS VIA ONLINE CONFERENCE

Article 24. Notice of convening the online General Meeting of Shareholders

Implemented in accordance with the provisions of Article 6 of these Regulations.

Note: Voting/election ballots do not need to be sent with the meeting invitation notice.

Article 25. Method of registering to attend the online General Meeting of Shareholders

The method of registering to attend the online General Meeting of Shareholders before the opening date of the General Meeting of Shareholders is clearly specified in the Notice of the General Meeting of Shareholders, including:

1. Conditions for participation:

- Having a name on the list of shareholders entitled to attend the General Meeting of Shareholders prepared according to the Company's notice of rights implementation.
- Authorized representatives eligible to attend in accordance with the provisions of the law and the Company Charter.

2. Technical requirements:

Delegates must have electronic devices connected to the internet (e.g., computers, tablets, mobile phones, or other electronic devices with internet connection...).

3. Method of recording Delegates attending the online General Meeting of Shareholders:

A Delegate is recorded by the electronic voting system as attending the online General Meeting of Shareholders when that Delegate accesses the system using the access information provided in accordance with Article 26 of these Regulations and has performed electronic voting on any matter of the agenda of the online General Meeting of Shareholders.

Article 26. Providing login information and performing electronic voting

1. The link information to access the electronic voting system, username, access password, and other identification factors (if any) to attend the online General Meeting of Shareholders will be provided in the meeting invitation notice (or the form of notification of login information as prescribed by the Board of Directors). Delegates shall be responsible for keeping the username, password, and other provided identification factors

confidential to ensure that only the Delegate has the right to vote on the electronic voting system and shall be fully responsible for this registered information.

2. When a Delegate requests to be re-provided with login information, the Meeting Organizing Committee may notify via the following forms: in person or via email/telephone. The form of providing login information via email or telephone shall only be implemented based on shareholder information from the list of shareholders entitled to vote prepared by the Vietnam Securities Depository according to the Company's notice of rights implementation.

3. Delegates use the username, access password, or other identification factors (if any) to access the electronic voting system and perform electronic voting according to the content of the agenda of the online General Meeting of Shareholders.

Article 27. Authorization for a representative to attend the online General Meeting of Shareholders

1. Shareholders perform authorization in accordance with the provisions of Clause 2, Article 8 of these Regulations.

2. Some regulations to note when performing online authorization:

Shareholders need to ensure they provide full information to perform online authorization, especially providing information of the authorized party: telephone number, contact address, and email address. This is the basis for granting the username, access password, and other identification factors (if any) to the authorized party.

Validity of online authorization: the authorization shall only be legally valid when the following conditions are met:

- When the shareholder fills in all information according to the online authorization form and completes the online authorization.
- The power of attorney is printed according to the online authorization form with full signatures, full names, and seals (if it is an organization) of the authorizing party and the authorized party.
- The Company receives the original power of attorney sent before the official opening of the meeting.

Cancellation of authorization for shareholders who have authorized online: the shareholder sends an official written request to cancel the online authorization to the company before the official opening of the meeting. Note that the time for recording the cancellation of authorization to be effective is calculated based on the time the Company receives the official written request to cancel the online authorization.

Cancellation of authorization shall be void if the authorized representative has already cast a vote/elected on any matter of the agenda of the online General Meeting of Shareholders.

Article 28. Conditions for conducting

Implemented in accordance with the provisions of Article 9 of these Regulations.

Article 29. Discussion at the online General Meeting of Shareholders

a. Principles:

- Discussion shall only be conducted within the specified time and within the scope of the matters presented in the agenda of the General Meeting of Shareholders;
- Only Delegates shall be allowed to participate in the discussion;
- Delegates with opinions register the discussion content in the form specified in the meeting's working regulations;
- The Secretariat shall arrange the Delegates' discussion contents in the order of registration and forward them to the Chairperson.

b. Answering Delegates' opinions:

- Based on the Delegate's discussion content, the Chairperson or a member designated by the Chairperson shall answer the Delegate's opinion;
- In case of time constraints, questions not answered directly at the meeting will be answered by the Company later.

Article 30. Method of passing Resolutions of the online General Meeting of Shareholders

The General Meeting of Shareholders passes Resolutions under its authority by electronic voting.

Article 31. Method of online voting

a. Method of voting:

- Delegates choose one of the three voting options: Agree, Disagree, or No Opinion for each matter put to a vote at the meeting as set up in the electronic voting system.
- After that, the Delegate proceeds to confirm the vote so that the electronic voting system records the result.

b. Method of election voting:

- Election by cumulative voting method: If the Company Charter does not provide otherwise, the voting to elect members of the Board of Directors and the Board of Supervisors must be performed by the cumulative voting method (equal cumulative voting or numbered voting). Accordingly, the Delegate performs the election by marking the "Cumulative voting" box or clearly writing the number of votes in the "Number of votes" box of the corresponding candidates on the Election Ballot set up in the electronic voting system. After that, the Delegate proceeds to confirm the election so that the electronic voting system records the result.
- Election by voting method (if any): Implemented in accordance with the voting provisions stated in Clause a of this Article.

c. Some other regulations when performing electronic voting:

- In case a Delegate does not perform all voting and election matters according to the meeting agenda, the matters not yet voted or elected shall be considered as the Delegate not performing the vote or election for that matter.
- In case matters arise outside the sent meeting agenda, the Delegate may vote or elect additionally. If the Delegate does not perform the vote or election for the arising matters, it shall be considered as the Delegate not performing the vote or election for that arising matter.
- Delegates may change the voting or election results (but cannot cancel the voting or election results); including the results of additional voting or election for matters arising outside the meeting agenda. The online system only records the vote counting for the final voting or election results at the time of ending the electronic voting of each vote counting session as prescribed in the meeting's working regulations.
- In case the Delegate performs numbered voting: An invalid ballot is a ballot as prescribed in the Election Regulations.
- The time for electronic voting is specifically prescribed in the meeting's working regulations. Delegates may access the electronic voting system and perform voting 24 hours a day and 07 days a week, except in cases of system maintenance or other reasons beyond the Company's control. At the end of the voting time, the system shall not record any further electronic voting results from the Delegate.

Article 32. Method of online vote counting

When a Delegate performs voting/election, the number of votes and ballots are recorded on the system according to the principle of the number of votes for, votes against, and votes with no opinion.

Article 33. Notification of vote counting results

Based on the vote counting minutes recorded as prescribed in Article 32 of these Regulations, the Vote Counting Committee shall check, summarize, and report to the Chairperson the vote counting results of each matter according to the meeting agenda. The vote counting results will be announced by the Chairperson/Vote Counting Committee immediately before the meeting is closed.

Article 34. Preparation of minutes of the General Meeting of Shareholders

- Implemented in accordance with the provisions of Article 19 of these Regulations.
- The location of the online General Meeting of Shareholders shall be the place where the Chairperson of the meeting is present to preside over the meeting. This location must be within the territory of Vietnam.
- The form of passing the minutes of the General Meeting of Shareholders shall be specified in the Company's Regulations on Operation at the General Meeting of Shareholders.

Article 35. Disclosure of Resolutions and minutes of the General Meeting of Shareholders

To be implemented in accordance with Article 20 of these Regulations.

**IV. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS
PASSING RESOLUTIONS VIA A COMBINED IN-PERSON AND ONLINE
CONFERENCE FORMAT**

Article 36. Notice of convening the General Meeting of Shareholders

To be implemented in accordance with Article 6 of these Regulations.

Article 37. Procedures for registering to attend the General Meeting of Shareholders

To be implemented in accordance with Clause 1, Article 8 and Article 25 of these Regulations.

Article 38. Authorization of a representative to attend the General Meeting of Shareholders

To be implemented in accordance with Clause 2, Article 8 and Article 27 of these Regulations.

Article 39. Conditions for convening

To be implemented in accordance with Article 9 of these Regulations.

Article 40. Form of passing resolutions of the General Meeting of Shareholders

To be implemented in accordance with Article 10 and Article 30 of these Regulations.

Article 41. Voting method

To be implemented in accordance with Article 13, Article 14 and Article 31 of these Regulations.

Article 42. Vote counting method

To be implemented in accordance with Article 15 and Article 32 of these Regulations.

Article 43. Announcement of vote counting results

To be implemented in accordance with Article 17 and Article 33 of these Regulations.

Article 44. Preparation of minutes of the General Meeting of Shareholders

To be implemented in accordance with Article 19 and Article 34 of these Regulations.

Article 45. Disclosure of Resolutions and minutes of the General Meeting of Shareholders

To be implemented in accordance with Article 20 of these Regulations.

CHAPTER 3 – BOARD OF DIRECTORS

Section 1. General Provisions

Article 46. Roles, rights, and obligations of the Board of Directors

(Pursuant to the provisions of Article 278, 297 of Decree No. 155/2020/NĐ-CP)

The Board of Directors shall fully comply with the responsibilities and obligations as prescribed by the Law on Enterprises and the Company Charter; in addition, the Board of Directors shall have the following responsibilities and obligations:

1. To be accountable to shareholders for the company's operations;
2. To treat all shareholders equally and respect the interests of persons with interests related to the company;
3. To ensure that the company's operations comply with the provisions of the law, the Company Charter, and the company's internal regulations;
4. To develop the Regulations on Operation of the Board of Directors to submit to the General Meeting of Shareholders for approval and publish on the company's website in accordance with the guidance in Circular 116/2020/TT-BTC dated December 31, 2020, guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities and Decree No. 245/2025/NĐ-CP dated September 11, 2025, of the government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities;
5. To supervise and prevent conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers, including the misuse of company assets and abuse of related party transactions;
6. To develop the Regulations on corporate governance and submit them to the General Meeting of Shareholders for approval in accordance with Article 270 of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities and Decree No. 245/2025/NĐ-CP dated September 11, 2025, of the government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the government detailing the implementation of a number of articles of the Law on Securities;
7. To appoint a Person in charge of Corporate Governance;
8. To organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Person in charge of Corporate Governance, and other managers of the company;

9. To report on the activities of the Board of Directors at the General Meeting of Shareholders in accordance with current laws.
10. To implement the payment of dividends to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.
11. To report on the corporate governance situation at the Annual General Meeting of Shareholders and disclose information in the company's Annual Report in accordance with securities laws on information disclosure.
12. Other rights and obligations as prescribed by the Company Charter and the Regulations on Corporate Governance

Article 47. Rights, obligations, and responsibilities of members of the Board of Directors

(Pursuant to the provisions of Article 277 of Decree No. 155/2020/NĐ-CP)

1. Board of Directors' members shall have full rights as prescribed by the Law on Securities, relevant laws, the Company Charter, and the Regulations on Corporate Governance, including the right to be provided with information and documents regarding the financial situation and operating activities of the company and its units.
2. Members of the Board of Directors shall have obligations as prescribed by the Company Charter and the following obligations:
 - a. To perform their duties honestly and carefully for the best interests of the shareholders and the company;
 - b. To attend all meetings of the Board of Directors and express opinions on matters discussed;
 - c. To report promptly and fully to the Board of Directors on remuneration received from the Company's subsidiaries, associates, and other organizations;
 - d. To report to the Board of Directors at the nearest meeting on transactions between the company, the Company's subsidiaries, companies controlled by the public company with 50% or more of the Charter capital, and members of the Board of Directors and their affiliated persons; transactions between the company and companies in which a member of the Board of Directors is a founding member or a business manager within the 03 years prior to the time of the transaction;
 - e. To perform information disclosure when trading the company's shares in accordance with the law.

Each independent member of the Board of Directors shall prepare an assessment report on the activities of the Board of Directors.

Section 2 – Regulations on Nomination, Candidacy, Election, Removal, and Dismissal of members of the Board of Directors

Article 48. Number, term, and structure of members of the Board of Directors

(Pursuant to the provisions of Article 25 of the Company Charter)

1. The number of members of the Board of Directors is 05.
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 only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.
3. The structure of the Board of Directors is as follows:

- a. The structure of the Board of Directors must ensure at least 01 member is a non-executive member. The company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the company to ensure the independence of the Board of Directors.

The number of independent members of the Board of Directors must ensure there is at least 01 independent member.

The rights, obligations, and methods of organizing and coordinating the activities of independent members of the Board of Directors shall be specified in the Regulations on operation of the Board of Directors.

- b. A member of the Board of Directors shall no longer hold the status of a member of the Board of Directors in case they are removed or dismissed by the General Meeting of Shareholders or replaced in accordance with Article 160 of the Law on Enterprises.
- c. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure in the securities market.
- d. Members of the Board of Directors are not necessarily shareholders of the company.

Article 49. Standards and conditions for members of the Board of Directors

(Pursuant to the provisions of Clause 1, Clause 2, Article 155 of the Law on Enterprises No. 59/2020/QH14, Article 275 of Decree No. 155/2020/NĐ-CP)

1. Members of the Board of Directors must meet the standards and conditions as prescribed in Clause 1, Clause 2, Article 155 of the Law on Enterprises and the Company Charter.
2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the company.
3. A member of the Board of Directors of the company may only concurrently be a member of the Board of Directors or the Board of members at a maximum of 05 other companies.

Article 50. Nomination and candidacy of members of the Board of Directors

(Pursuant to the provisions of Article 274 of Decree No. 155/2020/NĐ-CP; Clause 1, 2, 3, Article 24 of the Company Charter)

1. A shareholder or a group of shareholders holding 10% or more of the total common shares shall have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter. Shareholders holding common shares shall have the right to aggregate their voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares shall have the right to nominate one (01) candidate; from 20% to less than 30% shall have the right to nominate a maximum of two (02) candidates; from 30% to less than 40% shall have the right to nominate a maximum of three (03) candidates; from 40% to less than 50% shall have the right to nominate a maximum of four (04) candidates; from 50% to less than 65% shall have the right to nominate a maximum of five (05) candidates; from 65% or more shall have the right to nominate a maximum of seven (07) candidates.

2. In the event that the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Regulations on the 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 the provisions of law.

Article 51. Method of electing members of the Board of Directors

(Pursuant to the provisions of Clause 3, Article 148 of the Law on Enterprises No. 59/2020/QH14, and Clause 2, Article 20 of the Company Charter)

1. Voting for the election of members of the Board of Directors shall be conducted by the cumulative voting method, whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors shall be determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is reached. In the event that two or more candidates receive the same number of votes for the final position on the Board of Directors, a re-vote shall be conducted among the candidates with the same number of votes, or the selection shall be made based on the criteria specified in the election regulations or the Company Charter.

2. If the number of candidates is less than or equal to the number of members of the Board of Directors to be elected, the election of members of the Board of Directors may be

conducted by the cumulative voting method as stipulated in Clause 3, Article 148 of the Law on Enterprises or by the voting method (in favor, against, abstention). The voting rate for approval under the voting method shall be implemented in accordance with Clause 2, Article 20 of the Company Charter.

Article 52. Cases of removal, dismissal, replacement, and supplementation of members of the Board of Directors

(Pursuant to Article 160 of the Law on Enterprises No. 59/2020/QH14)

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

- a. Does not have sufficient standards and conditions as prescribed in Article 155 of the Law on Enterprises;
- b. Has submitted a resignation letter which has been approved;
- c. Other cases as prescribed in the Company Charter.

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

- a. Does not participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- b. Other cases as prescribed in the Company Charter.

3. When deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors; or remove or dismiss a member of the Board of Directors in cases other than those specified in Clause 1 and Clause 2 of this Article.

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

- a. The number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number specified in the Company Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;
- b. The number of independent members of the Board of Directors is reduced, failing to ensure the ratio as prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises;
- c. Except for the cases specified in Point a and Point b of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been removed or dismissed at the nearest meeting.

Article 53. Notification of election, removal, and dismissal of members of the Board of Directors

After a decision is made to elect, remove, or dismiss a member of the Board of Directors, the Company is responsible for disclosing information internally, to relevant authorities,

through mass media, and on the Company's website in accordance with the procedures and regulations of current law.

Article 54. Method of introducing candidates for members of the Board of Directors

In the event that candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates 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 for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and in the best interest of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a. Full name, date, month, and year of birth;
- b. Qualification;
- c. Work history;
- d. Other management positions (including positions on the Board of Directors of other companies);
- e. Interests related to the Company and related parties of the Company;
- f. Other information (if any) as prescribed in the Company Charter.

The Company is responsible for disclosing information about the companies where the candidate currently holds the position of member of the Board of Directors, other management positions, and interests related to the Company of the candidate for the Board of Directors (if any).

Article 55. Election, dismissal, and removal of the Chairman of the Board of Directors

(Pursuant to the provisions of Article 28 of the Company Charter)

1. The Chairman of the Board of Directors shall be elected, dismissed, and removed by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a. Develop the program and operation plan of the Board of Directors;
 - b. Prepare the agenda, content, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
 - c. Organize the passing of resolutions and decisions of the Board of Directors;
 - d. Supervise the implementation of resolutions and decisions of the Board of Directors;

- e. Chair meetings of the General Meeting of Shareholders;
 - f. Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.
4. In the event that the Chairman of the Board of Directors submits a resignation letter or is removed or dismissed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the date of removal or dismissal.
5. In the event that the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors. In the event that there is no authorized person or the Chairman of the Board of Directors is deceased, missing, detained, serving a prison sentence, serving an administrative handling measure at a compulsory detoxification center or compulsory education institution, has fled from their place of residence, has limited or lost civil act capacity, has difficulty in perception or control of behavior, or is prohibited by the Court from holding positions, practicing, or performing certain jobs, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors based on the principle that the majority of the remaining members approve, until a new decision is made by the Board of Directors.

Section 3 – Remuneration, salary, bonuses, and other benefits of members of the Board of Directors

Article 56. Remuneration, bonuses, and other benefits of members of the Board of Directors

(Pursuant to the provisions of Article 27 of the Company Charter)

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the tasks of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration level for each member based on the principle of consensus. The total remuneration and bonus level 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 law on corporate income tax, 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 holding executive positions or members of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks 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 fee, salary, commission, percentage of profit, or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable expenses that they have incurred when performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or sub-committees of the Board of Directors.

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company after approval by the General Meeting of Shareholders. This insurance does not include insurance for the liabilities of members of the Board of Directors related to violations of the law and the Company Charter.

Section 4 – Regulations on the sequence and procedures for organizing meetings of the Board of Directors

Article 57. Minimum number of meetings per month/quarter/year

(Pursuant to the provisions of Article 157 of the Law on Enterprises No. 59/2020/QH14; Article 29 of the Company Charter)

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 completion of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest voting rate. In case there is more than one member with the same highest number of votes or voting rate, the members shall elect by majority principle to select 01 person among them to convene the Board of Directors meeting.

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

Article 58. Cases requiring the convening of an extraordinary Board of Directors meeting

(Pursuant to the provisions of Article 157 of the Law on Enterprises No. 59/2020/QH14; Article 29 of the Company Charter)

1. The Chairperson of the Board of Directors shall convene a Board of Directors meeting in the following cases:

- a. Upon the request of the Board of Supervisors or the independent member of the Board of Directors;
- b. Upon the request of the General Director or at least 05 other managers;
- c. Upon the request of at least 02 members of the Board of Directors;

2. The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions falling under the authority of the Board of Directors.

3. The Chairperson of the Board of Directors shall convene a Board of Directors meeting within 07 working days from the date of receiving the request specified in Clause 3 of this Article. In case the Board of Directors meeting is not convened as requested, the Chairperson of the Board of Directors shall be responsible for any damages occurring to the Company; the requester has the right to replace the Chairperson of the Board of Directors to convene the Board of Directors meeting.

Article 59. Notice of Board of Directors meeting and the right of members of the Board of Supervisors to attend Board of Directors meetings

(Pursuant to the provisions of Article 157 of the Law on Enterprises No. 59/2020/QH14; Article 29 of the Company Charter)

1. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting shall send the meeting invitation notice at least 03 working days before the meeting date. The meeting invitation notice must specify the time and location of the meeting, the agenda, and the issues to be discussed and decided. The meeting invitation notice must be accompanied by documents to be used at the meeting and the members' ballots.

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as prescribed by the Company Charter, ensuring it reaches the contact address of each member of the Board of Directors registered with the Company.

2. The Chairperson of the Board of Directors or the person convening the meeting shall send the meeting invitation notice and accompanying documents to the members of the Board of Supervisors in the same manner as to the members of the Board of Directors.

Members of the Board of Supervisors have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

Article 60. Conditions for organizing a Board of Directors meeting

(Pursuant to the provisions of Article 157 of the Law on Enterprises No. 59/2020/QH14; Article 29 of the Company Charter)

A Board of Directors meeting shall be conducted when 3/4 or more of the total number of members attend. In case the meeting convened according to this clause does not have sufficient members to attend as prescribed, it shall be convened for the second time within 07 days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half of the Board of Directors members attend.

Article 61. Voting methods

(Pursuant to Article 29 of the Company Charter)

1. A member of the Board of Directors is considered to be present and voting at the meeting in the following cases:

- a. Attending and voting directly at the meeting;
- b. Authorizing another person to attend and vote in accordance with this Article;
- c. Attending and voting via online conference, electronic voting, or other electronic forms;
- d. Sending a ballot to the meeting via mail, fax, or email;

2. In case of sending a ballot to the meeting via mail, the ballot must be in a sealed envelope and must be delivered to the Chairperson of the Board of Directors at least 01 hour before the opening. The ballot shall only be opened in the presence of all attendees.

3. Voting

- a. Except as provided in Point b, Clause 3 of this Article, each member of the Board of Directors or a person authorized in accordance with Clause 1 of this Article who is personally present at the Board of Directors meeting shall have one (01) vote;
- b. A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or their related persons have an interest, and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum percentage of members present to organize a Board of Directors meeting regarding decisions on which that member does not have the right to vote;
- c. Pursuant to the provisions of Point d, Clause 11, Article 29 of the Company Charter, when an issue arises at the meeting related to the interests or voting rights of a member of the Board of Directors, and that member does not voluntarily waive their voting right, the chairperson's ruling shall be final, unless the nature or scope of the relevant members of the Board of Directors' interest has not been fully disclosed;
- d. A member of the Board of Directors who benefits from a contract as specified in Point a and Point b, Clause 6, Article 42 of the Company Charter shall be considered to have a significant interest in that contract;
- e. The Supervisor has the right to attend the Board of Directors meeting, has the right to discuss, but does not have the right to vote.

4. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that they are a person with an interest therein has the responsibility to disclose this interest at the first meeting of the Board of Directors discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their related persons have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that they have an interest or will have an interest in the aforementioned transaction or contract.

5. The Board of Directors has the right to collect opinions from members of the Board of Directors in writing to pass a Board of Directors Resolution when passing issues under the authority of the Board of Directors in Clause 2, Article 26 of the Company Charter.

A Resolution in the form of collecting written opinions shall be passed based on the approval of the majority of members of the Board of Directors with voting rights. This Resolution shall have the same effect and validity as a resolution passed at a meeting.

6. A Board of Directors meeting may be organized in the form of an online conference between members of the Board of Directors when all or some members are at different locations, provided that each participating member can:

- a. Hear each other member of the Board of Directors participating in the meeting speak;
- b. Speak to all other participating members simultaneously. Discussion between members may be conducted directly via telephone or other communication media or a combination of these methods. A member of the Board of Directors participating in such a meeting is considered "present" at that meeting. The location of the meeting organized under this provision is the location where the majority of members of the Board of Directors are present, or the location where the meeting Chairperson is present.

Decisions passed in a meeting via telephone that is organized and conducted legitimately shall be effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

7. The Chairperson of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes shall be authentic evidence of the work conducted at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairperson and the minute-taker.

Article 62. Method of passing a Board of Directors resolution

(Pursuant to Article 29 of the Company Charter)

A Resolution or decision of the Board of Directors shall be passed if approved by the majority of members attending the meeting; in case of a tie, the final decision shall belong to the side with the opinion of the Board of Directors Chairperson.

Article 63. Authorization for others to attend meetings by members of the Board of Directors

(Pursuant to Article 29 of the Company Charter)

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

Article 64. Preparation of minutes of the Board of Directors meeting

(Pursuant to the provisions of Article 158 of the Law on Enterprises No. 59/2020/QH14)

Board of Directors meetings must be recorded in minutes and may be recorded by audio, or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- a. Name, address, enterprise identification number;
- b. Time and location of the meeting;
- c. Purpose, agenda, and content of the meeting;
- d. Full name of each member attending the meeting or the person authorized to attend and the method of attendance; full names of members not attending and the reasons;
- e. Issues discussed and voted on at the meeting;
- f. Summary of opinions expressed by each member attending the meeting in the order of the meeting's proceedings.
- g. Voting results, clearly recording members who voted in favor, against, and those who abstained;
- h. The matter passed and the corresponding voting rate for approval;
- i. Full name and signature of the chairperson and the minutes taker, except in cases stipulated in Article 65 of these Regulations.

The minutes of the Board of Directors meeting and documents used in the meeting must be kept at the company's head office.

Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy in content between the Vietnamese and foreign language minutes, the content in the Vietnamese minutes shall prevail.

The chairperson, the minutes taker, and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.

The minutes of the Board of Directors meeting and documents used in the meeting must be kept at the company's head office.

Article 65. Cases where the chairperson and/or secretary refuse to sign the minutes of the Board of Directors meeting

(Pursuant to the provisions of Article 158 of the Law on Enterprises No. 59/2020/QH14)

In case the chairperson or the minutes taker refuses to sign the meeting minutes, the minutes shall still be valid if signed by all other members of the Board of Directors attending the meeting and containing full content as prescribed in points a, b, c, d, dd, e, g, and h of Article 64 of these Regulations. The meeting minutes shall clearly state the refusal of the chairperson or the minutes taker to sign. The signatories of the meeting minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors

meeting minutes. The chairperson and the minutes taker shall be personally liable for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company Charter, and relevant laws.

Article 66. Notification of Resolutions and Decisions of the Board of Directors

After issuing a Resolution/Decision of the Board of Directors, the Company is responsible for disclosing information internally, to relevant authorities, on mass media, and on the Company's website in accordance with the current procedures and regulations.

Section 5 - Sub-committees under the Board of Directors

Article 67. Sub-committees under the Board of Directors

(Pursuant to Article 30 of the Company Charter)

1. The Board of Directors may establish sub-committees to be in charge of development policy, personnel, remuneration, internal audit, and risk management. The number of members of a sub-committee shall be decided by the Board of Directors, with a minimum of 02 members, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall constitute the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee by decision of the Board of Directors. The operation of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee shall only be effective when the majority of its members attend and vote to approve it at the sub-committee meeting.

2. The implementation of decisions of the Board of Directors or its sub-committees must be in accordance with current legal regulations and the provisions of the Company Charter and the Regulations on corporate governance.

3. Establishment and operation of the Internal Audit Committee under the Board of Directors: The Company does not establish an Internal Audit Committee. The Company hires an independent audit organization that meets the conditions for auditing practice as prescribed by law to provide internal audit services. The independent audit unit must ensure basic principles and comply with the basic principles of internal audit as stipulated in Article 5 and Article 6 of the Government's Decree No. 05/2019/NĐ-CP dated January 22, 2019, on Internal Audit.

Section 6 - Selection, appointment, and removal of the Person in charge of corporate governance

Article 68. Qualifications of the Person in charge of corporate governance

(Pursuant to Clause 2, Article 31 of the Company Charter)

The Person in charge of corporate governance must not simultaneously work for an approved audit organization that is auditing the Company's financial statements.

Article 69. Appointment of the Person in charge of corporate governance

(Pursuant to Clause 1, Article 31 of the Company Charter)

The Board of Directors of the Company must appoint at least 01 Person in charge of corporate governance to support corporate governance at the enterprise. The Person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.

Article 70. Cases for removal of the Person in charge of corporate governance

1. The Board of Directors may dismiss/remove the Person in charge of corporate governance when necessary, provided it does not contravene current labor laws.
2. The Person in charge of corporate governance may be dismissed according to a resolution of the General Meeting of Shareholders.

Article 71. Notification of appointment and removal of the Person in charge of corporate governance

After a decision on the appointment or removal of the Person in charge of corporate governance is made, the Company is responsible for disclosing information internally, to relevant authorities, on mass media, and on the Company's website in accordance with the current legal procedures and regulations.

Article 72. Rights and Obligations of the Person in charge of corporate governance

(Pursuant to Clause 3, Article 31 of the Company Charter)

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 tasks between the Company and shareholders;
- b. Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
- c. Providing advice on meeting procedures;
- d. Attending meetings;
- e. Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;
- f. Providing financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Board of Supervisors;
- g. Monitoring and reporting to the Board of Directors on the Company's information disclosure activities;
- h. Serving as the contact point for relevant stakeholders;

- i. Maintaining confidentiality in accordance with the provisions of the law and the Company Charter;
- j. Other rights and obligations as prescribed by law and the Company Charter.

CHAPTER 4 – BOARD OF SUPERVISORS

Section 1. General Provisions

Article 73. Role, rights, and obligations of the Board of Supervisors, and responsibilities of members of the Board of Supervisors

(Pursuant to Article 287, Article 288 of Decree No. 155/2020/ND-CP)

1. Members of the Board of Supervisors have the rights as prescribed by the Law on Enterprises, relevant laws, the Company Charter, and the Regulations on operation of the Board of Supervisors, including the right to access information and documents related to the company's operations. Members of the Board of Directors, the General Director, and other managers of the enterprise are responsible for providing information in a timely and complete manner at the request of members of the Board of Supervisors.
2. Members of the Board of Supervisors are responsible for complying with the provisions of the law, the Company Charter, the Regulations on operation of the Board of Supervisors, and professional ethics in exercising their assigned rights and obligations.
3. The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Law on Enterprises, the Company Charter, and the following rights and obligations:
 - a. Proposing and recommending the General Meeting of Shareholders to approve the list of approved audit organizations to audit the company's financial statements; deciding on the approved audit organization to inspect the company's operations; and dismissing approved auditors when deemed necessary.
 - b. Being accountable to shareholders for their supervisory activities.
 - c. Supervising the company's financial situation and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other managers.
 - d. Ensuring coordination with the Board of Directors, the General Director, and shareholders.
 - e. In case of detecting violations of the law or the Company Charter by members of the Board of Directors, the General Director, or other managers of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to terminate the violation and take measures to remedy the consequences.
 - f. Developing the Regulations on operation of the Board of Supervisors and submitting them to the General Meeting of Shareholders for approval. The Minister of Finance provides a template for the Regulations on operation of the Board of Supervisors for

public companies to refer to when developing their own Regulations on operation of the Board of Supervisors.

- g. Reporting to the General Meeting of Shareholders as prescribed in Article 290 of Decree 155/2020/NĐ-CP.

Section 2. Provisions on the term, number, composition, and structure of members of the Board of Supervisors

Article 74. Number, term, composition, and structure of members of the Board of Supervisors

(Pursuant to the provisions of Article 168 of the Law on Enterprises No. 59/2020/QH14, Clause 1, Article 37 of the Company Charter)

1. The number of members of the Board of Supervisors of the Company is 03.
2. The term of a Supervisor shall not exceed 05 years and may be re-elected for an unlimited number of terms.
3. Members of the Board of Supervisors are not required to be shareholders of the company.
4. The Head of the Board of Supervisors is elected by the Board of Supervisors from among the Supervisors; the election, removal, and dismissal shall be based on the majority principle. The rights and obligations of the Head of the Board of Supervisors are stipulated by the Company Charter. More than half of the Supervisors must be permanent residents in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in economics, finance, accounting, auditing, law, business administration, or a major related to the enterprise's business activities, unless the Company Charter stipulates higher standards.
5. In case the term of office of Supervisors ends at the same time and a new Supervisor has not been elected, the outgoing Supervisor shall continue to exercise their rights and obligations until a new Supervisor is elected and takes office.

Article 75. Standards and conditions for members of the Board of Supervisors

(Pursuant to the provisions of Article 169 of the Law on Enterprises No. 59/2020/QH14, Clause 2, Article 37 of the Company Charter)

1. A Supervisor 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. Have been trained in one of the majors in economics, finance, accounting, auditing, law, business administration, or a major relevant to the business activities of the enterprise;
 - c. Not be a person with family relations to members of the Board of Directors, the General Director, and other managers;
 - d. Not be a manager of the company; it is not required to be a shareholder or employee of the company;

- e. Not be a person working in the accounting or finance department of the Company;
 - f. Not be a member or employee of an independent audit firm that has audited the company's financial statements in the 03 consecutive years immediately preceding.
 - g. Other standards and conditions as prescribed by other relevant laws and the Company Charter.
2. In addition to the standards and conditions specified in Clause 1 of this Article, the Company's Supervisor must ensure they meet all conditions prescribed in Clause 2, Article 169 of the Law on Enterprises.
3. The Head of the Board of Supervisors must hold a university degree or higher in one of the majors in economics, finance, accounting, auditing, law, business administration, or a major relevant to the business activities of the enterprise.

Article 76. Nomination and candidacy for members of the Board of Supervisors

(Pursuant to the provisions of Article 285 of Decree No. 155/2020/NĐ-CP; Article 36 of the Company Charter)

1. The candidacy and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1, Article 24 of the Company Charter. Shareholders holding shares with voting rights have the right to aggregate their voting rights to nominate Supervisors. A shareholder or a group of shareholders holding from 10% to less than 30% of the shares with voting rights may nominate one (01) candidate; from 30% to less than 40% may nominate a maximum of two (02) candidates; from 40% to less than 50% may nominate a maximum of three (03) candidates; from 50% to less than 60% may nominate a maximum of four (04) candidates; from 60% or more may nominate five (05) candidates.
2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations similarly to the provisions in Clause 3, Article 50 of these Regulations. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 77. Method of electing members of the Board of Supervisors

(Pursuant to the provisions of Clause 3, Article 148 of the Law on Enterprises No. 59/2020/QH14, Clause 2, Article 20 of the Company Charter)

1. The voting to elect members of the Board of Supervisors must be carried out by the cumulative voting method, whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Supervisors, and the shareholder has the right to aggregate all or part of their total votes for one or more candidates. The elected members of the Board of Supervisors are determined by the number of votes counted from high to low, starting

from the candidate with the highest number of votes until the number of members specified in the Company Charter is reached. In case 02 or more candidates receive the same number of votes for the last member of the Board of Supervisors, a re-vote will be conducted among the candidates with the same number of votes or selection will be made based on the criteria specified in the election regulations, the Board of Supervisors's Operating regulations, or the Company Charter.

2. If the number of candidates is less than or equal to the number of members of the Board of Supervisors to be elected, the election of members of the Board of Supervisors may be carried out by the cumulative voting method as prescribed in Clause 3, Article 148 of the Law on Enterprises or by the voting method (in favor, against, abstention). The voting rate for approval by the voting method shall be implemented according to Clause 2, Article 20 of the Company Charter.

Article 78. Cases of removal and dismissal of members of the Board of Supervisors
(Pursuant to the provisions of Article 174 of the Law on Enterprises No. 59/2020/QH14)

1. The General Meeting of Shareholders shall remove a member of the Board of Supervisors in the following cases:

- a. No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Article 169 of the Law on Enterprises;
- b. Submitting a resignation letter and having it accepted;
- c. Other cases as prescribed by the Company Charter.

2. The General Meeting of Shareholders shall dismiss a member of the Board of Supervisors in the following cases:

- a. Failing to complete assigned tasks and work;
- b. Failing to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;
- c. Violating multiple times or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
- d. Other cases according to the Resolution of the General Meeting of Shareholders.

Article 79. Notification of election, removal, and dismissal of members of the Board of Supervisors

After the decision to elect, remove, or dismiss a Supervisor is made, the Company is responsible for disclosing the information internally within the Company and to relevant authorities, on mass media, and on the Company's website in accordance with the sequence and regulations of current law.

Article 80. Salary and other benefits of members of the Board of Supervisors

(Pursuant to the provisions of Article 172 of the Law on Enterprises No. 59/2020/QH14)

1. Members of the Board of Supervisors are paid salary, remuneration, bonuses, and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total salary, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors;
2. Members of the Board of Supervisors are reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of this remuneration and these expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise;
3. The salary and operating expenses of the Board of Supervisors are included in the company's business expenses in accordance with the law on corporate income tax and other relevant legal regulations, and must be recorded as a separate item in the company's annual financial statements.

CHAPTER 5 - GENERAL DIRECTOR

Article 81. Role, responsibilities, rights, and obligations of the General Director

(Pursuant to Clauses 2 and 4, Article 34 of the Company Charter)

1. The General Director is the person who manages the daily business activities of the Company; is subject to the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the exercise of assigned rights and obligations.
2. The General Director has the following rights and obligations:
 - a. Deciding on issues related to the daily business activities of the Company that do not fall under the authority of the Board of Directors;
 - b. Organizing the implementation of Resolutions and Decisions of the Board of Directors;
 - c. Organizing the implementation of the Company's business plan and investment scheme;
 - d. Proposing the organizational structure and internal management regulations of the Company;
 - e. Appointing, removing, and dismissing management positions in the Company, except for positions under the authority of the Board of Directors;
 - f. Deciding on salary and other benefits for employees in the Company, including managers under the appointment authority of the General Director;
 - g. Recruiting employees;
 - h. Proposing plans for dividend payment or handling business losses;
 - i. Other rights and obligations as prescribed by law, the Company Charter, and resolutions and decisions of the Board of Directors.

Article 82. Term, standards, and conditions of the General Director

(Pursuant to the provisions of Clause 5, Article 162 of the Law on Enterprises No. 59/2020/QH14; Clause 3, Article 34 of the Company Charter)

The term of office of the General Director is no more than 05 years and may be reappointed for an unlimited number of terms.

The General Director 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. Not be a person with family relations to managers of the enterprise, Supervisors of the company and the parent company; representatives of state capital, representatives of enterprise capital at the company and the parent company;
- c. Having professional qualifications and experience in corporate business administration.

Article 83. Candidacy and nomination of the General Director

The Board of General Directors and members of the Board of Directors have the right to nominate candidates for General Director in accordance with the standards and conditions specified in Article 82 of these Regulations and submit them to the Board of Directors for consideration when the Company has a need to find a General Director.

Article 84. Appointment, removal, signing of contracts, and termination of contracts for the General Director

(Pursuant to Clause 1, Clause 5, Article 34 of the Company Charter)

The Board of Directors appoints 01 member of the Board of Directors or hires another person to be the General Director.

The Board of Directors may remove the General Director when a majority of the members of the Board of Directors with voting rights attending the meeting approve and appoint a new General Director as a replacement.

The Board of Directors has the authority to sign/terminate contracts and decide on the terms of employment contracts as prescribed in Point i, Clause 2, Article 27 and Article 34 of the Company Charter.

Article 85. Announcement of appointment, removal, signing of contracts, and termination of contracts for the General Director

After the decision to elect, remove, or dismiss the General Director is made, the Company shall be responsible for disclosing information internally and to relevant authorities, on mass media, and on the Company's website in accordance with the sequence and regulations of current law.

Article 86. Salary and other benefits of the General Director

(Pursuant to Clause 2, Clause 3, Article 33 of the Company Charter)

1. The General Director shall be paid a salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors.
2. The salary of the executive shall be included in the Company's operating activities costs in accordance with the law on corporate income tax, 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.

CHAPTER 6 – OTHER ACTIVITIES

Section 1 – Regulations on coordination of activities between the Board of Directors, the Board of Supervisors, and the General Director

Article 87. Procedures and sequence for convening, notifying meetings, recording minutes, and notifying meeting results between the Board of Directors, the Board of Supervisors, and the General Director

The procedures and sequence for convening, notifying meetings, recording minutes, and notifying meeting results between the Board of Directors, the Board of Supervisors, and the General Director shall be implemented according to the procedures and sequence for convening Board of Directors meetings as stipulated in Section 4, Chapter 3 of these Regulations.

Article 88. Notification of Resolutions/Decisions of the Board of Directors to the Board of Supervisors

(Pursuant to the provisions of Clause 1, Article 171 of the Law on Enterprises No. 59/2020/QH14)

Resolutions/Decisions and minutes of the Board of Directors meeting after being issued must be sent to the Supervisors at the same time and in the same manner as to the members of the Board of Directors.

Article 89. Notification of Resolutions/Decisions of the Board of Directors to the General Director

Resolutions/Decisions of the Board of Directors (with contents related to the responsibilities, powers, and obligations of the General Director) after being issued must be sent to the General Director at the same time and in the same manner as to the members of the Board of Directors.

Article 90. Cases where the Board of Supervisors and the General Director request to convene a Board of Directors meeting and matters requiring the Board of Directors' opinion

(Pursuant to the provisions of Point h, Clause 3, Article 162 of the Law on Enterprises No. 59/2020/QH14, Article 288 of Decree No. 155/2020/NĐ-CP, Clause 4, Article 34, and Article 39 of the Company Charter)

1. Cases for requesting to convene a Board of Directors meeting
 - a. The Board of Supervisors may request to convene a Board of Directors meeting in the following cases:
 - Upon the request of a shareholder/group of shareholders in accordance with the provisions of Clause 2, Article 115 of the Law on Enterprises.

- When it is deemed that the Supervisor's right to access information and documents related to the Company's operating activities is not fully implemented in accordance with current law and the Company Charter;
 - When detecting acts of violation of the law or the Company Charter by members of the Board of Directors, the General Director, and other business executives after having notified the Board of Directors in writing in accordance with the provisions of Clause 5, Article 39 of the Company Charter, but the person committing the violation has not ceased the violation or taken remedial measures.
- b. The General Director may request to convene a Board of Directors meeting in the following cases:
- When it is deemed that the rights of the General Director as stipulated in Article 34 of the Company Charter are not being exercised;
 - When detecting acts of violation of the law or the Company Charter by other business executives after having notified the Board of Directors in writing, but the person committing the violation has not ceased the violation or taken remedial measures.
2. Matters requiring the Board of Directors' opinion:
- a. Recommendations to the Board of Directors regarding the organizational structure plan and internal management regulations of the Company;
 - b. Proposals for measures to improve the Company's operations and management;
 - c. The General Director shall prepare a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salary, social insurance, welfare, rewards, and discipline for employees and business executives.
 - d. The General Director shall prepare a plan for the Board of Directors to approve matters related to the Company's relationship with trade union organizations in accordance with best management standards, practices, and policies, the practices and policies stipulated in the Company Charter, the Company's regulations, and current legal provisions.
 - e. Seeking the Board of Directors' opinion on the audited Financial Statements (including the balance sheet, income statement, and projected Cash Flows Statement) for each fiscal year, which must be submitted for the Board of Directors' approval;
 - f. Recommendations on plans for dividend payment or handling of business losses;
 - g. Seeking the Board of Directors' approval for the detailed business plan for the next fiscal year;
 - h. Other matters when deemed in the interest of the Company.

Article 91. Report of the General Director to the Board of Directors on the performance of assigned duties and powers

(Pursuant to the provisions of Appendix IV of Circular No. 96/2020/TT-BTC, Clause 4, Article 34 of the Company Charter)

1. Report on the implementation status of Resolutions of the Board of Directors and the General Meeting of Shareholders, and the business and investment plans of the Company that have been approved by the Board of Directors and the General Meeting of Shareholders;
2. Periodically, on a quarterly and annual basis, report on the assessment of the financial situation and the status of the Company's production and business activities;
3. Report on improvements in organizational structure, policies, and management;
4. Annual report on the implementation of obligations towards the environment, community, and employees;
5. Report on the implementation status of other contents authorized by the Board of Directors and the General Meeting of Shareholders;
6. Perform reporting on other matters as requested by the Board of Directors.

Article 92. Review of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director

Based on the General Director's report on the performance of assigned duties and powers as stipulated in Article 81 of these Regulations, the Board of Directors shall review the results of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director.

Article 93. Matters that the General Director must report, provide information on, and the method of notification to the Board of Directors and the Board of Supervisors

(Pursuant to the provisions of Clause 3, Article 291 of Decree No. 155/2020/NĐ-CP, Article 35, Clause 3, Article 43, and Article 44 of the Company Charter)

1. Matters that the General Director must report, provide information on, and the method of notification to the Board of Directors
 - a. Contents according to Article 90 of these Regulations;
 - b. The General Director has the obligation to notify the Board of Directors of transactions between the Company, its Company's subsidiaries, and other companies controlled by the Company with 50% or more of the Charter capital with those very entities or with their affiliated persons in accordance with the law.
 - c. Other contents requiring opinion or reporting to the Board of Directors must be sent at least seven (07) working days in advance, and the Board of Directors shall respond within seven (07) working days.
2. Specifically, in the case of approving contracts and transactions as stipulated in Clause 1, Article 167 of the Law on Enterprises and having a value of less than 35% of the total value of the enterprise's assets recorded in the most recent financial statement or another smaller percentage or value as stipulated in the Company Charter, the Company's representative signing the contract or transaction must notify the members of the Board of Directors and Supervisors about the affiliated persons related to that contract or transaction

and attach the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification, unless the Company Charter stipulates a different time limit; members of the Board of Directors who have interests related to the parties in the contract or transaction shall not have the right to vote.

3. Matters that the General Director must report, provide information on, and the method of notification to the Board of Supervisors

- a. Reports of the General Director submitted to the Board of Directors or other documents issued by the Company shall be sent to the Supervisors at the same time and in the same manner as to the members of the Board of Directors.
- b. The General Director and other business executives must provide full, accurate, and timely information and documents regarding the management, administration, and business activities of the Company at the request of the Supervisors or the Board of Supervisors.
- c. The method of notification to the Board of Supervisors shall be implemented in the same manner as for the Board of Directors.

Article 94. Coordination of control, management, and supervision activities between members of the Board of Directors, Supervisors, and the General Director according to the specific duties of the aforementioned members

1. Coordination of activities between the Board of Supervisors and the Board of Directors:

The Board of Supervisors has the role of supervision, coordination, consultation, and providing full, timely, and accurate information. Specifically as follows:

- a. Regularly notify the Board of Directors of operational results, and consult the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;
- b. In meetings of the Board of Supervisors, the Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and answer matters that need clarification;
- c. Periodic and ad-hoc inspections by the Board of Supervisors must have written conclusions (no later than fifteen (15) days from the date of completion) sent to the Board of Directors to provide further basis to assist the Board of Directors in the Company's management. Depending on the level and results of the aforementioned inspection, the Board of Supervisors shall discuss and reach a consensus with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Board of Supervisors is authorized to reserve its opinion in the minutes, and the Head of the BoS shall be responsible for reporting to the nearest General Meeting of Shareholders.
- d. In the event that the Board of Supervisors discovers any violations of the law or the Company Charter by members of the Board of Directors, the Board of Supervisors shall

notify the Board of Directors in writing within forty-eight (48) hours, requesting the violating party to cease the violation and implement measures to remedy the consequences;

- e. A Supervisor has the obligation to notify the Board of Directors of transactions between the Company, its subsidiaries, or other companies controlled by the Company with over 50% of the Charter capital, and that entity itself or its affiliated persons in accordance with the law;
- f. For recommendations related to the operating and financial situation of the Company, the Board of Supervisors must send a written document along with relevant documents at least fifteen (15) days prior to the intended date of receiving a response;
- g. Content of recommendations to the Board of Directors must be sent at least seven (07) working days in advance, and the Board of Directors shall respond within seven (07) working days.
- h. The Board of Directors shall create favorable conditions for the Board of Supervisors to exercise its rights and obligations.

2. Coordination between the Board of Supervisors and the General Director:

The Board of Supervisors has the function of inspection and supervision.

- a. During meetings of the Board of Supervisors, the Board of Supervisors has the right to request the General Director (simultaneously requesting the attendance of members of the Board of Directors, the General Director, and representatives of the approved auditing organization) to attend and address issues that need clarification regarding matters of concern to the Supervisors;
- b. Periodic and ad-hoc inspections by the Board of Supervisors must result in a written conclusion (no later than fifteen (15) days from the date of completion) sent to the General Director to provide a basis for assisting the General Director in the management of the Company. Depending on the severity and results of the aforementioned inspection, the Board of Supervisors must discuss and reach a consensus with the General Director before reporting to the General Meeting of Shareholders. In case of a disagreement in viewpoint, the right to reserve the opinion in the minutes is granted, and the Head of the BOS is responsible for reporting to the nearest General Meeting of Shareholders;
- c. A Supervisor has the right to request the General Director to facilitate access to records and documents related to the Company's business activities at the headquarters or storage locations;
- d. Regarding information and documents on management, business operations, business performance reports, and financial reports, the written request for provision from the Board of Supervisors must be sent to the Company at least forty-eight (48) working hours prior to the intended time of receiving a response. The Board of Supervisors must

not use information that has not been permitted for disclosure by the Company or disclose it to others to conduct related transactions.

- e. Content of recommendations regarding measures to amend, supplement, or improve the organizational structure, supervision, and management of the Company's business activities by the Board of Supervisors must be sent to the General Director at least seven (07) working days prior to the intended date of receiving a response.

The General Director shall create favorable conditions for the Board of Supervisors to exercise its rights and obligations.

3. Coordination between the General Director and the Board of Directors: The General Director is the person representing the management of the Company's operations, ensuring the Company operates continuously and effectively.

- a. When there is a recommendation for an organizational structure plan or internal management regulations of the Company, the General Director shall send it to the Board of Directors as soon as possible, but no less than seven (07) days before the date such content needs to be decided;
- b. The General Director must prepare a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salary, social insurance, welfare, rewards, and discipline for employees and managers;
- c. The General Director must prepare a plan for the Board of Directors to approve matters related to the Company's relationship with trade union organizations in accordance with the best standards, practices, and management policies, as well as practices and policies stipulated in the Company Charter, the Company's regulations, and current legal provisions;
- d. The General Director has the obligation to notify the Board of Directors of transactions between the Company, its subsidiaries, or other companies controlled by the Company with over 50% of the Charter capital, and that entity itself or its affiliated persons in accordance with the law;
- e. Other contents requiring opinions as stipulated in Clause 2, Article 97 of these Regulations must be sent to the Board of Directors at least seven (07) working days prior to the intended date of receiving a response from the Board of Directors.

Section 2 – Regulations on annual evaluation of reward and discipline activities for members of the Board of Directors, members of the Board of Supervisors, the General Director, and other business executives

Article 95. Regulations on evaluating the performance of members of the Board of Directors, Supervisors, the General Director, and other executives

- 1. The Board of Directors is responsible for developing performance evaluation standards for all members of the Board of Directors, the General Director, and other executives.

2. Performance evaluation standards must balance the interests of business executives with the long-term interests of the Company and shareholders. Financial and non-financial indicators used in the evaluation are carefully considered and decided by the Board of Directors from time to time. In particular, non-financial indicators may include: interests of related parties, operational efficiency, progress and improvements achieved, etc.
3. Annually, based on assigned functions, duties, and established evaluation standards/achieved results, the Board of Directors shall organize the performance evaluation of members of the Board of Directors.
4. The performance evaluation of Supervisors shall be organized and implemented according to the method mentioned in the organizational structure and operations of the Board of Supervisors.
5. The performance evaluation of other executives shall be carried out according to internal regulations or may be based on the self-evaluation reports of these executives.

Article 96. Rewards

1. The Board of Directors or the Remuneration Committee (if any) is responsible for developing the reward policy. Rewards are implemented based on the performance evaluation results at Article 95 of these Regulations.
2. Forms of rewards: in cash, in shares (issuing shares under an employee stock ownership plan), or other forms developed by the Board of Directors or the Remuneration Committee. Reward forms shall be planned by the General Director and submitted to the Board of Directors for approval; in cases exceeding their authority, they shall be submitted to the General Meeting of Shareholders for approval.
3. The reward policy for members of the Board of Directors and Supervisors shall be decided by the General Meeting of Shareholders.
4. For business executives: the source of reward funds shall be deducted from the Company's Bonus fund and other legal sources. The reward level is based on actual annual business results; the General Director shall propose it to the Board of Directors for approval; in cases exceeding their authority, it shall be submitted to the General Meeting of Shareholders for approval.

Article 97. Discipline

1. The Board of Directors is responsible for developing forms of discipline based on the nature and severity of the violation. The highest form of discipline must be dismissal or removal from office.
2. Members of the Board of Directors, Supervisors, and business executives who fail to fulfill their duties with honesty, diligence, and prudence shall be personally liable for damages caused by them.
3. Members of the Board of Directors, Supervisors, and business executives who, while performing their duties, commit acts violating legal provisions or the Company's

regulations shall be subject to disciplinary action, administrative penalties, or criminal prosecution depending on the severity of the violation, in accordance with the law and the Company Charter. In case of causing damage to the interests of the Company, shareholders, or others, they shall be liable for compensation in accordance with the law.

CHAPTER 7 - AMENDMENTS TO THE REGULATIONS ON CORPORATE GOVERNANCE

Article 98. Supplementing and amending the Regulations on Corporate Governance

1. Any supplementation or amendment to these Regulations must be considered and decided by the General Meeting of Shareholders.
2. In the event that legal provisions related to the Company's operations are not mentioned in these Regulations, or in the event that new legal provisions differ from the terms in these Regulations, such legal provisions shall automatically apply and govern the Company's operations.

CHAPTER 8 - EFFECTIVE DATE

Article 99. Effective date

1. These Regulations consist of 08 Chapters and 99 Articles, unanimously approved by the General Meeting of Shareholders of Lilama 18 Joint Stock Company on April 25, 2026, and the full text of these regulations is accepted as effective.
2. These Regulations are the unique and official version of the Company, replacing the Regulations on corporate governance dated April 24, 2021.
3. Copies or extracts of the Regulations on corporate governance must bear the signature of the Chairman of the Board of Directors.

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

NGUYEN HONG SY

**APPENDIX 01: AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL REGULATIONS ON
CORPORATE GOVERNANCE**

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
1.	(Issued in accordance with the Resolution of the 2021 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company)	(Issued in accordance with the Resolution of the 2026 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company)	Update the effective date of the Regulations
2.	Ho Chi Minh City, April 24, 2021	Ho Chi Minh City, April 25, 2026	Update the date, month, and year of the Regulations' adoption
3.	Basis section (None).	Basis section Pursuant to the Government's Decree No. 245/2025/NĐ-CP amending and supplementing a number of articles of the Government's Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities dated September 11, 2025.	Update and supplement Decree No. 245/2025/NĐ-CP
4.	Basis section Pursuant to the Resolution of the General Meeting of Shareholders No. 14/NQ-ĐHĐCĐ, dated April 24, 2021	Basis section Pursuant to the Resolution of the General Meeting of Shareholders No. 19/NQ-ĐHĐCĐ, dated April 25, 2026	Update the number of the General Meeting of Shareholders' Resolution, and the date, month, and year of the Regulations' adoption
5.	Clause 2, Article 16 2. A resolution on the following content shall be passed if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders	Clause 2, Article 16 22. A resolution on the following content shall be passed if it is approved by shareholders representing 65% or more of the total voting rights of all	Update in accordance with the amended Charter

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	attending the meeting, except for cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises: a) Amendment and supplementation of the contents of this Charter; b) Increase/decrease of Charter capital; c) Types of shares and total number of shares of each type; d) Change of business lines and fields; e) Change of the Company's management organizational structure; f) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements; Reorganization or dissolution of the Company;	shareholders attending and voting at the meeting, except for cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises: a) Amendment and supplementation of the contents of this Charter; b) Increase/decrease of Charter capital; c) Types of shares and total number of shares of each type; d) Change of business lines and fields; e) Change of the Company's management organizational structure; f) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements; Reorganization or dissolution of the Company;	
6.	Clause 3, Article 17 3. A resolution on the following content shall be passed if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders attending the meeting, except for cases specified in Clause 2 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.	Clause 3, Article 17 3. Resolutions shall be passed if approved by shareholders owning over 50% of the total voting rights of all shareholders attending and voting at the meeting, except for cases specified in Clause 2 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises	Update in accordance with the amended Charter (content revised for accuracy)
7.	Clause 4, Article 46 4. Develop the Regulations on operation of the Board of Directors to submit to the General Meeting of Shareholders for approval and disclose on the Company's website in accordance with the guidelines in Circular 116/2020/TT-BTC dated December 31, 2020,	Clause 4, Article 46 4. Develop the Regulations on operation of the Board of Directors to submit to the General Meeting of Shareholders for approval and disclose on the Company's website in accordance with the guidelines in Circular 116/2020/TT-BTC dated December 31,	Update in accordance with the amended Charter

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	guiding a number of articles on corporate governance applicable to public companies under 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.	2020, guiding a number of articles on corporate governance applicable to public companies under 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 and the Government's Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles 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.	
8.	Clause 6, Article 46 4. Develop the internal Regulations on corporate governance and submit to the General Meeting of Shareholders for approval in accordance with Article 270 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.	Clause 6, Article 46 4. Develop the Internal Regulations on corporate governance and submit to the General Meeting of Shareholders for approval in accordance with Article 270 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 and the Government's Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles 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.	Update in accordance with the amended Charter
9.	(None)	Clause 10, Article 46 10. Execute dividend payments to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.	Supplementary update

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
10.	Point a, Clause 3, Article 48 3. The structure of members of the Board of Directors is as follows: a) The structure of the Company's Board of Directors must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must ensure the following regulations: - There is at least 01 independent member in case the Company has from 03 to 05 members of the Board of Directors; - There are at least 02 independent members in case the Company has from 06 to 08 members of the Board of Directors; - There are at least 03 independent members in case the Company has from 09 to 11 members of the Board of Directors. The rights, obligations, and methods of organizing and coordinating the activities of independent members of the Board of Directors shall be specifically stipulated in the Regulations on operation of the Board of Directors.	Clause 3, Article 48 3. The structure of members of the Board of Directors is as follows: a) The structure of the Company's Board of Directors must ensure that at least 01 member of the Board of Directors is a non-executive member. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors. The number of independent members of the Board of Directors must ensure the regulation of having at least 01 independent member.	Update in accordance with the amended Charter
11.	Clauses 2 and 3, Article 49	Clauses 2 and 3, Article 49	Update in accordance with the amended Charter

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director of 01 public company. 3. A member of the Board of Directors of one public company may only concurrently be a member of the Board of Directors at a maximum of 05 other companies.	2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director of the Company. 3. A member of the Board of Directors of the Company may only simultaneously serve as a member of the Board of Directors or the Members' Council at a maximum of 05 other companies.	
12.	Article 65 In case the chairperson or the secretary refuses to sign the meeting minutes, but the minutes are signed by all other members of the Board of Directors who attended the meeting and contain full content as prescribed in points a, b, c, d, dd, e, g, and h of Clause 1 of this Article, then these minutes shall be effective.	Article 65 In case the chairperson or the secretary refuses to sign the meeting minutes, but the minutes are signed by all other members of the Board of Directors who attended the meeting and contain full content as prescribed in points a, b, c, d, dd, e, g, and h of Clause 1 of this Article, then these minutes shall be effective. The meeting minutes shall clearly state the refusal of the chairperson or the secretary to sign the meeting minutes. The signatories of the meeting minutes shall bear joint and several liability for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson and the secretary shall be personally liable for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company Charter, and relevant laws.	Update in accordance with the amended Charter (supplemented content)
13.	Clause 1 and 2, Article 99 1. These Regulations consist of 08 Chapters and 99 Articles, which were unanimously approved by the General Meeting of Shareholders of Lilama 18 Joint	Clause 1 and 2, Article 99 3. These Regulations consist of 08 Chapters and 99 Articles, which were unanimously approved by the General Meeting of Shareholders of Lilama 18 Joint	Update the effective date of the Regulations

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	Stock Company on April 24, 2021, and the full text of these regulations was simultaneously approved for effectiveness. 2. These Regulations are the sole and official regulations of the Company, replacing the Regulations on corporate governance dated April 07, 2018.	Stock Company on April 25, 2026, and the full text of these regulations was simultaneously approved for effectiveness. 4. These Regulations are the sole and official regulations of the Company, replacing the Regulations on corporate governance dated April 24, 2021.	

PROPOSAL

Regarding the amendment and supplementation of the Regulations on operation of the Board of Directors Lilama 18 Joint Stock Company

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14, dated June 17, 2020, and its amendments, supplements, and guiding documents;*
- *Law on Securities No. 54/2019/QH14, dated November 26, 2019, and its amendments, supplements, and guiding documents;*
- *Decree 155/2020/NĐ-CP detailing the implementation of a number of articles of the Law on Securities, passed on December 31, 2020, and its amendments, supplements, and guiding documents;*
- *Charter of Lilama 18 Joint Stock Company, dated June 15, 2022;*
- *Resolution No. 18/NQ-HDQT dated March 31, 2026, of the Board of Directors of Lilama 18 Joint Stock Company;*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the Regulations on operation of the Board of Directors of Lilama 18 Joint Stock Company. (Draft of the Regulations on operation of the Board of Directors of the Company is attached).

Respectfully submitted!

ON BEHALF OF THE
BOARD OF DIRECTORS
CHAIRMAN



NGUYEN HONG SY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

REGULATIONS
ON OPERATION OF THE BOARD OF DIRECTORS
OF LILAMA 18 JOINT STOCK COMPANY

*(Issued in accordance with the Resolution of the 2026 Annual General Meeting of
Shareholders of Lilama 18 Joint Stock Company)*

Ho Chi Minh City, April 25, 2026

REGULATIONS ON OPERATION OF THE BOARD OF DIRECTORS

LILAMA 18 JOINT STOCK COMPANY

- *Pursuant to the Law on Securities dated 26 November 2019 and its amendments and supplements;*
- *Pursuant to the Law on Enterprises dated 17 June 2020 and its amendments and supplements;*
- *Pursuant to Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to Decree No. 245/2025/NĐ-CP of the government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the government detailing the implementation of a number of articles of the Law on Securities dated 11 September 2025;*
- *Pursuant to Circular No. 116/2020/TT-BTC dated 31 December 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter of Lilama 18 Joint Stock Company;*
- *Pursuant to the Resolution of the General Meeting of Shareholders No. –..., dated April 25, 2026.*

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CHAPTER I. GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The Regulations on operation of the Board of Directors stipulate the organizational structure, personnel, operating principles, powers, and obligations of the Board of Directors and members of the Board of Directors in order to operate in accordance with the Law on Enterprises, the Company Charter, and other relevant provisions of law.
2. Subjects of application: These Regulations apply to the Board of Directors, members of the Board of Directors, and related persons mentioned in these Regulations.

Article 2. Operating principles of the Board of Directors

1. The Board of Directors works on the principle of collective decision-making. Members of the Board of Directors are individually responsible for their assigned tasks and collectively responsible before the General Meeting of Shareholders and before the law for the resolutions and decisions of the Board of Directors regarding the development of the Company.
2. The Board of Directors assigns the General Director to organize and manage the implementation of the resolutions and decisions of the Board of Directors.
3. The General Director operates under the Chief Executive regime, responsible before the Board of Directors and the law for the exercise of assigned powers and duties. Deputy General Directors and the Chief Accountant are assistants to the General Director, performing tasks according to the assignment or authorization of the General Director, and are responsible before the General Director, the Board of Directors, and the law for their assigned fields or authorized tasks.

CHAPTER II. MEMBERS OF THE BOARD OF DIRECTORS

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

1. Members of the Board of Directors have full rights and responsibilities as prescribed by the Law on Enterprises, the Law on Securities, relevant laws, and the Company Charter, including being provided with information and documents regarding the financial situation and business activities of the Company and its units.
2. Members of the Board of Directors have obligations as prescribed by the Law on Enterprises, the Company Charter, and the following obligations:
 - a) Perform their duties honestly and carefully for the best interests of shareholders and the Company;
 - b) Fully attend meetings of the Board of Directors and express opinions on issues discussed;
 - c) Report promptly and fully to the Board of Directors on remuneration received from the Company's subsidiaries, associate, and other organizations;

- d) Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries, or other companies controlled by the Company with 50% or more of the charter capital, and the Member of the Board of Directors and their affiliated persons; transactions between the Company and a company in which the Member of the Board of Directors is a founding member or a corporate manager within the 03 years prior to the time of transaction;
 - e) Perform information disclosure when conducting transactions of the Company's shares in accordance with the provisions of law.
3. The independent member of the Board of Directors of the Company must prepare an evaluation report on the activities of the Board of Directors.

Article 4. Right to be provided with 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 corporate managers in the Company to provide information and documents regarding the financial situation and business activities of the Company and its units.
2. The requested corporate manager must provide information and documents promptly, fully, and accurately as requested by the member of the Board of Directors. The order and procedures for requesting and providing information are as follows:
 - The members of the Board of Directors must submit the request content to the Company's Board of Directors.
 - If deemed necessary, the Board of Directors will convene a meeting to collect opinions within 07 working days from the date of receiving the request from members of the Board of Directors regarding the content for which information is requested.
 - If the above content is approved by the Board of Directors, the manager requested to provide information shall provide the requested information within 07 days.

Article 5. Quantity, term, and structure of members of the Board of Directors

1. The number of members of the Board of Directors is five (05) persons.
2. The term of a member of the Board of Directors is no more than 05 years and they 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 a company for no more than 02 consecutive terms.
3. In case all members of the Board of Directors end their term at the same time, they shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.
4. Structure of members of the Board of Directors:
 - a) The structure of the Company's Board of Directors must ensure at least 01 member of the Board of Directors is a non-executive member. The Company shall minimize the

number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

The number of independent members of the Board of Directors must ensure the regulation of having at least 01 independent member.

5. Independent members of the Board of Directors have full rights and obligations of Members of the Board of Directors as prescribed by the Law on Enterprises, the Law on Securities, the Company Charter, and these Regulations.

6. Independent members of the Board of Directors are organized and coordinate their activities according to the following principles:

- a) Exercise assigned rights and obligations honestly, carefully, and in the best manner to ensure the maximum legitimate interests of the Company;
- b) Be loyal to the interests of the Company and shareholders; not use information, trade secrets, business opportunities of the Company, position, or title, and not use the Company's assets for personal gain or to serve the interests of other organizations or individuals;
- c) All activities of independent members of the Board of Directors must ensure compliance with the provisions of law and the Company Charter.

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

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

- a) Not fall into the cases specified in Clause 2, Article 17 of the Law on Enterprises;
- b) Have professional qualifications and experience in business administration or in the field, industry, or business line of the Company and are not necessarily shareholders of the Company, unless the Company Charter provides otherwise;
- c) Members of the Board of Directors of the Company may concurrently be members of the Board of Directors of other companies;
- d) In case the enterprise satisfies the conditions specified in Point b, Clause 1, Article 88 of the Law on Enterprises and is a subsidiary of a state-owned enterprise as prescribed in Clause 1, Article 88 of the Law on Enterprises, the member of the Board of Directors must not be a person with a family relationship with the General Director and other corporate managers of the Company; or with the manager or person authorized to appoint the manager of the Parent company;
- e) Other standards and conditions according to the Company Charter.

2. Independent members of the Board of Directors must meet the following standards and conditions:

- a) Not be a person currently working for the Company, the Parent company, or the Company's subsidiaries; not be a person who has worked for the Company, the Parent company, or the Company's subsidiaries for at least the 03 consecutive years prior to that;

- b) Not be a person currently receiving salary or remuneration from the Company, except for allowances that members of the Board of Directors are entitled to receive as prescribed;
- c) Not be a person whose husband, wife, father, adoptive father, mother, adoptive mother, child, adopted child, order brother, order sibling, or younger sibling is a major shareholders of the Company; or is a corporate manager of the Company or the Company's subsidiaries;
- d) Not be a person directly or indirectly owning at least 01% of the total voting shares of the Company;
- e) Not be a person who has been a member of the Board of Directors or the Board of Supervisors of the Company for at least 05 consecutive years immediately preceding, except in cases of being appointed for two consecutive terms;
- e) Other standards and conditions as per the Company Charter.

3. An independent member of the Board of Directors must notify the Board of Directors if they no longer meet the standards and conditions prescribed in Clause 2 of this Article and shall automatically cease to be an independent member of the Board of Directors from the date they no longer meet such standards and conditions. The Board of Directors must announce the case where the independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a replacement or additional independent member of the Board of Directors within 06 months from the date of receiving the notification from the relevant independent member of the Board of Directors.

Article 7. CHAIRMAN OF THE BOARD OF DIRECTORS

- 1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among the Member of the Board of Directors.
- 2. The Chairman of the Board of Directors of the Company shall not concurrently hold the position of General Director.
- 3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Establish the program and operation plan of the Board of Directors;
 - b) Prepare the program, content, and documents for meetings; convene, preside over, and act as the chairperson of the Board of Directors' meetings;
 - c) Organize the approval of resolutions and decisions of the Board of Directors;
 - d) Supervise the implementation process of resolutions and decisions of the Board of Directors;
 - e) Preside over the General Meeting of Shareholders;
 - e) Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.

4. In case the Chairman of the Board of Directors submits a resignation or is removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or the removal.

5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors in accordance with the principles prescribed in the Company Charter. In case there is no authorized person or the Chairman of the Board of Directors is deceased, missing, temporarily detained, serving a prison sentence, serving an administrative handling measure at a compulsory rehabilitation center or compulsory education institution, has absconded from their place of residence, is restricted or lacks civil act capacity, has difficulty in perception or controlling behavior, or is prohibited by the Court from holding certain positions, practicing certain professions, or performing certain jobs, the remaining members shall elect one among themselves to hold the position of Chairman of the Board of Directors based on the principle of majority approval by the remaining members until a new decision is made by the Board of Directors.

6. When deemed necessary, the Board of Directors decides to appoint one (01) or more persons as Company Secretary with a term of office as decided by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary, provided it does not contravene current labor laws. The Company Secretary has the following rights and obligations:

- a) Assist in organizing the convening of the General Meeting of Shareholders and Board of Directors' meetings; record meeting minutes;
- b) Assist member of the Board of Directors in performing their assigned rights and obligations;
- c) Assist the Board of Directors in applying and implementing corporate governance principles;
- d) Assist the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with obligations of information provision, information disclosure, and administrative procedures;
- e) Other rights and obligations as prescribed in the Company Charter and the Regulations on Corporate Governance.

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

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

- a) Does not have sufficient standards and conditions as prescribed in Article 155 of the Law on Enterprises;
- b) Submits a resignation which is accepted;

- c) Other cases prescribed in the Company Charter.
- 2. The General Meeting of Shareholders removes a member of the Board of Directors in the following cases:
 - a) Does not participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
 - b) Other cases prescribed in the Company Charter.
- 3. When deemed necessary, the General Meeting of Shareholders decides to replace a member of the Board of Directors; dismiss or remove a member of the Board of Directors in cases other than those prescribed in Clause 1 and Clause 2 of this Article.
- 4. The Board of Directors must convene a General Meeting of Shareholders to elect additional member of the Board of Directors in the following cases:
 - a) The number of members of the Board of Directors is reduced by more than one-third compared to the number prescribed in the Company Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;
 - b) The number of independent members of the Board of Directors decreases, failing to ensure the percentage as prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises;
 - c) Except for cases prescribed in Point a and Point b of this Clause, the General Meeting of Shareholders elects a new member to replace a member of the Board of Directors who has been dismissed or removed at the nearest meeting.

Article 9. Method of electing, dismissing, and removing members of the Board of Directors

- 1. A shareholder or group of shareholders owning 10% or more of the total Common shares has the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter. The nomination of persons to the Board of Directors is carried out as follows:
 - a) Common shareholders forming a group to nominate persons to the Board of Directors must notify the shareholders attending the meeting about the group formation 10 days before the opening of the General Meeting of Shareholders. A shareholder or group of shareholders holding from 10% to less than 20% of the total Voting shares is entitled to nominate one (01) candidate; from 20% to less than 30% is entitled to nominate a maximum of two (02) candidates; from 30% to less than 40% is entitled to nominate a maximum of three (03) candidates; from 40% to less than 50% is entitled to nominate a maximum of four (04) candidates; from 50% to less than 65% is entitled to nominate a maximum of five (05) candidates; from 65% or more is entitled to nominate a maximum of seven (07) candidates;
 - b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders prescribed in this Clause is entitled to nominate one or several persons as

candidates for the Board of Directors as decided by the General Meeting of Shareholders.

2. In case the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company Charter, the 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 the law.

3. The voting to elect members of the Board of Directors must be carried out by the cumulative voting method, whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and the shareholder has the right to aggregate all or part of their total votes for one or several candidates. The elected members of the Board of Directors are determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the number of members prescribed in the Company Charter is reached. In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors, a re-vote will be conducted among the candidates with the same number of votes or selection will be made based on the criteria of the election regulations or the Company Charter.

4. The dismissal and removal of members of the Board of Directors by the General Meeting of Shareholders are carried out by voting method (in favor, against, abstention). The voting percentage for approval by voting method is implemented according to Clause 3, Article 20 of the Company Charter.

5. If the number of candidates is less than or equal to the number of members of the Board of Directors to be elected, the election of Member of the Board of Directors may be carried out by the cumulative voting method as prescribed in Clause 3, Article 148 of the Law on Enterprises or by voting method (in favor, against, abstention). The voting percentage for approval by voting method is implemented according to Clause 3, Article 20 of the Company Charter.

Article 10. Notification of election, dismissal, and removal of members of the Board of Directors

1. In case candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates 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 for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and

in the best interest of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a) Full name, date, month, and year of birth;
- b) Qualification;
- c) Work history;
- d) Other management positions (including members of the Board of Directors positions of other companies);
- e) Interests related to the Company and the Company's related parties;
- e) Other information (if any) as prescribed in the Company Charter;
- g) The Company must disclose information regarding companies where the candidate is holding the position of members of the Board of Directors, other management positions, and the candidate's interests related to the Company (if any).

2. The notification of the results of election, dismissal, or removal of members of the Board of Directors shall be carried out in accordance with the regulations on information disclosure.

CHAPTER III. BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, having full authority in the name of the Company to decide and perform the rights and obligations of the Company, except for rights and obligations falling under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
 - a) Decide on the strategy, medium-term development plan, and annual business plan of the Company;
 - b) Propose the types of shares and the total number of shares of each type authorized to be offered;
 - c) Decide on the sale of unsold shares within the scope of the number of shares of each type authorized to be offered; decide on raising additional capital in other forms;
 - d) Decide on the selling price of the Company's shares and bonds;
 - e) Decide on the share buyback in accordance with the provisions of Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - e) Decide on investment plans and investment projects within its authority and limits as prescribed by law;
 - g) Decide on market development, marketing, and technology solutions;

- h) Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, unless the Company Charter provides for a different percentage or value, or unless such contracts or transactions fall under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;
- i) Elect, dismiss, or remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts with, and terminate contracts with the General Director and other key managers as prescribed by the Company Charter; decide on salaries, remuneration, bonuses, and other benefits for such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders in other companies, and decide on the remuneration and other benefits of such persons;
- k) Supervise and direct the General Director and other managers in the daily business operations of the Company;
- l) Decide on the organizational structure and internal management regulations of the Company; decide on the establishment of the Company's subsidiaries, branches, representative offices, and capital contribution or purchase of shares in other enterprises;
- m) Approve the program and content of documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass a Resolution;
- n) Submit the audited annual financial statements to the General Meeting of Shareholders;
- o) Propose the dividend payout ratio; decide on the time limit and procedures for dividend payment or handling of losses incurred during business operations;
- p) Propose the reorganization or dissolution of the Company; request bankruptcy of the Company;
- q) Decide on the issuance of the Regulations on operation of the Board of Directors and the Regulations on corporate governance after they are approved by the General Meeting of Shareholders; and the Company's Regulations on information disclosure;
- r) Request the General Director, Deputy General Director, and other managers in the Company to provide information and documents regarding the financial situation and business operations of the Company and its units.
- s) The requested manager must provide information and documents in a timely, complete, and accurate manner as requested by the Member of the Board of Directors. The order and procedures for requesting and providing information are specifically prescribed in the Regulations on operation of the Board of Directors.

- t) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law, the Company Charter, and the internal corporate governance regulations.
3. The Board of Directors must report to the General Meeting of Shareholders on the activities of the Board of Directors as prescribed in Article 280 of 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 and Decree No. 245/2025/ND-CP dated 11 September 2025 of the government amending and supplementing a number of articles of 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.
4. The Board of Directors passes Resolutions and Decisions by voting at meetings, collecting written opinions, or other forms as prescribed by the Company Charter. Each member of the Board of Directors has one vote.
5. In case a Resolution or Decision passed by the Board of Directors is contrary to the provisions of law, the Resolution of the General Meeting of Shareholders, or the Company Charter, causing damage to the Company, the members who voted in favor of such Resolution or Decision shall be jointly and personally liable for such Resolution or Decision and must compensate the Company for the damage; members who voted against such Resolution or Decision shall be exempted from liability. In this case, the Company's shareholders have the right to request the Court to suspend the implementation of or cancel such Resolution or Decision.

Article 12. Duties and powers of the Board of Directors in approving and signing contracts and transactions

1. The Board of Directors approves contracts and transactions with a value of less than 35% or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction of less than 35% of the total asset value recorded in the most recent financial statement, or a different lower percentage or value as prescribed in the Company Charter, between the Company and one of the following subjects:
- Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related persons;
 - Shareholders and authorized representatives of shareholders owning over 10% of the Company's total common shares and their related persons;
 - Enterprises related to the subjects prescribed in Clause 2, Article 164 of the Law on Enterprises.
2. The Board of Directors approves contracts and transactions for borrowing, lending, or selling assets with a value less than or equal to 10% of the total asset value of the enterprise recorded in the most recent financial statement between the Company and a shareholder owning 51% or more of the total voting shares or that shareholder's related person.

3. The Company's representative signing the contract or transaction must notify the members of the Board of Directors and members of the Board of Supervisors of the related parties to that contract or transaction and attach the draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notice, unless the Company Charter provides for a different time limit; Member of the Board of Directors who have interests related to the parties in the contract or transaction do not have the right to vote.

Article 13. Responsibility of the Board of Directors in convening an extraordinary General Meeting 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 for the interests of the Company;
- b) The remaining number of members of the Board of Directors or members of the Board of Supervisors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or a group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must have sufficient signatures of the related shareholders, or the written request may be made in multiple copies and collected with sufficient signatures of the related shareholders;
- d) At the request of the Board of Supervisors;
- e. Other cases as prescribed by law and the Company Charter.

2. Convening an extraordinary General Meeting of Shareholders

The Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the remaining number of Member of the Board of Directors or members of the Board of Supervisors is less than the minimum number of members as prescribed in the Company Charter or upon receiving the request as prescribed in Point c and Point d, Clause 1 of this Article;

The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement of independent member of the Board of Directors within 06 months from the date of receiving the notice from the related independent member of the Board of Directors;

3. The person convening the General Meeting of Shareholders must perform the following tasks:

- a) Prepare a list of shareholders eligible to participate and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date of sending the notice of the General Meeting of Shareholders if the Company Charter does not specify

a shorter period. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date;

- b) Prepare the program and content of the meeting;
- c) Prepare documents for the meeting;
- d) Draft the Resolution of the General Meeting of Shareholders according to the expected content of the meeting;
- e) Determine the time and venue for the meeting;
- e) Notify and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend;
- g) Other tasks serving the meeting.

Article 14. Sub-committees assisting the Board of Directors.

1. The Board of Directors may establish affiliated sub-committees to be in charge of development policy, personnel, remuneration, internal audit, and risk management. The number of members of a sub-committee shall be decided by the Board of Directors and shall consist of at least 02 people, including member of the Board of Directors and external member. Independent member of the Board of Directors/non-executive member of the Board of Directors should account for the majority in the sub-committee, and one of these members shall be appointed as the Head of the Sub-committee according to the decision of the Board of Directors. The operation of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee is only effective when a majority of members attend and vote to approve it at the sub-committee meeting.
2. The implementation of decisions of the Board of Directors, or of sub-committees affiliated with the Board of Directors, must comply with current legal regulations and the provisions of the Company Charter and the Regulations on corporate governance.
3. Establishment and operation of the Internal Audit Committee under the Board of Directors: The Company does not establish an Internal Audit Committee. The Company hires an independent audit organization that meets the conditions for auditing services in accordance with the law to provide internal audit services. The independent audit unit must ensure the fundamental principles and comply with the fundamental principles of internal audit as stipulated in Article 5 and Article 6 of Decree No. 05/2019/ND-CP of the government dated 22 January 2019 on Internal Audit.

Article 15. Assisting Body of the Board of Directors

Specialized departments/divisions and units of the Company are responsible for assisting when assigned specific tasks by the Board of Directors during the operation process.

The Board of Directors shall appoint at least one (01) person as the Person in charge of Corporate Governance to support corporate governance activities. The standard is that this person must be knowledgeable about the law and corporate governance, and must not

simultaneously work for the audit firm currently auditing the Company's financial statements. The rights and obligations of the Person in charge of Corporate Governance are as stipulated in Article 32 of the Company Charter. The Person in charge of Corporate Governance may concurrently serve as the Company Secretary.

The Board of Directors shall appoint one (01) or more persons as Company Secretary. The role and duties of the Company Secretary are as stipulated in Article 35 of the Company Charter;

The Board of Directors may establish assisting Departments/Groups with the structure, staffing, and duties determined by the Board of Directors;

The Board of Directors uses the seal and other means of the Company to perform its functions, duties, and powers in accordance with regulations.

CHAPTER IV. BOARD OF DIRECTORS MEETING

Article 16. Board of Directors meeting

1. The Chairperson of the Board of Directors is elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of that Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest voting rate. In case there is more than one member with the highest and equal number of votes or voting rate, the members shall elect by majority principle to choose 01 person among them to convene the Board of Directors meeting.
2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.
3. The Chairperson of the Board of Directors shall convene a Board of Directors meeting in the following cases:
 - a) There is a request from the Board of Supervisors or an independent Member of the Board of Directors;
 - b) There is a request from the General Director or at least 05 other corporate managers;
 - c) There is a request from at least 02 members of the Board of Directors;
 - d) Other cases as stipulated by the Company Charter.
4. The request stipulated in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions falling under the authority of the Board of Directors.
5. The Chairperson of the Board of Directors must convene a Board of Directors meeting within 07 working days from the date of receiving the request stipulated in Clause 3 of this Article. In case of failure to convene a Board of Directors meeting as requested, the Chairperson of the Board of Directors shall be responsible for damages caused to the Company; the requester has the right to replace the Chairperson of the Board of Directors to convene the Board of Directors meeting.

6. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting must send the meeting invitation at least 05 working days before the meeting date if the Company Charter does not provide otherwise. The meeting invitation must specify the time and venue of the meeting, the program, and the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the voting ballots of the members.

The Board of Directors meeting invitation may be sent by invitation letter, telephone, fax, electronic means, or other methods as stipulated by the Company Charter and must ensure it reaches the contact address of each member of the Board of Directors registered at the Company.

7. The Chairperson of the Board of Directors or the person convening the meeting shall send the meeting invitation and accompanying documents to members of the Board of Supervisors as they do to members of the Board of Directors.

Members of the Board of Supervisors have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

8. A Board of Directors meeting is conducted when 3/4 or more of the total number of members attend. In case the meeting convened according to this clause does not have enough members to attend as prescribed, it shall be convened for the second time within 07 days from the intended date of the first meeting. In this case, the meeting is conducted if more than half of members of the Board of Directors attend.

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic forms;
- d) Sending voting ballots to the meeting via mail, fax, or email;
- e) Sending voting ballots by other means as stipulated in the Company Charter.

10. In case of sending voting ballots to the meeting via mail, the voting ballot must be placed in a sealed envelope and must be delivered to the Chairperson of the Board of Directors at least 01 hour before the opening. The voting ballot shall only be opened in the presence of all attendees.

11. Voting

- a. Except as provided in point b, Clause 11, Article 15 of these Regulations, each member of the Board of Directors or authorized person in accordance with Clause 9 of this Article directly present in person at the Board of Directors meeting has one (01) vote;
- b. A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or a Related Person to that member has an interest and

- that interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum percentage of members present to hold a Board of Directors meeting regarding decisions for which that member does not have the right to vote;
- c. According to the provisions of point d, Clause 11, Article 15 of these Regulations, when an issue arises at the meeting related to the interest or voting right of a member of the Board of Directors and that member does not voluntarily waive their voting right, the ruling of the chairperson is the final decision, except in cases where the nature or scope of the interest of the related members of the Board of Directors has not been fully disclosed;
 - d. A member of the Board of Directors benefiting from a contract as stipulated in point a and point b, Clause 6, Article 42 of the Company Charter is considered to have a significant interest in that contract;
 - e. A Supervisor has the right to attend Board of Directors meetings, has the right to discuss but not to vote.
12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that they have an interest therein has the responsibility to disclose this interest at the first meeting of the Board discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their related person have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that they have an interest or will have an interest in the aforementioned transaction or contract.
13. Members must fully attend Board of Directors meetings. A member may authorize another person to attend and vote if approved by the majority of members of the Board of Directors.
14. Resolutions and decisions of the Board of Directors are passed if approved by a majority of the members attending the meeting; in case of a tie, the final decision shall belong to the side with the opinion of the Chairperson of the Board of Directors.
15. The Board of Directors has the right to collect opinions from members of the Board of Directors in writing to pass a Resolution of the Board of Directors when approving matters under the authority of the Board of Directors as specified in Clause 2, Article 26 of the Company Charter.
- A resolution in the form of written opinion collection is passed on the basis of the approval of a majority of Member of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution passed at a meeting.
16. Meetings of the Board of Directors may be organized in the form of an online conference between members of the Board of Directors when all or some members are at different locations, provided that each participant can:

- a) Hear each other members of the Board of Directors participating in the meeting speak;
- b) Speak to all other participants simultaneously. Discussion among members can be conducted directly via telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting is considered 'present' at that meeting. The location of the meeting organized under this regulation is the location where the majority of members of the Board of Directors are present, or the location where the Chairperson of the meeting is present.

Decisions passed in a meeting via telephone that is organized and conducted legally shall be effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all Member of the Board of Directors attending this meeting.

17. The Chairperson of the Board of Directors is responsible for sending the minutes of the Board of Directors' meeting to the members, and such minutes shall be authentic evidence of the work conducted in the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors' meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must bear the signatures of the chairperson and the minute-taker.

Article 17. Minutes of the Board of Directors' meeting

1. Board of Directors' meetings must be recorded in minutes and may be recorded, stored, and saved in other electronic forms. The minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- a) Name, address, and enterprise identification number;
- b) Time and location of the meeting;
- c) Purpose, agenda, and content of the meeting;
- d) Full name of each member attending or authorized to attend the meeting and the method of attendance; full names of members not attending and the reasons;
- e) Matters discussed and voted on at the meeting;
- e) Summary of opinions of each member attending in the order of the meeting's proceedings;
- g) Voting results, clearly stating the members who voted in favor, against, and those who abstained;
- h) Matters passed and the corresponding voting rate;
- i) Full name and signature of the chairperson and the minute-taker, except for the case specified in Clause 2 of this Article.

2. In case the chairperson or the minute-taker refuses to sign the meeting minutes, but if signed by all other members of the Board of Directors attending the meeting and containing full information as prescribed in points a, b, c, d, e, e, g, and h of Clause 1 of this Article, the minutes shall be effective. The meeting minutes shall clearly state the refusal of the chairperson or the minute-taker to sign. The persons signing the meeting minutes shall be

jointly liable for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson and the minute-taker shall be personally liable for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company Charter, and relevant laws.

3. The chairperson, the minute-taker, and those who sign the minutes must be responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes.

4. The Board of Directors' meeting minutes and documents used in the meeting must be kept at the Company's headquarters.

5. Minutes prepared in Vietnamese and in a foreign language have equal legal validity. In case of any discrepancy in content between the Vietnamese and foreign language versions, the content in the Vietnamese version shall apply.

CHAPTER V. REPORTING AND DISCLOSURE OF INTERESTS

Article 18. Submission of annual reports

1. At the end of the financial year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:

- a) Report on the Company's business results;
- b) Financial statements;
- c) Report on the assessment of the Company's management and administration;
- d) Appraisal report of the Board of Supervisors.

2. The reports specified in points a, b, and c of Clause 1 of this Article must be sent to the Board of Supervisors for appraisal at least 30 days before the opening date of the Annual General Meeting of Shareholders, unless the Company Charter provides otherwise.

3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervisors, and the audit report must be kept at the Company's headquarters at least 10 days before the opening date of the Annual General Meeting of Shareholders. Shareholders who have owned shares of the Company continuously for at least 01 year have the right to personally or together with a lawyer, accountant, or auditor with a practicing certificate directly examine the reports specified in this Article.

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

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors according to business results and efficiency.

2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days necessary to complete the tasks of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration level for each member based on the principle of

consensus. The total remuneration and bonus level of the Board of Directors is decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, 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. A member of the Board of Directors holding an executive position or a member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks outside the scope of normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum payment, salary, commission, percentage of profit, or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable expenses that they have paid when performing their duties as member of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or sub-committees of the Board of Directors.

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company after the approval of the General Meeting of Shareholders. This insurance does not include insurance for liabilities of members of the Board of Directors related to violations of the law and the Company Charter.

Article 20. Disclosure of related interests

In case the Company Charter does not have stricter provisions, the disclosure of interests and related persons of the Company shall be carried out according to the following regulations:

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

- a) Name, enterprise identification number, address, and business lines of the enterprise in which they own capital contributions or shares; the percentage and time of owning such capital contributions or shares;
- b) Name, enterprise identification number, address, and business lines of the enterprise in which their related persons jointly or separately own capital contributions or shares exceeding 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 amendments or supplements must be notified to the Company within 07 working days from the date of the corresponding amendment or supplement.

3. Members of the Board of Directors acting on their own behalf or on behalf of others to perform work in any form within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and may only perform it when

approved by a majority of the remaining members of the Board of Directors; if performed without declaration or without the approval of the Board of Directors, all income derived from such activities shall belong to the Company.

CHAPTER VI. GENERAL DIRECTOR AND ASSISTING BODY

Article 21. General Director, assisting body

1. The General Director is the legal representative of the Company.
2. Assisting the General Director are the Deputy General Directors, Chief Accountant, professional departments/divisions, and equivalents.

Article 22. Duties and powers of the General Director

The General Director has the powers and duties specified in Article 34 of the Company Charter. Some of those powers and duties are specified as follows:

- a) To make decisions on matters related to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;
- b) To implement the resolutions and decisions of the Board of Directors;
- c) To organize and implement the company's business plan and investment strategy;
- d) Proposing a plan for the company's organizational structure and internal management regulations;
- e) Appointing, dismissing, and removing management positions within the Company, except for those positions under the authority of the Board of Directors;
- f) Decisions regarding salaries and other benefits for employees in the Company, including managers, fall under the appointment authority of the General Director;
- g) Recruitment of workers;
- h) Proposing a plan for paying dividends or handling business losses;
- i) Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.

Article 23. The General Director's support staff

The Deputy General Director assists the General Director, carrying out and deciding on tasks as assigned or delegated by the General Director. They are accountable to the General Director, the Board of Directors, and the law for the effectiveness of their assigned areas and delegated tasks. The General Director is responsible for assigning tasks to each Deputy General Director. The assignment of tasks and delegation of authority must be in writing.

The Chief Accountant is responsible for assisting the General Director in organizing and implementing the Company's financial and accounting work honestly and in accordance with current policies, regulations, and rules. The Chief Accountant is accountable to the General Director, the Board of Directors, and the law for the effectiveness of the Company's financial and accounting work.

The departments, branches, and subordinate units assist the General Director in performing his/her functions, duties, and powers. The functions, duties, and powers of each unit are determined by the General Director in accordance with the characteristics and operational situation of the Company.

The General Director is directly assisted by the General Director's Assistant and supporting departments/teams, with their structure, staffing, and responsibilities determined by the General Director.

Article 24. Organization of the Board of Directors

The General Director directs and manages production and business operations under the leadership of the Prime Minister. The Deputy General Director, Chief Accountant, heads of departments/divisions and subordinate units, representatives managing the Company's capital in other enterprises, and employees of the Company are responsible for complying with the General Director's direction and management within their authority. In case of differing opinions, they have the right to reserve their views but must still comply.

Quarterly, the General Director holds a briefing meeting with the Deputy General Director, heads of departments/divisions of the Company, and heads of affiliated units. Quarterly or every six months, the General Director also holds a briefing meeting with the Deputy General Director, heads of departments/divisions of affiliated units, and the Chairmen and Directors of partner companies.

The General Director invites the Chairman, members of the Board of Directors, and the Head of the Board of Supervisors to attend the briefing meetings.

CHAPTER VII. RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 25. Relationship between members of the Board of Directors

1. The relationship between the members of the Board of Directors is one of collaboration; the members of the Board of Directors are responsible for informing each other on relevant issues in the process of handling their assigned tasks.
2. During the course of work, members of the Board of Directors assigned primary responsibility must proactively coordinate and handle any issues that relate to the areas of responsibility of other members of the Board of Directors. In cases where there are differing opinions among members of the Board of Directors, the member primarily responsible shall report to the Chairman of the Board of Directors for consideration and decision within his/her authority, or organize a meeting or seek the opinions of members of the Board of Directors in accordance with the law, the Company Charter, and these Regulations.
3. In the event of a reassignment of duties among members of the Board of Directors, members of the Board of Directors must hand over their work, files, and related documents. This handover must be documented in writing and reported to the Chairman of the Board of Director.

Article 26. Relationship with the Board of Management

In its governance role, the Board of Directors issues resolutions for the CEO and the executive team to implement. At the same time, the Board of Directors monitors and supervises the implementation of these resolutions.

1. Information processing:

- a) Incoming correspondence: For correspondence sent from external sources to Lilama 18 with the subject line addressed to the Board of Directors, the correspondence will be forwarded directly to the Board of Directors. For correspondence addressed to Lilama 18 but with content falling under the Board of Directors' jurisdiction, the General Director will instruct the correspondence office to forward it to the Board of Directors upon processing. For correspondence addressed to the Capital Representative at Lilama 18, the General Director will instruct the correspondence office to forward it to the Capital Representative upon processing.
- b) Outgoing correspondence: Documents within the authority of the Board of Directors are signed by the Chairman of the Board of Director. Important documents signed by the General Director or Deputy General Director and sent to competent State agencies, as well as decisions related to organization and personnel, must be sent to the Board of Directors (e-copy).
- c) The Chairman of the Board and the CEO regularly exchange information to support the management and operation of the Company.

2. Participation in foreign affairs meetings:

- a) For important meetings with competent State agencies and with Vietnam Machinery Installation Corporation - JSC that are directly related to decisions on the Company's development plan and strategy, the Chairman of the Board of Directors and the General Director must both attend. If only one person attends (by invitation or for other work reasons), they must be notified afterward.
- b) For other external meetings, depending on the nature of the meeting, the General Director may assign a Deputy General Director or Head/Deputy Head of Department to attend. If necessary, the General Director will consult with the Chairman of the Board of Directors to appoint a member of the Board of Directors to attend.

3. For daily tasks:

- a) The Chairman of the Board of Directors and the General Director will coordinate the handling of matters through consultations. Based on these consultations, the Chairman of the Board of Directors will assign tasks to the members of the Board of Directors, and the General Director will direct the Deputy General Director, the Chief Accountant, and the relevant departments and specialized units to implement the necessary actions.
- b) Individuals, departments, and specialized units assigned by the General Director may report directly to the General Director, the Chairman or members of the Board of Directors, or the Head of the Board of Supervisors.

4. For the Board of Directors meeting:

Based on the content of the Board of Directors meeting, the General Director directs the Deputy General Director, Chief Accountant, and relevant departments/divisions to prepare the necessary documents for submission to the Board of Directors. Depending on the content, the Board of Directors may hold an expanded meeting, where expanded members can participate in discussions but do not have voting rights.

5. For briefing sessions:

The General Director invites the Chairman, members of the Board of Directors, and the Head of the Board of Supervisors to attend. The Chairman of the Board of Directors will give instructions but will not draw conclusions; invited members may participate by expressing their opinions.

6. Directing the Representative to manage Lilama 18's capital stake:

Based on the reports and proposals from the representatives:

- a) Regarding issues related to the exercise of Lilama 18's rights and obligations as a shareholder/investor, the Chairman of the Board of Directors directs the relevant departments to research and propose solutions. Based on these, the Board of Directors issues resolutions and/or directives for implementation.
- b) For matters related to production and business operations, and construction, the General Director directly instructs the representative to carry out the tasks.

7. Comply with the resolutions and decisions of the Board of Directors:

If the General Director disagrees with a resolution or decision of the Board of Directors, he/she has the right to reserve his/her opinion but must still comply with that resolution or decision.

Article 27. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Board of Supervisors is one of collaboration. The working relationship between the Board of Directors and the Board of Supervisors is based on the principles of equality and independence, while also ensuring close coordination and mutual support in the performance of their duties.
2. Upon receiving inspection reports or summary reports from the Board of Supervisors, the Board of Directors is responsible for studying them and directing relevant departments to develop plans and implement timely corrective actions.

CHAPTER VIII. IMPLEMENTATION PROVISIONS

Article 28. Application of relevant provisions and effective date

In the event that relevant legal regulations and/or the Company's Articles of Association change, or if there are provisions not covered in these Regulations, the provisions of the law and/or the Articles of Association shall prevail.

The operating regulations of the Board of Directors of Lilama 18 Joint Stock Company consist of 8 chapters and 28 articles, and will take effect from April 25, 2026, replacing the operating regulations of the Board of Directors dated April 24, 2021.

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

NGUYEN HONG SY

**APPENDIX 01: CONTENT OF AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON
OPERATION OF THE BOARD OF DIRECTORS**

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
1.	(Issued together with the Resolution of the 2021 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company)	(Issued together with the Resolution of the 2026 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company)	Update the effective date of the Regulations
2.	Ho Chi Minh City, April 24, 2021	Ho Chi Minh City, April 25, 2026	Update the date, month, and year of the Regulations' adoption
3.	Basis section (none).	Basis section Pursuant to the government's Decree No. 245/2025/NĐ-CP amending and supplementing a number of articles of the government's Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities dated September 11, 2025.	Update to supplement Decree No. 245/2025/NĐ-CP
4.	Basis section Pursuant to the Resolution of the General Meeting of Shareholders No. 14/NQ-ĐHĐCĐ, dated April 24, 2021	Basis section Pursuant to the Resolution of the General Meeting of Shareholders No. 19/NQ-ĐHĐCĐ, dated April 25, 2026	Update the number of the Resolution of the General Meeting of Shareholders, and the date, month, and year of the Regulations' adoption
5.	Clause 4 Article 5 4. The structure of members of the Board of Directors is as follows:	Clause 4 Article 5 4. The structure of members of the Board of Directors is as follows:	Update according to the amended Charter

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	a) The structure of the company's Board of Directors must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must ensure the following regulations: a) There is at least 01 independent member in case the company has from 03 to 05 members of the Board of Directors; b) There are at least 02 independent members in case the company has from 06 to 08 members of the Board of Directors; c) There are at least 03 independent members in case the company has from 09 to 11 members of the Board of Directors.	The structure of the company's Board of Directors must ensure that at least 01 member of the Board of Directors is a non-executive member. The company shall minimize the number of Members of the Board of Directors concurrently holding executive positions in the company to ensure the independence of the Board of Directors. The number of independent members of the Board of Directors must ensure the regulation of having at least 01 independent member.	
6.	Article 7 Article 7. Chairman and Vice Chairman of the Board of Directors	Article 7 Article 7. Chairman of the Board of Directors	No longer holds the title of Vice Chairman of the Board of Directors
7.	Clause 7 Article 7 7. The Vice Chairman of the Board of Directors has the following rights and obligations:	Clause 7 Article 7 (Removed).	No longer holds the title of Vice Chairman of the Board of Directors

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	a) The Vice Chairman of the Board of Directors has the same rights, responsibilities, and obligations as the Chairman of the Board of Directors in case of being authorized by the Chairman of the Board of Directors and only in the case where the Chairman of the Board of Directors has notified the Board of Directors that they are absent or must be absent due to force majeure reasons or are unable to perform their duties. b) In the case mentioned above, if the Chairman of the Board of Directors does not appoint the Vice Chairman of the Board of Directors to perform the rights and obligations of the Chairman of the Board of Directors, the remaining members of the Board of Directors shall appoint the Vice Chairman of the Board of Directors. c) In case both the Chairman of the Board of Directors and the Vice Chairman of the Board of Directors are temporarily unable to perform their duties for any reason, the Board of Directors may appoint another person among them to perform the duties of the Chairman of the Board of Directors according to the majority principle.		

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	d) The Vice Chairman of the Board of Directors may be dismissed by the decision of the Board of Directors.		
8.	Clause 3 Article 9 3. Voting to elect members of the Board of Directors must be carried out by the cumulative voting method, whereby each shareholder has the total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders have the right to accumulate all or part of their total votes for one or more candidates. The elected members of the Board of Directors are determined by 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.	Clause 3 Article 9 3. Voting to elect members of the Board of Directors must be carried out by the cumulative voting method, whereby each shareholder has the total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders have the right to accumulate all or part of their total votes for one or more candidates. The elected members of the Board of Directors are determined by 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 held among the candidates with the same number of votes or a selection will be made according to the criteria of the election regulations or the Company's Charter.	Supplementing election cases
9.	Clause 3 Article 11 3. The Board of Directors must report to the General Meeting of Shareholders on the operating results of the Board of Directors in accordance with the provisions of Article 280 of the government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing	Clause 3 Article 11 3. The Board of Directors must report to the General Meeting of Shareholders on the operating results of the Board of Directors in accordance with the provisions of Article 280 of the government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing	Update according to the amended Charter

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	the implementation of a number of articles of the Law on Securities.	the implementation of a number of articles of the Law on Securities and the government's Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles 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.	
10.	Clause 2 Article 17 2. In case the chairperson or the minute taker refuses to sign the meeting minutes, but if they are signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in points a, b, c, d, dd, e, g, and h of Clause 1 of this Article, then these minutes shall be effective.	Clause 2 Article 17 2. In case the chairperson or the minute taker refuses to sign the meeting minutes, but if they are signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in points a, b, c, d, dd, e, g, and h of Clause 1 of this Article, then these minutes shall be effective. The meeting minutes shall clearly state the refusal of the chairperson or the minute taker to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and honesty of the content of the Board of Directors' meeting minutes. The chairperson and the minute taker shall be personally responsible for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company's Charter, and relevant laws.	Update according to the amended Charter (supplementing content)
11.	Article 28	Article 28	Update the effective date of the Regulations

No.	Content stipulated in the current Regulations	Content stipulated in the amended and supplemented Regulations	Basis
	Article 28. Application of relevant regulations and Effectiveness In case the relevant provisions of the law and/or the Company's Charter change or there are contents not yet stipulated by these Regulations, the provisions of the law and/or the Charter shall be followed. The Regulations on operation of the Board of Directors of Lilama 18 Joint Stock Company consist of 8 chapters, 28 articles and take effect from April 24, 2021, replacing the Regulations on operation of the Board of Directors and coordination relationship with the General Director dated March 20, 2020.	Article 28. Application of relevant regulations and Effectiveness In case the relevant provisions of the law and/or the Company's Charter change or there are contents not yet stipulated by these Regulations, the provisions of the law and/or the Charter shall be followed. The Regulations on operation of the Board of Directors of Lilama 18 Joint Stock Company consist of 8 chapters, 28 articles and take effect from April 25, 2026, replacing the Regulations on operation of the Board of Directors dated April 24, 2021.	

PROPOSAL

Re: Dismissal of members of the Board of Supervisors and supplementary election of members of the Board of Supervisors for the 2022 - 2027 term

Pursuant to:

- Law on Enterprises No. 59/2020/QH14, dated June 17, 2020, and its amendments, supplements, and guiding documents.
- Law on Securities No. 54/2019/QH14, dated November 26, 2019, and its amendments, supplements, and guiding documents.
- Charter of Lilama 18 Joint Stock Company, dated June 15, 2022.
- Resignation letter dated March 5, 2026, of Mr. Nguyen Van Binh, Member of the Board of Supervisors - Head of the Board of Supervisors of Lilama 18 Joint Stock Company, for the 2022 - 2027 term.
- Resignation letter dated March 5, 2026, of Ms. Nguyen Thi Thanh Thuy, Member of the Board of Supervisors of Lilama 18 Joint Stock Company, for the 2022 - 2027 term.
- Resolution No. 18/NQ-HDQT dated March 31, 2026, of the Board of Directors of Lilama 18 Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following matter:

1. Approve the resignation letters of the following Member of the Board of Supervisors:

- Mr. Nguyen Van Binh - Position: Head of the Board of Supervisors
- Ms. Nguyen Thi Thanh Thuy - Position: Member of the Board of Supervisors

2. Supplementary election of members of the Board of Supervisors for the 2022 - 2027 term, to ensure the minimum number of members of the Board of Supervisors as prescribed in Clause 1, Article 37 of the Company's Charter. Specifically:

- The full number of members of the Board of Supervisors is: 03 persons.
- The current number of members of the Board of Supervisors is: 01 person.
- The number of members of the Board of Supervisors to be supplemented is: 02 persons.
- Term: 2022 – 2027
- Maximum number of candidates for members of the Board of Supervisors: Unlimited
- Criteria for candidates for members of the Board of Supervisors (*Pursuant to Article 169 of the Law on Enterprises 59/2020/QH14, Article 286 of Decree 155/2020/NĐ-CP, and Clause 2, Article 37 of the Company's Charter*)

Respectfully submitted!



**ON BEHALF OF THE BOD
CHAIRMAN**

NGUYEN HONG SY

No.: 32/TTr-HĐQT

Ho Chi Minh City, April 22, 2026

PROPOSAL

Re: Proposal for the approval of the list of candidates for the supplementary election of members of the Board of Supervisors for the 2022 - 2027 term

Pursuant to:

- Law on Enterprises No. 49/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents.
- Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents.
- Charter of Lilama 18 Joint Stock Company dated June 15, 2022.

The Board of Directors of Lilama 18 Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the list of candidates for the supplementary election of members of the Board of Supervisors for the 2022 - 2027 term:

List of candidates for the Board of Supervisors for the supplementary election for the 2022 - 2027 term:

- Mr.: NGUYEN VAN CHAU
- Mr.: PHAM QUOC VIET

Other matters related to the supplementary election of members of the Board of Supervisors for the 2022 - 2027 term shall be applied in accordance with the Regulations on the supplementary election of the Board of Supervisors at the 2026 Annual General Meeting of Shareholders.

The Board of Directors of Lilama 18 Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted */s/*

ON BEHALF OF THE
BOARD OF DIRECTORS
CHAIRMAN

NGUYEN HONG SY



LILAMA 18 JOINT STOCK COMPANY

Address: 9-19 Ho Tung Mau, Sai Gon Ward, Ho Chi Minh City

Telephone: (028) 3829 8490

Fax: (028) 3821 0853

Email : info@lilama18.com.vn

Website: www.lilama18.com.vn

**REGULATIONS ON NOMINATION, CANDIDACY, AND
SUPPLEMENTARY ELECTION OF MEMBERS OF THE BOARD OF
SUPERVISORS FOR THE 2022 - 2027 TERM
LILAMA 18 JOINT STOCK COMPANY**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14, dated June 17, 2020, and its amendments, supplements, and guiding documents.*
- *Law on Securities No. 54/2019/QH14, dated November 26, 2019, and its amendments, supplements, and guiding documents.*
- *Decree 155/2020/NĐ-CP detailing the implementation of a number of articles of the Law on Securities, passed on December 31, 2020, and its amendments, supplements, and guiding documents.*
- *Charter of Lilama 18 Joint Stock Company, dated June 15, 2022.*
- *The Regulations on corporate governance of Lilama 18 Joint Stock Company, dated April 24, 2021.*

The Vote Counting Committee of the General Meeting announces the Regulations on nomination, candidacy, and supplementary election of Members of the Board of Supervisors at the 2026 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company as follows:

I. Explanation of terms/abbreviations

- Company : Lilama 18 Joint Stock Company
- BOD : Board of Directors.
- BOS : Board of Supervisors
- OC : Organizing Committee of the General Meeting.
- GMS : General Meeting of Shareholders.
- Delegate : Shareholder, authorized representative (proxy)
- Electronic voting : Is the act of Delegates using devices with Internet connection and performing voting/election through the Electronic Voting system specified by the Company and informed to delegates at the time delegates register to attend the Meeting.
- Electronic Voting System : Is the system used by the Company and provided to Delegates with tools to exercise related rights when attending

the General Meeting of Shareholders.

II. Chairman of the General Meeting:

The Chairman of the General Meeting is responsible for presiding over the election, specifically including the following tasks:

- Introducing the list of nominations and candidacies for the Board of Supervisors;
- Supervising the voting and vote counting;
- Resolving complaints regarding the election (if any)

III. Regulations on nomination and candidacy for Members of the Board of Supervisors

- Number of additional members of the Board of Supervisors to be elected: 02 persons
- Term: 2022 – 2027
- Maximum number of candidates for the Board of Supervisors: unlimited

1. Right to nominate and stand for election as Members of the Board of Supervisors:
(pursuant to Article 36 of the Company Charter)

Shareholders holding voting shares have the right to aggregate their voting rights to nominate candidates for the Board of Supervisors. A shareholder or group of shareholders holding from 10% to less than 30% of voting shares shall be entitled to nominate one (01) member of the Board of Supervisors; from 30% to less than 40% shall be entitled to nominate a maximum of two (02) members; from 40% to less than 50% shall be entitled to nominate a maximum of three (03) members; from 50% to less than 60% shall be entitled to nominate a maximum of four (04) members; from 60% or more shall be entitled to nominate five (05) candidates.

Nominated candidates must meet all the standards specified in section 2 below.

In case the number of candidates for the Board of Supervisors through nomination and candidacy is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with this Charter, the Regulations on corporate governance, and the Regulations on operation of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

2. Standards for candidates for Members of the Board of Supervisors: *Candidates for the Board of Supervisors must fully meet the following standards and conditions (pursuant to Clause 1, Article 169 of the Law on Enterprises 59/2020/QH14; Article 286 of Decree No. 155/2020/ND-CP and Clause 2, Article 37 of the Company Charter)*

- Possess full civil act capacity and are not prohibited from establishing and managing enterprises under the provisions of Clause 2, Article 17 of the Law on Enterprises 59/2020/QH14;

- Have been trained in one of the majors in economics, finance, accounting, auditing, law, business administration, or a major suitable for the business activities of the enterprise;
- Must not be a person with a family relationship (wife, husband, father, mother, adoptive father, adoptive mother, father-in-law (husband's side), mother-in-law (husband's side), father-in-law (wife's side), mother-in-law (wife's side), child, adopted child, child in law, elder brother, order sibling, younger sibling, elder brother-in-law, younger brother-in-law, elder sister-in-law, younger sister-in-law, wife's elder brother, husband's elder brother, wife's elder sister, husband's elder sister, wife's younger sibling, husband's younger sibling) of a member of the Board of Directors, Director or General Director, and other managers;
- Must not be a manager of the company; it is not required to be a shareholder or employee of the company;
- Not working in the accounting or finance department of the Company;
- Not be a member or employee of an auditing organization approved to audit the company's financial statements in the 03 prior consecutive years.
- Other standards and conditions as prescribed by other relevant laws and the Company Charter.

IV. Election principles:

- Strictly comply with the provisions of the law and the Company Charter.
- Voting rights are calculated based on the number of shares owned or represented. Election results are calculated based on the number of voting shares of the shareholders attending the meeting.
- In each election, a shareholder delegate shall only use one ballot corresponding to the number of shares owned or represented.
- The Vote Counting Committee is nominated by the presidium and approved by the General Meeting. Members of the vote counting committee must not be named in the list of nominations and candidacies for the Board of Supervisors.

V. Election method:

- The list of candidates for the Board of Supervisors is arranged in alphabetical order by name, with the full name recorded on the ballot.
- Election method: *(Pursuant to Clause 3, Article 148 of the 2020 Law on Enterprises)*
 - Conducted using the cumulative voting method: whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Supervisors.
 - Attending delegates have the right to accumulate their total voting rights for one or more candidates.
 - Attending delegates access the electronic voting system and conduct their voting

Regulations on Nomination, Candidacy, and Election

(note that delegates shall vote during the electronic voting period as specified in the Working Regulations).

- In case of a mistaken selection: Attending delegates access the electronic voting system and re-conduct their voting (note that delegates shall vote during the electronic voting period as specified in the Working Regulations).

VI. Ballot:

- The ballot (voting paper) is the ballot provided by the Company to the delegate through the electronic voting system.
- How to select the Board of Supervisors ballot:
 - ✓ Delegates vote for a number of candidates equal to the number of members to be elected;
 - ✓ If voting by accumulating the entire number of votes for one candidate or dividing the entire number of votes equally among candidates, the delegate marks the '**Cumulative voting**' box for the corresponding candidates.
 - ✓ If the number of votes cast for each candidate is not equal, the delegate shall clearly record the number of votes in the '**Number of votes**' box for the respective candidates.

Note:

In case a delegate marks the '**Cumulative voting**' box and also records the quantity in the 'Number of votes' box, the result shall be taken according to the quantity in the '**Number of votes**' box.

- The following ballots shall be considered invalid:
 - The number of candidates the delegate votes for is greater than the number of members to be elected;
 - The ballot has a total number of votes for candidates greater than the total number of votes allowed to be cast;
- In case of errors, shareholders may change the election results (but cannot cancel the election results). The online system only records the vote counting for the final election result at the time of the end of the electronic voting of each vote counting period as specified in the working regulations of the General Meeting.
- After the voting ends, the system will automatically record the end of the vote counting.
- The Vote Counting Committee is responsible for preparing the vote counting minutes, announcing the results, and, together with the presidium, resolving shareholders' inquiries and complaints (if any).

VII. Principles for selecting candidates:

- The elected candidate is determined by the number of votes received, from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.

- In case two (02) or more candidates receive the same number of votes for the final member, a re-election shall be conducted among the candidates with the same number of votes.
- If the first election result does not reach the required number, the election shall be conducted until the required number of members is reached.

VIII. Application for nomination and candidacy for the Board of Supervisors:

The application for candidacy and nomination for the Board of Supervisors includes:

- Application for candidacy/nomination for the Board of Supervisors (according to the template).
- Curriculum vitae (according to the template).
- Copies of the following documents: ID card/Passport.
- Certificates of educational level and qualification (if any).

The person nominating for the Board of Supervisors shall be responsible before the law and the General Meeting of Shareholders for the accuracy and honesty of the content in their application.

Please submit the application to Lilama 18 Joint Stock Company before 16:00 on April 21, 2026, at the following address:

- Office of Lilama 18 Joint Stock Company.
- Address: 9 - 19 Ho Tung Mau, Saigon Ward, Ho Chi Minh City.
- Telephone: (028) 3829 8490 Fax: (028) 3821 0853

The above is the entire regulation on nomination, candidacy, and supplementary election to the Board of Supervisors at the 2026 Annual General Meeting of Shareholders of Lilama 18 Joint Stock Company, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

These election regulations shall take effect immediately after being approved by the General Meeting of Shareholders.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN

NGUYEN HONG SY



LILAMA 18 JOINT STOCK COMPANY

Address: 9-19 Ho Tung Mau, Sai Gon Ward, Ho Chi Minh City

Tel: (028) 3829 8490 Fax: (028) 3821 0853 Website: <https://www.lilama18.com.vn>

NOMINATION FORM
FOR MEMBERS OF THE BOARD OF SUPERVISORS TO BE ELECTED
FOR THE 2022 – 2027 TERM
(Applicable to shareholders)
To: Lilama 18 Joint Stock Company

- Name of shareholder:
- ID Card/Citizen ID/Passport/ERC No.:..... date of issue:.....place of issue:.....
- Legal representative (if any):
- Number of shares owned:..... shares
- Corresponding to a total par value of: (VND)

I hereby request Lilama 18 Joint Stock Company to allow me to nominate:

1. **Mr./Ms.:**
Citizen ID/Passport No.:..... date of issue:..... place of issue:.....
Permanent address:
Educational qualification:.....Major:
Currently owning: (shares)
Corresponding to a total par value of:..... (VND)
2. **Mr./Ms.:**
Citizen ID/Passport No.:..... date of issue:..... place of issue:.....
Permanent address:
Educational qualification:.....Major:
Currently owning: (shares)
Corresponding to a total par value of:..... (VND)
3. **Mr./Ms.:**
Citizen ID/Passport No.:..... date of issue:..... place of issue:.....
Permanent address:
Educational qualification:.....Major:
Currently owning: (shares)
Corresponding to a total par value of:..... (VND)

4. **Mr./Ms.:**
 Citizen ID/Passport No.:..... date of issue:..... place of issue:.....
 Permanent address:
 Educational qualification:.....Major:
 Currently owning: (shares)
 Corresponding to a total par value of:..... (VND)
5. **Mr./Ms.:**
 Citizen ID/Passport No.:..... date of issue:..... place of issue:.....
 Permanent address:
 Educational qualification:.....Major:
 Currently owning: (shares)
 Corresponding to a total par value of:..... (VND)

As a candidate for the Board of Supervisors of Lilama 18 Joint Stock Company for the 2022 – 2027 term.

Sincerely thank you!

Attached documents:

- Copy of Citizen ID/Passport/Permanent Residence Registration.
- Candidate's curriculum vitae.
- Certificates of educational and professional Qualification (if any).

Month Date..... Year

Nominator

(Signature, seal and full name)



LILAMA 18 JOINT STOCK COMPANY

Address: 9-19 Ho Tung Mau, Sai Gon Ward, Ho Chi Minh City

Tel: (028) 3829 8490 Fax: (028) 3821 0853 Website: <https://www.lilama18.com.vn>

NOMINATION FORM

FOR MEMBERS OF THE BOARD OF SUPERVISORS TO BE ELECTED

FOR THE 2022 – 2027 TERM

(Applicable to group of shareholders)

To: Lilama 18 Joint Stock Company

- Representative of the group of shareholders:
- ID Card/Citizen ID/Passport/ERC No.: date of issue: place of issue:
..... (list of group of shareholders attached)
- Number of shares owned by the group of shareholders: shares
- Corresponding to a total par value of: (VND)

We hereby request Lilama 18 Joint Stock Company to allow us to nominate:

1. Mr./Ms.:

Citizen ID/Passport No.: date of issue: place of issue:

Permanent address:

Educational qualification: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

2. Mr./Ms.:

Citizen ID/Passport No.: date of issue: place of issue:

Permanent address:

Educational qualification: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

3. Mr./Ms.:

Citizen ID/Passport No.: date of issue: place of issue:

Permanent address:

Educational qualification: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

4. Mr./Ms.:

Citizen ID/Passport No.:..... date of issue:..... place of issue:.....

Permanent address:

Educational qualification:.....Major:

Currently owning: (shares)

Corresponding to a total par value of:..... (VND)

5. Mr./Ms.:

Citizen ID/Passport No.:..... date of issue:..... place of issue:.....

Permanent address:

Educational qualification:.....Major:

Currently owning: (shares)

Corresponding to a total par value of:..... (VND)

As a candidate to join for the Board of Supervisors of Lilama 18 Joint Stock Company for the 2022 – 2027 term.

Sincerely thank you!

Attached documents:

- Copy of Citizen ID/Passport/Permanent Residence Registration.
- Candidate's curriculum vitae.
- Certificates of educational and professional Qualification (if any).

Month Date Year

Representative of the nominating
group of shareholders

(Signature, seal and full name)

LIST OF GROUP OF SHAREHOLDERS
ATTACHED TO THE NOMINATION FORM OF THE GROUP OF
SHAREHOLDERS

No.	Name	Citizen Identity Card/Citizen Identification Card/Passport/ Business Registration Certificate	Permanent address	Number of shares owned	Shareholder's signature/signature and seal if it is an organization
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
....					
....					
.....					
.....					
Total					

MINUTES OF THE GROUP MEETING
NOMINATION OF CANDIDATES FOR THE BOARD OF SUPERVISORS
LILAMA 18 JOINT STOCK COMPANY 2022 - 2027 TERM

- Pursuant to the Charter of Lilama 18 Joint Stock Company.
- Pursuant to the Regulations on supplementary nomination of members of the Board of Supervisors of Lilama 18 Joint Stock Company for the 2022 - 2027 term.

Today, on/...../20..., at, we, the shareholders of Lilama 18 Joint Stock Company, collectively holding shares (in words: shares), accounting for% of the total voting shares of the Company, listed below:

No.	Shareholder Name	ID Card/Passport/Business Registration	Address	Number of Shares owned	Shareholder signature/signature and seal if an organization
1					
2					
3					
4					
5					
	Total				

We hereby unanimously appoint:

Mr./Ms.:

ID Card/Passport No.:..... Date of issue:..... Place of issue:.....

Permanent address:

To act as the group representative to carry out nomination procedures in accordance with the Regulations on participating in the nomination to the Board of Supervisors of Lilama 18 Joint Stock Company for the 2022 - 2027 term.

And unanimously nominate the following candidates to join the Board of Supervisors:

1. Mr./Ms.:

ID Card/Passport No.:..... Date of issue:..... Place of issue:.....

Permanent address:

Educational level:.....Major:

Currently owning: (shares)
Corresponding to a total par value of: (VND)

2. Mr./Ms.:

ID Card/Passport No.: Date of issue: Place of issue:

Permanent address:

Educational level: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

3. Mr./Ms.:

ID Card/Passport No.: Date of issue: Place of issue:

Permanent address:

Educational level: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

4. Mr./Ms.:

ID Card/Passport No.: Date of issue: Place of issue:

Permanent address:

Educational level: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

5. Mr./Ms.:

ID Card/Passport No.: Date of issue: Place of issue:

Permanent address:

Educational level: Major:

Currently owning: (shares)

Corresponding to a total par value of: (VND)

These minutes were prepared at hours, on / / at

Month, Date, Year

Nominated group representative

(Signature, seal, and full name)



LILAMA 18 JOINT STOCK COMPANY

Address: 9-19 Ho Tung Mau, Sai Gon Ward, Ho Chi Minh City

Tel: (028) 3829 8490 Fax: (028) 3821 0853 Website: <https://www.lilama18.com.vn>

**SELF-NOMINATION FORM
MEMBERS OF THE BOARD OF SUPERVISORS FOR THE 2022 – 2027 TERM**

To: Lilama 18 Joint Stock Company

- Full Name:
- ID Card/Passport:..... Date of issue:..... Place of issue:.....
- Number of shares owned:..... share(s)
- Corresponding total value according to face value:
(VND)

I request that the Lilama 18 Joint Stock Company allow me to nominate myself to The Board of Supervisors of the Lilama 18 Joint Stock Company for the 2022 - 2027 term.

If the shareholders trust me to be elected as a member of The Board of Supervisors, I would like to use all my abilities and enthusiasm to contribute to the development of the Lilama 18 Joint Stock Company.

Sincerely thank you!

Attached documents:

- Copy of Citizen ID/Passport/Permanent Residence Registration.
- Candidate's curriculum vitae.
- Certificates of educational and professional Qualification (if any)..

....., Date..... month year

Self-nominated person
(Sigh, stamp your full name)

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

-----oOo-----

RESUME

1/ Full name:	
2/ Gender:	
3/ Date of birth:	
4/ Place of birth:	
5/ ID card/Citizen Identity Card/Passport:	Date of issue:
6/ Nationality:	
7/ Ethnic group:	
8/ Permanent address:	
9/ Company phone number::	Mobile phone number:
10/ Email address:	
11/ Professional qualifications:	
12/ Work process:	
+ From ... to ... :	
+ From ... to ... :	
13/ Current job positions:	
14/ Total number of shares held (closed date.../.../...) shares, accounting for% of charter capital, of which:	
+ Representative of the capital of (Organization is State shareholder/strategic shareholder/other):	 shares, accounting for% of charter capital
+ Individual owns:	 shares, accounting for% of charter capital
15/ Commitments (if any)	
16/ Related people holding shares of the company:	 - Relationship:; Holding: shares, accounting for charter capital
	 - Relationship:; Holding: shares, accounting for charter capital
17/ Related benefits for the Company:	
18/ Conflicting interests with the Company:	

I certify that the above statements are completely true. If they are false, I will take full responsibility before the law.

....., date month 2026

The person filling out the form

(Sign, full name)