NTERNAL REGULATIONS ON CORPORATE GOVERNANCE

ME LIN STEEL JOINT STOCK COMPANY

Vinh Phuc, April 2025

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INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
ME LIN STEEL JOINT STOCK COMPANY

Pursuant to the Law on Securities dated November 26, 2019;

Pursuant to the Law on Enterprises dated June 17, 2020;

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

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance providing guidance on certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Me Lin Steel Joint Stock Company;

Pursuant to Resolution No. ... of the General Meeting of Shareholders dated April 28, 2025;

The Board of Directors hereby promulgates the Internal Regulations on Corporate Governance of Me Lin Steel Joint Stock Company.

The Internal Regulations on Corporate Governance of Me Lin Steel Joint Stock Company comprise the following provisions:

CHAPTER I. GENERAL PROVISIONS

Article 1. Scope of Regulation and Applicable Entities

1. Scope of regulation: These Internal Regulations on Corporate Governance stipulate matters relating to the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors and the General Director; the order and procedures for convening meetings of the General Meeting of Shareholders; the nomination, candidacy, election, dismissal and removal of members of the Board of Directors, the Board of Supervisors and the General Director; and other activities in accordance with the Company's Charter and other applicable laws and regulations.

2. Applicable entities: These Regulations apply to members of the Board of Directors, members of the Board of Supervisors, the General Director and their related parties.

Article 2. Interpretation of Terms

1. The following terms shall have the meanings set out below:

- "Company" means Me Lin Steel Joint Stock Company.
- "Related person" means an individual or organization as defined in Clause 46, Article 4 of the Law on Securities.
- "Enterprise manager" means a person as defined in Clause 24, Article 4 of the Law on Enterprises.
- "Executive officer" means the General Director, Deputy General Directors, the Chief Accountant and other executive officers as provided for in the Company's Charter.
- "Shareholder" means an individual or organization that owns shares in the Company.
- "General Meeting of Shareholders" or "Meeting" means the General Meeting of Shareholders of the Company.
- "Charter" means the Charter on Organization and Operation of Me Lin Steel Joint Stock Company.
- "Regulations" means the Company's Internal Regulations on Corporate Governance.
- "Law on Enterprises" means Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020.
- "Law on Securities" means Law on Securities No. 54/2019/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019.
- "Independent member of the Board of Directors" means a member of the Board of Directors who satisfies the conditions specified in Clause 2, Article 155 of the Law on Enterprises.
- "VSD" means the Vietnam Securities Depository and Clearing Corporation.
- "BOD" means the Board of Directors of the Company.
- "BOS" means the Board of Supervisors of the Company.
- Other terms not defined in these Regulations shall be interpreted in accordance with the Law on Enterprises, the Law on Securities and Decree No. 155/2020/ND-CP.

2. In these Regulations, references to any provision or provisions of a legal

document shall include any amendments or supplements thereto, or any legal documents replacing such documents.

CHAPTER II. GENERAL MEETING OF SHAREHOLDERS

Article 3. Roles, Rights and Obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders entitled to vote and is the highest decision-making body of the Company. The General Meeting of Shareholders shall convene an annual meeting once a year within four (04) months from the end of the fiscal year. Unless otherwise provided for in the Company's Charter, the Board of Directors may extend the deadline for convening the annual General Meeting of Shareholders where necessary, provided that such extension does not exceed six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings. The venue of a General Meeting of Shareholders shall be the place where the chairperson attends the meeting and must be located within the territory of Vietnam.

2. The General Meeting of Shareholders shall have the following rights and obligations:

a. To approve the Company's development orientations;

b. To decide on the types of shares and the total number of shares of each type authorized for offering, and to determine the annual dividend rate for each type of share;

c. To elect, dismiss and remove members of the Board of Directors and members of the Board of Supervisors;

d. To decide on investments in or sales of assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's latest financial statements;

e. To decide on amendments and supplements to the Company's Charter;

f. To approve the annual financial statements;

g. To decide on the repurchase of more than ten percent (10%) of the total number of shares of each type already sold;

h. To consider and address violations committed by the Board of Directors or the Board of Supervisors that cause damage to the Company or its shareholders;

i. To decide on the reorganization or dissolution of the Company;

j. To decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;

k. To approve the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors and the Board of Supervisors;

l. To approve the list of approved audit firms; to select an approved audit firm to audit the Company's operations; and to dismiss an approved auditor when deemed necessary;

m. To exercise other rights and perform other obligations in accordance with the Company's Charter and the Law on Enterprises.

Article 4. Order and Procedures for Convening a General Meeting of

Shareholders and Adopting Resolutions by Voting at the Meeting

The order and procedures for convening a General Meeting of Shareholders and adopting resolutions by voting at the meeting shall include the following key contents:

1. Authority to convene the General Meeting of Shareholders

The Board of Directors shall convene annual and extraordinary General Meetings of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of the Company's Charter.

2. Preparation of the List of Shareholders Entitled to Attend the Meeting

The person convening the General Meeting of Shareholders shall prepare a list of shareholders eligible to attend and vote at the meeting. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no earlier than ten (10) days before the date on which the invitation to the General Meeting of Shareholders is sent.

3. Notice of the Record Date for Determining Shareholders Entitled to Attend the General Meeting of Shareholders

a. The record date is the date on which shareholders entitled to attend the General Meeting of Shareholders are determined. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the record date.

b. The Chairperson of the Board of Directors or the Company's legal representative shall send a notice and relevant documents to the Vietnam Securities Depository and Clearing Corporation (VSDC) and the Hanoi Stock Exchange (HNX) regarding the record date for preparing the list of shareholders entitled to attend the meeting at least eight (08) working days before the record date. The Company shall also disclose such information to the State Securities Commission of Vietnam (SSC) and publish it on the Company's website in accordance with applicable regulations.

4. Notice of Invitation to the General Meeting of Shareholders

a. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery and shall also be published on the Company's website, the website of the State Securities Commission of Vietnam and the website of the relevant Stock Exchange. The person convening the General Meeting of Shareholders must send the invitation to all shareholders on the list of shareholders entitled to attend the meeting at least twenty-one (21) days before the opening date of the meeting. This period shall be calculated from the date on which the notice is duly sent or dispatched, with postage prepaid or deposited in the mailbox.

The meeting agenda and documents relating to matters to be voted on at the General Meeting of Shareholders shall be sent to shareholders and/or published on the Company's website. If the documents are not enclosed with the notice of invitation, the notice must specify the link to the complete set of meeting documents so that shareholders can access them, including:

- The meeting agenda and documents to be used at the meeting;
- The list and detailed information of candidates in the event of elections of members of the Board of Directors or the Board of Supervisors;

• Voting ballots;

• Draft resolutions on each matter included in the meeting agenda.

5. Agenda and Contents of the General Meeting of Shareholders

a. The person convening the General Meeting of Shareholders shall be responsible for preparing the meeting agenda and contents.

b. A shareholder or group of shareholders as prescribed in Clause 2, Article 12 of the Company's Charter shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposals must be made in writing and sent to the Company no later than three (03) working days before the opening date of the meeting. The proposal must specify the shareholder's name, the number of shares of each type held by the shareholder, and the matters proposed for inclusion in the meeting agenda.

c. The person convening the General Meeting of Shareholders may reject a proposal referred to in Point b, Clause 5 of this Article if it falls under any of the following circumstances:

• The proposal is submitted in violation of Point b, Clause 5 of this Article;

• At the time the proposal is submitted, the shareholder or group of shareholders does not hold the minimum number or percentage of ordinary shares required under Clause 2, Article 12 of the Company's Charter;

• The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;

• Other cases prescribed by applicable laws and the Company's Charter.

d. The person convening the General Meeting of Shareholders must accept the proposals referred to in Point b, Clause 5 of this Article and include them in the proposed agenda and contents of the meeting, except in the cases specified in Point c, Clause 5 of this Article. A proposal shall be officially added to the meeting agenda and contents if approved by the General Meeting of Shareholders.

6. Authorization of Representatives to Attend the General Meeting of Shareholders

a. A shareholder or an authorized representative of a shareholder that is an organization may attend the meeting in person or authorize one or more other individuals or organizations to attend the meeting, or participate through one of the methods specified in Clause 3, Article 144 of the Law on Enterprises.

b. The authorization of an individual or organization to represent a shareholder at the General Meeting of Shareholders in accordance with Point a, Clause 6 of this Article must be made in writing. The written authorization shall comply with the laws on civil matters and specify the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares covered by the authorization, the contents and scope of the authorization, the authorization period, and the signatures of both the authorizing party and the authorized party.

The authorized representative attending the General Meeting of Shareholders must submit the written authorization upon registration for the meeting. In the case of sub-authorization, the attendee must also present the original authorization document issued

by the shareholder or the authorized representative of the organizational shareholder, unless such document has previously been registered with the Company.

c. A voting ballot cast by an authorized representative attending the meeting within the scope of the authorization shall remain valid in any of the following circumstances, except where:

- The authorizing person has died, has limited civil act capacity or has lost civil act capacity;
- The authorizing person has revoked the authorization appointment;
- The authorizing person has revoked the authority of the person carrying out the authorization.

This provision shall not apply if the Company receives notice of any of the above events before the opening time of the General Meeting of Shareholders or before the reconvened meeting.

7. Registration to Attend the General Meeting of Shareholders and Verification of Shareholder Eligibility on the Date of the Meeting

a. The procedures for registering to attend the General Meeting of Shareholders shall be clearly specified in the notice of meeting and shall include contacting the Company or submitting the Meeting Registration Form (enclosed with the notice of the General Meeting of Shareholders sent to shareholders) to the Company.

b. Shareholders may register to attend the General Meeting of Shareholders using one of the methods specified in the notice of meeting, including:

- Attending and voting in person at the meeting;
- Authorizing another individual or organization to attend and vote at the meeting;
- Attending and voting via online meetings, electronic voting or other electronic means;
- Sending voting ballots to the meeting by post, fax or email;
- Sending voting ballots by other means in accordance with applicable laws and the Company's Charter.

c. Before the opening of the meeting, the Company must carry out shareholder registration procedures and continue such registration until all shareholders entitled to attend the meeting who are present have completed registration.

d. Shareholders may attend the meeting in person or authorize their representatives in writing to attend on their behalf. Where more than one (01) representative is appointed, the number of shares and voting rights allocated to each representative must be specifically determined. The authorization of a representative to attend the General Meeting of Shareholders must be made in writing in accordance with applicable laws. The authorized representative must present the written authorization when registering for the meeting, before entering the meeting room.

8. Conditions for Conducting the Meeting

a. A General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent more than fifty percent (50%) of the total voting rights.

b. If the first meeting fails to satisfy the conditions specified in Point a, Clause 8 of this Article, a second meeting shall be convened within thirty (30) days from the scheduled date of the first meeting. The second General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least thirty-three percent (33%) of the total voting rights.

c. If the second meeting fails to satisfy the conditions specified in Point b, Clause 8 of this Article, the notice of invitation to the third meeting must be sent within twenty (20) days from the scheduled date of the second meeting. In this case, the General Meeting of Shareholders shall be conducted regardless of the total voting rights represented by the shareholders attending the meeting.

d. Only the General Meeting of Shareholders shall have the authority to decide on changes to the meeting agenda previously sent together with the notice of invitation in accordance with Article 18 of the Company's Charter.

9. Methods of Adopting Resolutions of the General Meeting of Shareholders

Resolutions of the General Meeting of Shareholders on the following matters must be adopted by voting at a General Meeting of Shareholders:

a. Amendments and supplements to the Company's Charter;

b. The Company's development orientations;

c. Types of shares and the total number of shares of each type;

d. Election, dismissal and removal of members of the Board of Directors and the Board of Supervisors;

e. Decisions on investments in or sales of assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's latest financial statements, unless the Company's Charter provides for a different percentage or value threshold;

f. Approval of the annual financial statements;

g. Reorganization or dissolution of the Company.

10. Voting Procedures

a. Upon shareholder registration, the Company shall issue each shareholder or authorized representative entitled to vote a voting card indicating the registration number, the shareholder's full name, the full name of the authorized representative and the number of voting rights held by that shareholder.

b. The General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Delegates shall vote **"For," "Against"** or **"Abstain"** on each matter submitted for approval by raising their voting cards or marking their selected options on the voting ballot. The Chairperson shall propose the voting method for each matter on the agenda for approval by the General Meeting of Shareholders.

c. Shareholders, authorized representatives of organizational shareholders or other authorized representatives arriving after the meeting has commenced shall be entitled to register immediately and, upon completion of registration, participate in and vote at the meeting. The Chairperson shall not be required to suspend the meeting to allow late-arriving shareholders to register, and the validity of matters already voted on shall remain unchanged.

d. The election of members of the Board of Directors and the Board of Supervisors shall be conducted in accordance with the election procedures approved by the General Meeting of Shareholders, with ballots cast into the ballot box at the meeting.

11. Vote Counting Procedures

a. The General Meeting of Shareholders shall elect a Vote Counting Committee comprising persons responsible for counting votes or supervising the vote-counting process, 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 Chairperson of the meeting.

b. When voting at the General Meeting of Shareholders, voting cards indicating approval of a resolution shall be collected first, followed by voting cards indicating disapproval. The total number of votes for and against shall then be counted to determine the result. The Chairperson shall announce the total number of votes for, against, abstentions and invalid votes for each matter immediately after voting on that matter.

12. Conditions for Adoption of Resolutions

a. Resolutions on the following matters shall be adopted if approved by shareholders representing at least sixty-five percent (65%) of the total voting rights of all shareholders attending and voting at the meeting, except as provided for in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

The types of shares and the total number of shares of each type;

Changes to the business lines and sectors of the Company;

Changes to the organizational and management structure of the Company;

Investment projects or sales of assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's latest financial statements, unless the Company's Charter provides for a different percentage or value threshold;

Reorganization or dissolution of the Company.

b. Other resolutions shall be adopted if approved by shareholders holding more than fifty percent (50%) of the total voting rights of all shareholders attending and voting at the meeting, except for the matters specified in Point a of this Clause and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises.

c. Resolutions of the General Meeting of Shareholders adopted with the approval of shareholders representing one hundred percent (100%) of the total voting shares shall be lawful and effective even if the procedures for convening the meeting and adopting such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

13. Announcement of Vote-Counting Results

After the Vote Counting Committee has completed the counting process, the Chairperson or the Head of the Vote Counting Committee shall announce the results at the General Meeting of Shareholders before the meeting is adjourned. The announcement of the vote-counting results must specify the number of votes for, against and abstaining on each matter.

14. Procedures for Objecting to Resolutions of the General Meeting of Shareholders

a. A shareholder may object to the minutes or resolutions of the General Meeting of Shareholders by requesting that the meeting secretary record the objection in the meeting minutes if the resolution is announced at the meeting, or by submitting a written objection to the Board of Directors within ten (10) days from the date on which the minutes and resolutions are published on the Company's website.

b. Within ninety (90) days from the date of receipt of a resolution or the minutes of the General Meeting of Shareholders, or the minutes recording the results of vote counting for written consultation of shareholders, a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises shall have the right to request a court or arbitral tribunal to review and annul the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

The procedures for convening the meeting and adopting the resolution seriously violated the provisions of the Law on Enterprises and the Company's Charter, except as provided for in Clause 3, Article 21 of the Company's Charter;

The contents of the resolution violate the law or the Company's Charter.

In all cases, shareholders must continue to comply with the resolution of the General Meeting of Shareholders until an effective judgment or decision of a court or arbitral tribunal annulling the resolution is issued.

c. If a resolution of the General Meeting of Shareholders is annulled pursuant to a court judgment or arbitral decision, the person who convened the annulled meeting may consider convening a new General Meeting of Shareholders within forty-five (45) days, in accordance with the procedures prescribed by the Law on Enterprises and the Company's Charter.

d. A shareholder who voted against a resolution on the reorganization of the Company or a change in the rights and obligations of shareholders as stipulated in the Company's Charter shall have the right to request the Company to repurchase the shareholder's shares. The request must be made in writing and specify the shareholder's name and address, the number of shares of each type, the proposed selling price and the reason for requesting the repurchase. The request must be sent to the Company within ten (10) days from the date on which the General Meeting of Shareholders adopts the resolution on the matters specified in this Point.

e. The Company must repurchase the shares at the request of a shareholder under Point d of this Clause at market price or at a price calculated in accordance with the principles stipulated in the Company's Charter, within ninety (90) days from the date of receipt of the request. If the parties cannot agree on the price, they may request a valuation organization to determine the price. The Company shall introduce at least three (03) valuation organizations for the shareholder to choose from, and the shareholder's choice shall be final.

15. Preparation of Minutes of the General Meeting of Shareholders

a. The General Meeting of Shareholders must be recorded in minutes and may also be audio-recorded or recorded and stored in other electronic formats. The minutes of the General Meeting of Shareholders must be prepared in Vietnamese and may additionally be prepared in a foreign language. The minutes must contain the following principal details:

- The Company's name, head office address and enterprise registration number;
- The time and venue of the General Meeting of Shareholders;
- The meeting agenda and contents;
- The full names of the Chairperson and the meeting secretary;
- A summary of the proceedings and opinions expressed by shareholders at the General Meeting of Shareholders on each matter included in the meeting agenda;
- The number of shareholders attending the meeting and the total voting rights represented by them, together with an appendix containing the registration list of shareholders and shareholder representatives attending the meeting, specifying the corresponding number of shares and voting rights;
- The total number of votes cast on each matter, specifying the voting method, the total number of valid and invalid votes, votes for, votes against and abstentions, and the corresponding percentages of the total voting rights represented by shareholders attending the meeting;
- Matters approved and the corresponding approval percentages;
- The full names and signatures of the Chairperson and the meeting secretary. If the Chairperson or the meeting secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all required information specified in this Clause. The minutes must clearly state that the Chairperson or the meeting secretary refused to sign.

b. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The Chairperson and the meeting secretary, or any other person signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

c. Where the minutes are prepared in both Vietnamese and a foreign language, both versions shall have equal legal validity. In the event of any discrepancy between the Vietnamese and foreign-language versions, the Vietnamese version shall prevail.

d. The minutes of the General Meeting of Shareholders, the appendix containing the list of registered attendees bearing the shareholders' signatures, written authorizations to attend the meeting, all documents attached to the minutes (if any), and relevant documents enclosed with the notice of invitation must be disclosed in accordance with the laws on information disclosure in the securities market and retained at the Company's head office.

16. Disclosure of Resolutions of the General Meeting of Shareholders

Resolutions of the General Meeting of Shareholders must be disclosed in accordance with the laws on information disclosure in the securities market and retained at the Company's head office.

Article 5. Order and Procedures for Adopting Resolutions of the General Meeting of Shareholders by Written Consultation

The order and procedures for adopting resolutions of the General Meeting of Shareholders by written consultation shall include the following principal contents:

1. Cases in which written consultation is permitted or not permitted

The Board of Directors may seek shareholders' opinions in writing to adopt resolutions of the General Meeting of Shareholders when it deems necessary in the interests of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. Order and procedures for adopting resolutions of the General Meeting of Shareholders by written consultation

a. The Board of Directors shall prepare the written consultation ballot, the draft resolution of the General Meeting of Shareholders, and explanatory documents relating to the draft resolution, and send them to all shareholders entitled to vote no later than 10 days before the deadline for returning the completed ballots. The requirements and methods for sending the written consultation ballots and accompanying documents shall comply with Clause 3, Article 18 of the Company's Charter.

b. The written consultation ballot must contain the following principal information:

- The Company's name, head office address, and enterprise registration number;
- The purpose of the written consultation;
- The full name, contact address, nationality, and number of the legal identification document of an individual shareholder; or the name, enterprise registration number or number of the legal document of an organizational shareholder, and its head office address; or the full name, contact address, nationality, and number of the legal identification document of the representative of an organizational shareholder; together with the number of shares of each class and the number of voting rights of the shareholder;
- The matters on which opinions are sought for the adoption of resolutions;
- Voting options for each matter, comprising approval, disapproval, and no opinion;
- The deadline for returning the completed written consultation ballot to the Company;
- The full name and signature of the Chairperson of the Board of Directors.

c. Shareholders may return their completed written consultation ballots to the Company by post, fax, or email, subject to the following provisions:

- Where a ballot is sent by post, the completed ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The ballot returned to the Company must be placed in a sealed envelope, which must not be opened before the votes are counted;
- Where a ballot is sent by fax or email, the ballot returned to the Company must be kept confidential until the votes are counted;
- Ballots received by the Company after the deadline specified in the ballot, or ballots that have been opened before vote counting in the case of postal submissions or disclosed before vote counting in the case of fax or email submissions, shall be invalid. Ballots not returned to the Company shall be deemed ballots not participating in the voting.

d. The Board of Directors shall count the votes and prepare the vote-counting minutes in the presence of the Board of Supervisors or a shareholder who does not hold any managerial position in the Company.

The vote-counting minutes must contain the following principal information:

- The Company's name, head office address, and enterprise registration number;
- The purpose of the consultation and the matters submitted for approval by resolution;
- The number of shareholders participating in the voting and the total number of votes cast, distinguishing between valid and invalid votes, together with the methods by which votes were submitted and an appendix listing the shareholders participating in the voting;
- The total number of votes in favor, against, and expressing no opinion on each matter;
- The matters approved and the corresponding approval percentages;
- The full names and signatures of the Chairperson of the Board of Directors, the vote counters, and the vote-counting supervisors.

Members of the Board of Directors, the vote counters, and the vote-counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes and shall be jointly liable for any damage arising from resolutions adopted as a result of dishonest or inaccurate vote counting.

d. The vote-counting minutes and the resolution must be sent to shareholders within 15 days from the date on which vote counting is completed. The sending of the vote-counting minutes and resolution may be replaced by publication on the Company's website within 24 hours from the time vote counting is completed.

e. The completed written consultation ballots, vote-counting minutes, adopted resolutions, and relevant documents enclosed with the written consultation ballots must be retained at the Company's head office.

f. A resolution adopted by written consultation shall be validly adopted if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, and shall have the same legal effect as a resolution adopted at a meeting of the General Meeting of Shareholders.

Article 6. Order and Procedures for Adopting Resolutions of the General Meeting of Shareholders by Means of an Online Meeting

The order and procedures for adopting resolutions of the General Meeting of Shareholders by means of an online meeting shall clearly specify the following matters:

1. Notice of invitation to the online meeting of the General Meeting of Shareholders;
2. Procedures for registration to attend the online meeting of the General Meeting of Shareholders;
3. Authorization of representatives to attend the online meeting of the General Meeting of Shareholders;

4. Conditions for conducting the meeting;

5. Methods of adopting resolutions of the General Meeting of Shareholders at the online meeting;

6. Procedures for online voting;

7. Procedures for online vote counting;

8. Announcement of vote-counting results;

9. Preparation of minutes of the General Meeting of Shareholders;

10. Disclosure of resolutions of the General Meeting of Shareholders.

Article 7. Order and Procedures for Adopting Resolutions of the General Meeting of Shareholders by Means of a Hybrid Meeting (In-Person and Online)

The order and procedures for adopting resolutions of the General Meeting of Shareholders by means of a hybrid meeting, combining in-person attendance and online participation, shall clearly specify the following matters:

1. Notice of invitation to the meeting of the General Meeting of Shareholders;

2. Procedures for registration to attend the meeting of the General Meeting of Shareholders;

3. Authorization of representatives to attend the meeting of the General Meeting of Shareholders;

4. Conditions for conducting the meeting;

5. Methods of adopting resolutions of the General Meeting of Shareholders;

6. Voting procedures;

7. Vote-counting procedures;

8. Announcement of vote-counting results;

9. Preparation of minutes of the General Meeting of Shareholders;

10. Disclosure of resolutions of the General Meeting of Shareholders.

CHAPTER III: BOARD OF DIRECTORS

Article 8. Roles, Rights and Obligations of the Board of Directors and Responsibilities of Members of the Board of Directors

1. The Board of Directors is the Company's management body and has full authority to act in the name of the Company to decide on and exercise the Company's rights and perform its obligations, except for those rights and obligations falling within the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be prescribed by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

a. To decide on the Company's strategy, medium-term development plans, and annual business plans;

b. To recommend the classes of shares and the total number of shares of each class authorized for offering;

c. To decide on the sale of unsold shares within the number of shares of each class authorized for offering and to decide on raising additional capital through other forms;

d. To decide on the offering prices of the Company's shares and bonds;

đ. To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

e. To decide on investment plans and investment projects within its authority and the limits prescribed by law;

g. To decide on solutions for market development, marketing, and technology;

h. To approve contracts for the purchase, sale, borrowing, and lending of assets, as well as other contracts and transactions valued at 35% or more of the Company's total assets as recorded in its most recent financial statements, and contracts and transactions falling within the authority of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i. To elect, dismiss, or remove the Chairperson of the Board of Directors; to appoint and dismiss the General Director and other key managers as specified in the Company's Charter; to enter into and terminate employment contracts with such persons; to determine their salaries, remuneration, bonuses, and other benefits; to appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies; and to determine the remuneration and other benefits of such representatives;

k. To supervise and direct the General Director and other managers in the day-to-day management of the Company's business operations;

l. To decide on the Company's organizational structure and internal management regulations; to decide on the establishment of subsidiaries and branches, the opening of representative offices, and capital contributions to or acquisition of shares in other enterprises;

m. To approve the agenda and documents for meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or organize written consultations for the adoption of resolutions by the General Meeting of Shareholders;

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

o. To recommend the dividend rate and decide on the timing and procedures for dividend payments or the handling of losses incurred in the course of business operations;

p. To recommend the reorganization or dissolution of the Company and to request the Company's bankruptcy;

q. To decide on the promulgation of the Regulations on the Operation of the Board of Directors and the Internal Regulations on Corporate Governance after they have been approved by the General Meeting of Shareholders; and to decide on the promulgation of the Company's Regulations on Information Disclosure;

s. To exercise other rights and perform other obligations as prescribed by the Law on Enterprises, the Law on Securities, other applicable laws, and the Company's Charter.

3. Right of Members of the Board of Directors to Access Information

a. Members of the Board of Directors are entitled to request the General Director, Deputy General Directors, or other managers of the Company to provide information and documents concerning the financial position and business operations of the Company and its internal units.

b. Managers receiving such requests must provide the requested information and documents promptly, fully, and accurately. The procedures for requesting and providing information shall be prescribed in the Company's Charter.

4. Responsibilities of Members of the Board of Directors

Members of the Board of Directors shall have the obligations stipulated in the Company's Charter and the following additional obligations:

a. To perform their duties honestly and diligently, in the best interests of the shareholders and the Company;

b. To attend all meetings of the Board of Directors and express their opinions on matters submitted for discussion;

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

d. To report to the Board of Directors, at its next meeting, any transactions between the Company, its subsidiaries, or enterprises in which the public company holds more than 50% of the charter capital or otherwise exercises control, and a member of the Board of Directors or that member's related persons; and any transactions between the Company and an enterprise in which the member of the Board of Directors was a founding member or an enterprise manager during the three (03) years immediately preceding the transaction;

e. To disclose information when conducting transactions in the Company's shares in accordance with applicable laws.

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

The principal provisions governing the nomination, candidacy, election, dismissal, removal, and replacement of members of the Board of Directors are as follows:

1. Term of Office and Number of Members of the Board of Directors

The Board of Directors shall consist of three (03) members. The term of office of a member of the Board of Directors shall be five (05) years, and members may be re-elected for an unlimited number of terms.

2. Structure, Standards, and Eligibility Requirements for Members of the Board of Directors

a. Structure of the Board of Directors

At least one-third (1/3) of the total number of members of the Company's Board of Directors must be independent members. The minimum number of independent members of the Board of Directors shall be determined by rounding down to the nearest whole number. The Company shall minimize the number of members of the Board of Directors

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

b. Members of the Board of Directors must satisfy the standards and eligibility requirements prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises.

c. The Chairperson of the Board of Directors must not concurrently hold the position of General Director.

3. Nomination and Candidacy for Membership of the Board of Directors

A shareholder or group of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates for election to the Board of Directors in accordance with the Law on Enterprises and the Company's Charter.

A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares shall be entitled to nominate a maximum of one (01) candidate; those holding from 20% to less than 40% shall be entitled to nominate a maximum of two (02) candidates; and those holding 40% or more shall be entitled to nominate the full number of candidates required.

4. Method of Electing Members of the Board of Directors

The election of members of the Board of Directors must be conducted using cumulative voting. Under this method, each shareholder shall have a total number of votes equal to the number of shares held multiplied by the number of members of the Board of Directors to be elected. Each shareholder may allocate all of their votes to one candidate or distribute them among several candidates.

Candidates shall be elected in descending order of the number of votes received, starting with the candidate receiving the highest number of votes, until the number of members prescribed in the Company's Charter has been filled.

Where two or more candidates receive an equal number of votes for the final available seat on the Board of Directors, a further election shall be held among the candidates receiving equal votes, or the selection shall be made in accordance with the criteria set out in the election regulations or the Company's Charter.

5. Cases of Dismissal, Removal, and Replacement of Members of the Board of Directors

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

- The member no longer satisfies the standards and eligibility requirements prescribed in Article 155 of the Law on Enterprises, the Company's Charter, and these Regulations;
- The member submits a resignation letter and the resignation is accepted;
- Other cases prescribed in the Company's Charter.

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

- The member fails to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;

• Other cases prescribed in the Company's Charter.

c. Where deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors or dismiss or remove a member in cases other than those specified at Points a and b of Clause 5 of this Article.

d. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors if the number of members falls by more than one-third (1/3) compared with the number prescribed in the Company's Charter. In such cases, the Board of Directors must convene the meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the number of members falls by more than one-third (1/3).

Except for the case specified above, the General Meeting of Shareholders shall elect a new member to replace a member of the Board of Directors who has been dismissed or removed at its next meeting.

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

Following a decision on the election, dismissal, or removal of a member of the Board of Directors, the Company shall disclose such information internally and to the relevant authorities, through the mass media, and on the Company's website, in accordance with the procedures and requirements of applicable laws.

7. Procedures for Introducing Candidates for Membership of the Board of Directors

a. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates on its website at least ten (10) days before the opening date of the General Meeting of Shareholders, enabling shareholders to review the candidates before voting.

Each candidate for the Board of Directors must provide a written undertaking confirming the truthfulness and accuracy of the disclosed personal information and undertaking to perform their duties honestly, diligently, and in the best interests of the Company if elected to the Board of Directors.

The information disclosed regarding candidates for the Board of Directors shall include:

• Full name and date of birth;

• Professional qualifications;

• Employment and professional history;

• Other managerial positions held, including positions on the boards of directors of other companies;

• Interests related to the Company and its related parties;

• Other information, if any, as prescribed in the Company's Charter.

The Company shall disclose information about the companies in which each candidate holds a position as a member of the board of directors or another managerial position, as well as any interests related to such companies held by the candidate, if any.

b. The Board of Directors shall compile a list of candidates nominated or self-nominated and verify the information concerning each candidate to ensure that all candidates satisfy the standards and eligibility requirements for membership of the Board of Directors as prescribed by law.

c. If the number of candidates for the Board of Directors nominated or self-nominated remains insufficient to meet the required number under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize the nomination process in accordance with the following criteria:

- **Number of candidates:** The number of additional candidates shall equal the shortfall remaining after compiling the list of valid candidates nominated or self-nominated under Point b, Clause 7 of this Article;
- Candidates introduced by the Board of Directors must be approved by a majority vote of the incumbent members of the Board of Directors;
- Candidates introduced by the Board of Directors must satisfy at least the standards and eligibility requirements prescribed by the Law on Enterprises and the Company's Charter.

d. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors, in accordance with applicable laws.

8. Election, Removal, and Dismissal of the Chairperson of the Board of Directors

a. Following the announcement of the results of the election of members of the Board of Directors by the General Meeting of Shareholders, the Board of Directors must elect one (01) Chairperson from among its members.

The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date on which the election of the Board of Directors for the relevant term is concluded. This meeting shall be convened and chaired by the member who received the highest number or percentage of votes. Where more than one (01) member receives an equal highest number or percentage of votes, the members shall elect, by majority vote, one of those members to convene the meeting of the Board of Directors.

b. The Chairperson of the Board of Directors may be removed pursuant to a decision of the Board of Directors. Where the Chairperson submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation letter or the date of the Chairperson's dismissal or removal.

Article 10. Remuneration and Other Benefits of Members of the Board of Directors

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

2. Members of the Board of Directors shall be entitled to remuneration for their work and bonuses. Work remuneration shall be calculated based on the number of working days necessary for a member to fulfill their duties and the remuneration rate per

day. The Board of Directors shall determine the estimated remuneration for each member on the basis of unanimous agreement. The total remuneration and bonuses payable to the Board of Directors shall be determined by the Annual General Meeting of Shareholders.

3. The remuneration of each member of the Board of Directors shall be accounted for as a business expense of the Company in accordance with the laws on corporate income tax, separately disclosed in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.

4. A member of the Board of Directors who holds an executive position, serves on a committee of the Board of Directors, or performs other duties that the Board of Directors considers to be beyond the ordinary responsibilities of a member of the Board of Directors may receive additional remuneration in the form of a lump-sum payment for each assignment, salary, commission, a percentage of profits, or another form of remuneration as decided by the Board of Directors.

5. Members of the Board of Directors shall be entitled to reimbursement of all travel, meals, accommodation, and other reasonable expenses incurred in 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 committees of the Board of Directors.

6. The Company may purchase liability insurance for members of the Board of Directors, subject to approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Directors arising from violations of the law or the Company's Charter.

Article 11. Order and Procedures for Holding Meetings of the Board of Directors

The principal provisions governing the order and procedures for holding meetings of the Board of Directors are as follows:

1. Minimum Number of Meetings per Month, Quarter, or Year

The Board of Directors must meet at least once every quarter and may hold extraordinary meetings when necessary.

2. Cases Requiring the Convening of Extraordinary Meetings of the Board of Directors

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

- At the request of the General Director or at least five (05) other managers;
- At the request of at least two (02) members of the Board of Directors;
- At the request of the Board of Supervisors.

b. Requests specified at Point a, Clause 2 of this Article must be made in writing and clearly state the purpose, the matters to be discussed, and the decisions falling within the authority of the Board of Directors.

c. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of a request specified at Point a, Clause 2 of this Article. If the Chairperson fails to convene the

meeting as requested, the Chairperson shall be liable for any damage caused to the Company, and the requesting party shall have the right to convene the meeting of the Board of Directors in place of the Chairperson.

3. Notice of Meetings of the Board of Directors

a. The Chairperson of the Board of Directors or the person convening the meeting must send a meeting notice no later than three (03) working days before the meeting date. The notice must specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided. The notice must be accompanied by the documents to be used at the meeting and the voting ballots of the members.

b. Notices of meetings of the Board of Directors may be sent by written invitation, telephone, fax, electronic means, or other methods prescribed in the Company's Charter, provided that they are delivered to the contact addresses of the respective members of the Board of Directors registered with the Company.

4. Right of Members of the Board of Supervisors to Attend Meetings of the Board of Directors

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

b. Members of the Board of Supervisors shall be entitled to attend meetings of the Board of Directors and participate in discussions but shall not have voting rights.

5. Conditions for Holding Meetings of the Board of Directors

A meeting of the Board of Directors may be held if at least three-quarters (3/4) of the total number of members are present.

If a meeting convened in accordance with this Clause does not have the required number of members present, a second meeting must be convened within seven (07) days from the scheduled date of the first meeting. In this case, the meeting may proceed if more than half of the members of the Board of Directors are present.

6. Voting Procedures

a. A member of the Board of Directors shall be deemed to attend and vote at a meeting in any of the following cases:

- Attending and voting in person at the meeting;
- Authorizing another person to attend and vote in accordance with Clause 11, Article 30 of the Company's Charter;
- Attending and voting via an online meeting, electronic voting, or other electronic means;
- Sending a voting ballot to the meeting by post, fax, or email;
- Sending a voting ballot by other means.

b. Where a voting ballot is sent to the meeting by post, it must be placed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than one (01) hour before the meeting opens. The ballot may be opened only in the presence of all persons attending the meeting.

c. A member of the Board of Directors shall not be entitled to vote on a transaction that benefits that member or the member's related person, as prescribed by the Law on Enterprises and the Company's Charter. Such member shall not be counted toward the minimum number of members required to be present for the Board of Directors to hold a meeting to decide on matters on which that member is not entitled to vote.

d. A member of the Board of Directors who benefits from a contract specified at Points a and b, Clause 6, Article 42 of the Company's Charter shall be deemed to have a material interest in that contract.

7. Methods of Adopting Resolutions of the Board of Directors

a. Resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of the members present at the meeting (more than 50%). In the event of an equal number of votes, the final decision shall be determined by the side supported by the Chairperson of the Board of Directors.

b. Resolutions adopted by written consultation shall require the approval of a majority of the members of the Board of Directors entitled to vote. Such resolutions shall have the same validity and legal effect as resolutions adopted by members of the Board of Directors at a meeting duly convened and held in accordance with established practice.

8. Authorization of Other Persons to Attend Meetings on Behalf of Members of the Board of Directors

Members of the Board of Directors must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote at a meeting on their behalf, subject to approval by a majority of the members of the Board of Directors.

9. Preparation of Minutes of Meetings of the Board of Directors

a. Meetings of the Board of Directors must be recorded in minutes and may also be audio-recorded or recorded and stored in other electronic formats. The minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, and must contain the following principal information:

- The Company's name, head office address, and enterprise registration number;
- The time and venue of the meeting;
- The purpose, agenda, and contents of the meeting;
- The full names of each member attending the meeting or each authorized representative attending on their behalf, and the method of attendance; the full names of members who were absent and the reasons for their absence;
- Matters discussed and voted on at the meeting;
- A summary of the opinions expressed by each member attending the meeting, in the order in which the meeting proceedings took place;
- Voting results, clearly identifying members voting in favor, against, or expressing no opinion;
- Matters approved and the corresponding approval percentages;
- The full names and signatures of the chairperson and the person recording the minutes, except in the case specified at Point b, Clause 9 of this Article.

b. The chairperson, the person recording the minutes, and all persons signing the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the meeting of the Board of Directors.

c. The minutes of meetings of the Board of Directors and the documents used at such meetings must be retained at the Company's head office.

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

10. Cases in Which the Chairperson and/or the Meeting Secretary Refuses to Sign the Minutes of a Meeting of the Board of Directors

If the chairperson or the person recording the minutes refuses to sign the minutes of a meeting, the minutes shall nevertheless remain valid if they are signed by all other members of the Board of Directors attending the meeting and contain all the information required under Point a, Clause 9 of this Article, except for the full names and signatures of the chairperson and the person recording the minutes.

11. Disclosure of Resolutions and Decisions of the Board of Directors

The Company shall disclose information concerning resolutions of the Board of Directors in accordance with the laws on securities and the securities market and the Company's Charter.

Article 12. Committees of the Board of Directors (if any)

1. The Board of Directors may establish committees under its authority to oversee matters such as development policies, human resources, remuneration, and other relevant areas. The number of members of each committee shall be determined by the Board of Directors in accordance with applicable laws.

2. Independent members of the Board of Directors should constitute the majority of each committee, and one of these members shall be appointed as the Committee Chairperson pursuant to a decision of the Board of Directors.

3. The activities of each committee must comply with the regulations of the Board of Directors. A committee resolution shall be valid only if a majority of the committee members attending the meeting who are members of the Board of Directors vote in favor of the resolution.

4. The establishment of committees must be approved by the General Meeting of Shareholders.

5. Principles Governing the Activities of Committees

The implementation of decisions of the Board of Directors or of any committee under the Board of Directors must comply with applicable laws and the provisions of the Company's Charter.

Article 13. Selection, Appointment, and Dismissal of the Corporate Governance Officer

The principal provisions governing the selection, appointment, and dismissal of the Corporate Governance Officer are as follows:

1. Qualifications of the Corporate Governance Officer

The Corporate Governance Officer must satisfy the following qualifications:

a. Have knowledge of the law;

b. Not concurrently work for an approved audit firm that is auditing the Company's financial statements;

c. Satisfy other qualifications as prescribed by law, the Company's Charter, and decisions of the Board of Directors.

2. Appointment of the Corporate Governance Officer

The Company's Board of Directors must appoint at least one (01) Corporate Governance Officer to support corporate governance activities within the Company. The term of office of the Corporate Governance Officer shall be determined by the Board of Directors and shall not exceed five (05) years.

The Corporate Governance Officer may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

3. Cases of Dismissal of the Corporate Governance Officer

a. The Company's Board of Directors may dismiss the Corporate Governance Officer when necessary, provided that such dismissal does not contravene applicable labor laws.

b. The General Meeting of Shareholders shall have the right to remove the Corporate Governance Officer.

4. Notification of the Appointment or Dismissal of the Corporate Governance Officer

Following a decision to appoint or dismiss the Corporate Governance Officer, the Company shall disclose such information internally, to the relevant authorities, through the mass media, and on the Company's website, in accordance with the procedures and requirements of applicable laws on securities and the securities market.

5. Rights and Obligations of the Corporate Governance Officer

a. To advise the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with applicable regulations and on matters relating to the relationship between the Company and its shareholders;

b. To prepare 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. To advise on meeting procedures;

d. To attend meetings;

dd. To advise on procedures for preparing resolutions of the Board of Directors in compliance with applicable laws;

e. To provide financial information, minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and the Board of Supervisors;

g. To monitor the Company's information disclosure activities and report thereon to the Board of Directors;

h. To act as the contact point for relevant stakeholders;

i. To maintain the confidentiality of information in accordance with applicable laws and the Company's Charter;

k. To exercise other rights and perform other obligations as prescribed by law and the Company's Charter.

CHAPTER IV. BOARD OF SUPERVISORS

Article 14. Roles, Rights and Obligations of the Board of Supervisors and Responsibilities of Members of the Board of Supervisors

1. Roles, Rights and Obligations of the Board of Supervisors

The Board of Supervisors shall have the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following additional rights and obligations:

(a) To propose and recommend that the General Meeting of Shareholders approve the list of approved audit firms to audit the Company's financial statements; to select an approved audit firm to conduct an examination of the Company's activities and to dismiss an approved auditor when deemed necessary.

(b) To be accountable to shareholders for its supervisory activities.

(c) To supervise the Company's financial position and compliance with the law in the performance of duties by members of the Board of Directors, the General Director, and other managers.

(d) To ensure coordination with the Board of Directors, the General Director, and shareholders.

(e) If a violation of the law or the Company's Charter by a member of the Board of Directors, the General Director, or another executive of the Company is detected, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, request that the violator cease the violation, and require measures to remedy its consequences.

(f) To formulate the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.

(g) To report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of a number of articles of the Law on Securities.

(h) To access the Company's records and documents kept at its head office, branches, and other locations, and to visit the workplaces of the Company's managers and employees during working hours.

(i) To request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents concerning the Company's management, administration, and business operations.

(j) To exercise other rights and perform other obligations in accordance with the Law on Enterprises, the Company's Charter, and resolutions of the General Meeting of Shareholders.

2. Responsibilities of Members of the Board of Supervisors

(a) To comply with the law, the Company's Charter, resolutions of the General Meeting of Shareholders, and professional ethics when exercising their assigned rights and performing their assigned obligations.

(b) To exercise their assigned rights and perform their assigned obligations honestly, diligently, and to the best of their ability, in order to ensure the maximum protection of the Company's legitimate interests.

(c) To remain loyal to the interests of the Company and its shareholders; not to abuse their positions or powers, or use the Company's information, know-how, business opportunities, or other assets for personal gain or for the benefit of other organizations or individuals.

(d) To perform other obligations as prescribed by the Law on Enterprises and the Company's Charter.

(e) If a member violates the provisions of Points (a), (b), (c), or (d) of Clause 2 of this Article and causes damage to the Company or another person, such member shall be personally or jointly liable to compensate for the damage. Any income and other benefits obtained by the member in their capacity as a Supervisor must be returned to the Company.

(f) If a member of the Board of Supervisors is found to have violated the requirements governing the exercise of their assigned rights and performance of their assigned obligations, the detecting member must notify the Board of Supervisors in writing and request that the violator cease the violation and take measures to remedy its consequences.

Article 15. Term of Office, Number, Composition, and Structure of Members of the Board of Supervisors

The principal provisions governing the term of office, number, composition, and structure of members of the Board of Supervisors are as follows:

1. Term of Office, Number, Composition, and Structure of Members of the Board of Supervisors

(a) The Board of Supervisors of the Company shall consist of three (03) members. The term of office of each member of the Board of Supervisors shall be five (05) years, and members may be re-elected for an unlimited number of terms.

(b) The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members. The election, dismissal, and removal of the Head shall be decided by a majority vote. More than half of the members of the Board of Supervisors must reside permanently in Vietnam.

The Head of the Board of Supervisors must hold at least a university degree in one of the following fields: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business operations.

The Head of the Board of Supervisors shall have the following rights and responsibilities:

- To convene meetings of the Board of Supervisors;

• To request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;

• To prepare and sign reports of the Board of Supervisors, after consulting the Board of Directors, for submission to the General Meeting of Shareholders.

2. Qualifications and Conditions for Members of the Board of Supervisors

A Supervisor must satisfy the following qualifications and conditions:

(a) Have full civil legal capacity and not fall within the categories prohibited from establishing or managing enterprises under Clause 2, Article 17 of the Law on Enterprises;

(b) Have received training in one of the following fields: economics, finance, accounting, auditing, law, business administration, or another discipline appropriate to the Company's business operations;

(c) Not be a family member of any member of the Board of Directors, the General Director, or any other manager;

(d) Not be a manager of the Company and need not be a shareholder or employee of the Company;

(e) Not work in the Company's accounting or finance department;

(f) Not be a member or employee of the independent audit firm that audited the Company's financial statements during the preceding three (03) consecutive years;

(g) Not be a family member of an enterprise manager of the Company or its parent company, or of a representative of an enterprise's capital contribution or a representative of state capital at the parent company or the Company;

(h) Satisfy any other qualifications and conditions prescribed by relevant laws and the Company's Charter.

3. Nomination and Candidacy of Members of the Board of Supervisors

(a) A shareholder or group of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates for the Board of Supervisors in accordance with the Law on Enterprises and the Company's Charter. A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares may nominate a maximum of one (01) candidate; those holding from 20% to less than 40% may nominate a maximum of two (02) candidates; and those holding 40% or more may nominate the full number of candidates.

(b) If the number of candidates for the Board of Supervisors nominated and self-nominated is insufficient, the incumbent Board of Supervisors may nominate additional candidates or arrange for nominations in accordance with the Company's Charter, these Regulations, and the Operating Regulations of the Board of Supervisors. Any additional candidates nominated by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors, in accordance with applicable law.

4. Method of Electing Members of the Board of Supervisors

Voting to elect members of the Board of Supervisors must be conducted using the cumulative voting method. Under this method, each shareholder has a total number of

votes equal to the number of shares held multiplied by the number of members to be elected to the Board of Supervisors. Shareholders may allocate all their votes to one candidate or distribute them among several candidates.

Candidates elected to the Board of Supervisors shall be ranked in descending order of votes received, beginning with the candidate receiving the highest number of votes, until the number of members specified in the Company's Charter is reached. If two or more candidates receive the same number of votes for the final seat on the Board of Supervisors, a re-election shall be held among the tied candidates, or the matter shall be resolved in accordance with the criteria set out in the election regulations or the Company's Charter.

5. Cases of Dismissal and Removal of Members of the Board of Supervisors

(a) A member of the Board of Supervisors shall be dismissed in the following cases:

- The member no longer satisfies the qualifications and conditions for membership of the Board of Supervisors specified in Clause 2 of this Article;
- The member submits a resignation letter and the resignation is accepted;
- Other cases as prescribed by law and the Company's Charter.

(b) A Supervisor shall be removed in the following cases:

- The Supervisor fails to fulfill assigned duties or tasks;
- The Supervisor fails to exercise their rights and perform their obligations for six (06) consecutive months, except in cases of force majeure;
- The Supervisor seriously or repeatedly breaches the obligations of a member of the Board of Supervisors prescribed by the Law on Enterprises and the Company's Charter;
- Other cases as decided by a resolution of the General Meeting of Shareholders.

6. Notification of the Election, Dismissal, or Removal of Members of the Board of Supervisors

Following a decision to elect, dismiss, or remove a Supervisor, the Company shall disclose the relevant information internally, to the relevant authorities, through the mass media, and on the Company's website, in accordance with applicable laws and procedures.

7. Salaries and Other Benefits of Members of the Board of Supervisors

(a) Members of the Board of Supervisors shall be entitled to salaries, remuneration, bonuses, and other benefits as determined by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total annual amount of salaries, remuneration, bonuses, and other benefits, as well as the annual operating budget of the Board of Supervisors.

(b) Members of the Board of Supervisors shall be reimbursed for reasonable accommodation, meals, travel expenses, and expenses for engaging independent advisory services. The total remuneration and 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.

(c) The salaries and operating expenses of the Board of Supervisors shall be included in the Company's business expenses in accordance with the laws on corporate income tax and other relevant laws, and shall be presented as a separate item in the Company's annual financial statements.

CHAPTER V. GENERAL DIRECTOR

Article 16. Role, Responsibilities, Rights and Obligations of the General Director

1. The General Director is responsible for the day-to-day management of the Company's business operations, is subject to the supervision of the Board of Directors, and is accountable to the Board of Directors and under the law for the exercise of the rights and performance of the obligations assigned to them.

2. The General Director must manage the Company's day-to-day business operations in compliance with applicable laws, the Company's Charter, the employment contract entered into with the Company, and resolutions and decisions of the Board of Directors. If the General Director manages the Company's operations in violation of this Clause and causes damage to the Company, the General Director shall be legally liable and must compensate the Company for such damage.

3. The General Director shall have the following rights and obligations:

(a) To decide on matters relating to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;

(b) To organize the implementation of resolutions and decisions of the Board of Directors;

(c) To organize the implementation of the Company's production and business plans and investment plans;

(d) To propose the Company's organizational structure and internal management regulations;

(e) To appoint, dismiss, and remove managerial personnel of the Company, except for positions falling within the authority of the Board of Directors;

(f) To determine salaries and other benefits for the Company's employees, including managers whose appointment falls within the General Director's authority;

(g) To recruit employees;

(h) To propose plans for dividend payments or the handling of business losses;

(i) To exercise other rights and perform other obligations as prescribed by law, the Company's Charter, and resolutions and decisions of the Board of Directors.

Article 17. Appointment, Dismissal, Execution and Termination of the Employment Contract with the General Director

1. Term of Office, Qualifications and Conditions of the General Director

(a) The term of office of the General Director shall not exceed five (05) years, and the General Director may be reappointed for an unlimited number of terms. The General Director must satisfy the qualifications and conditions prescribed by law and the Company's Charter.

(b) Qualifications and Conditions for the Company's General Director

- Have full civil legal capacity and not fall within the categories of persons prohibited from managing enterprises under Clause 2, Article 17 of the Law on Enterprises;
- Hold a university degree or higher and possess the management and operational capabilities and experience relevant to the Company's principal business sectors;
- Be in good health and possess good moral character, honesty, and integrity;
- Not concurrently serve as the General Director or Chief Executive Officer of any other enterprise.

2. Nomination, Candidacy, Dismissal and Removal of the General Director

The Board of Directors may dismiss the General Director with the approval of a majority of the voting members of the Board of Directors present at the meeting and appoint a new General Director as a replacement.

3. Appointment of the General Director and Execution of the Employment Contract

(a) The General Director shall be appointed by the Board of Directors. Members of the Board of Directors may nominate candidates for the position of General Director, or the Board of Directors may select another person for the position. Where there are multiple candidates, the Board of Directors may consider their applications, conduct interviews, and undertake other procedures (such as consulting the Company's key management personnel) to select the appointee.

The nomination dossier submitted to the Board of Directors for the appointment of the General Director shall be prepared by the person nominating the candidate and shall include:

- A curriculum vitae completed by the candidate, clearly stating personal background, educational qualifications, and experience;
- A declaration of assets and income;
- An action plan;
- A self-assessment of the candidate's work history and performance;
- Copies of degrees, certificates, and training qualifications, notarized or certified as true copies by the competent certifying authority;
- Conclusions of inspections, audits, and the settlement of complaints and denunciations, together with other relevant documents concerning the proposed appointee, if any.

The complete dossier described above must be sent to the members of the Board of Directors attending the meeting together with the meeting materials, unless the Board members raise no objection to the timing of the delivery of such materials. The Board of Directors shall adopt a resolution approving the appointment, and the Chairperson of the Board of Directors shall sign the appointment decision.

(b) Following the issuance of the decision appointing the General Director, the Chairperson of the Board of Directors shall sign an employment contract or an appendix

to the employment contract with the General Director referred to in this Article 17 of these Regulations.

The employment contract must clearly specify the principles governing remuneration, income levels, benefits, responsibilities, and authority. The employment contract must comply with applicable labor laws.

4. Dismissal of the General Director and Termination of the Employment Contract

(a) The General Director shall be dismissed in the following cases:

- The General Director has made untruthful reports on the Company's financial position on two (02) or more occasions, or on one (01) occasion where the report materially misrepresents the Company's financial position;

- The Company incurs losses for two (02) consecutive years or fails to achieve the minimum dividend target determined by the General Meeting of Shareholders;

- The General Director fails to organize the preparation of annual production and business plans for submission to the Board of Directors for approval, as a basis for the management and operation of the Company;

- The General Director fails to perform the duties stipulated in the employment contract entered into with the Board of Directors, commits violations of law resulting in prosecution, misappropriates the Company's assets through corruption, or acts negligently, causing serious consequences for the Company;

- A decision to dismiss or remove the General Director is approved by at least three-fifths (3/5) of the members of the Board of Directors, excluding the General Director's vote, and the Board of Directors must state the reasons for the dismissal. The dismissed General Director shall have the right to challenge the dismissal at the next nearest General Meeting of Shareholders. In the event of dismissal, the Board of Directors must issue a written announcement of the dismissal and nominate an interim replacement. Within a maximum period of thirty (30) days from the date of the announcement, the Board of Directors must carry out the procedures for appointing a new General Director.

(b) Upon dismissal and termination of the employment contract, the General Director shall be responsible for handing over their duties and work to the replacement designated by decision of the Board of Directors.

5. Notification of Appointment, Dismissal, Execution and Termination of the Employment Contract with the General Director

Following a decision to appoint or dismiss the General Director, the Company shall disclose the relevant information internally, to the relevant authorities, through the mass media, and on the Company's website, in accordance with applicable laws and procedures.

6. Salary and Other Benefits of the General Director

The Company may pay the General Director a salary and bonuses based on business results and performance.

The General Director shall be entitled to a salary and bonuses, the amounts of which shall be determined by the Board of Directors.

The remuneration of the executive management shall be included in the Company's business expenses in accordance with the laws on corporate income tax, presented as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.

CHAPTER VI. OTHER ACTIVITIES

Article 18. Coordination Among the Board of Directors, the Board of Supervisors, and the General Director

The principal provisions governing coordination among the Board of Directors, the Board of Supervisors, and the General Director are as follows:

1. Procedures and Order for Convening Meetings, Issuing Meeting Notices, Recording Minutes, and Notifying Meeting Results Among the Board of Directors, the Board of Supervisors, and the General Director

The procedures and order for convening meetings, issuing meeting notices, recording minutes, and notifying meeting results among the Board of Directors, the Board of Supervisors, and the General Director shall comply with the procedures and order for convening meetings of the Board of Directors stipulated in Article 11 of these Regulations.

2. Notification of Resolutions and Decisions of the Board of Directors to the Board of Supervisors

After being issued, resolutions and meeting minutes of the Board of Directors must be sent to the Supervisors at the same time and by the same method as those applicable to members of the Board of Directors.

3. Notification of Resolutions and Decisions of the Board of Directors to the General Director

After being issued, resolutions of the Board of Directors concerning the responsibilities, powers, and obligations of the General Director must be sent to the General Director at the same time and by the same method as those applicable to members of the Board of Directors.

4. Cases in Which the General Director or the Board of Supervisors May Request a Meeting of the Board of Directors to Be Convened, and Matters Requiring Consultation with the Board of Directors

(a) Cases in Which a Meeting of the Board of Directors May Be Requested

The Board of Supervisors may request that a meeting of the Board of Directors be convened in the following cases:

- Where it considers that the Supervisors' rights of access to information and documents relating to the Company's operations have not been fully ensured in accordance with applicable laws and the Company's Charter;

- Where it detects a violation of the law or the Company's Charter by a member of the Board of Directors, the General Director, or another executive of the Company, and, after written notification has been given to the Board of Directors, the violator has neither ceased the violation nor taken measures to remedy its consequences.

The General Director may request that a meeting of the Board of Directors be convened in the following cases:

• Where the General Director considers that the rights prescribed in Article 16 of these Regulations are not being exercised or upheld;

• Where the General Director detects a violation of the law or the Company's Charter by another executive of the Company, and, after written notification has been given to the Board of Directors, the violator has neither ceased the violation nor taken measures to remedy its consequences.

(b) Matters Requiring Consultation with the Board of Directors

• To make recommendations to the Board of Directors regarding the Company's organizational structure and internal management regulations;

• To propose measures to improve the Company's operations and management;

• To recommend the number and identities of executives to be recruited by the Company for appointment or dismissal by the Board of Directors in accordance with the internal regulations, and to recommend remuneration, salaries, and other benefits for such executives for determination by the Board of Directors;

• To consult the Board of Directors before deciding on the number of employees and matters relating to their appointment, dismissal, salaries, allowances, benefits, and other terms of their employment contracts;

• To seek the Board of Directors' approval of the detailed business plan for the following financial year, ensuring that it meets appropriate budget requirements and is consistent with the five-year financial plan;

• To seek the Board of Directors' opinions on the Company's long-term, annual, and quarterly estimates (hereinafter referred to as the "Estimates") for the Company's long-term, annual, and quarterly management activities in accordance with its business plan. The annual Estimates, including the projected balance sheet, income statement, and cash flow statement for each financial year, must be submitted to the Board of Directors for approval and must include the information required under the Company's regulations;

• To recommend plans for dividend payments or the handling of business losses;

• To consult the Board of Directors on other matters deemed to be in the Company's interests.

5. Reports by the General Director to the Board of Directors on the Performance of Assigned Duties and Exercise of Assigned Powers

(a) To report on the implementation of resolutions of the Board of Directors and the General Meeting of Shareholders, as well as the Company's business and investment plans approved by the Board of Directors and the General Meeting of Shareholders;

(b) To submit quarterly and annual reports assessing the Company's financial position and production and business operations;

(c) To report on improvements to the Company's organizational structure, policies, and management;

(d) To submit annual reports on the implementation of the Company's obligations toward the environment, the community, and employees;

(e) To report on the implementation of other matters delegated by the Board of Directors and the General Meeting of Shareholders;

(f) To report on other matters as requested by the Board of Directors.

6. Review of the Implementation of Resolutions and Other Matters Delegated by the Board of Directors to the General Director

Based on the General Director's reports on the performance of assigned duties and exercise of assigned powers as prescribed in Clause 5 of this Article, the Board of Directors shall review the results of the implementation of its resolutions and other matters delegated to the General Director.

7. Matters on Which the General Director Must Report and Provide Information, and Methods of Notification to the Board of Directors and the Board of Supervisors

(a) Matters on Which the General Director Must Report and Provide Information to the Board of Directors, and Methods of Notification

- When proposing measures to improve the Company's operations and management, the General Director shall submit such proposals to the Board of Directors as early as possible, but no later than ten (10) working days before the date on which a decision on the relevant matter is required;

- When preparing the Company's long-term, annual, and quarterly estimates (hereinafter referred to as the "Estimates") for its long-term, annual, and quarterly management activities in accordance with the business plan, the General Director must submit the annual Estimates, including the projected balance sheet, income statement, and cash flow statement for each financial year, to the Board of Directors for approval;

- The General Director must prepare plans for submission to the Board of Directors for approval regarding recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary measures applicable to employees and executives of the Company;

- The General Director must prepare plans for submission to the Board of Directors for approval concerning the Company's relations with trade union organizations, in accordance with the highest standards, best practices, and management policies, as well as the practices and policies stipulated in the Company's Charter, the Company's regulations, and applicable laws;

- Other matters requiring consultation with the Board of Directors must be submitted at least seven (07) working days in advance, and the Board of Directors shall respond within seven (07) working days.

(b) Matters on Which the General Director Must Report and Provide Information to the Board of Supervisors, and Methods of Notification

- The General Director shall be responsible for supporting and cooperating with the Board of Supervisors to ensure that it properly performs its responsibilities and obligations in accordance with the law and the Company's Charter;

- Reports submitted by the General Director to the Board of Directors, and other documents issued by the Company, shall be provided to the Supervisors at the same time and by the same method as those applicable to members of the Board of Directors;

• The Board of Directors, its members, the General Director, and other executives of the Company must provide complete, accurate, and timely information and documents concerning the Company's management, administration, and business operations at the request of a Supervisor or the Board of Supervisors.

8. Coordination in Control, Management, and Supervision Among Members of the Board of Directors, Members of the Board of Supervisors, and the General Director in Accordance with Their Respective Duties

(a) Coordination Between the Board of Supervisors and the Board of Directors

The Board of Supervisors is responsible for supervision, coordination, consultation, and the timely, accurate, and complete exchange of information. Specifically:

• To regularly inform the Board of Directors of the results of its activities and consult the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;

• At meetings of the Board of Supervisors, to have the right to request members of the Board of Directors, together with the General Director, members of the internal audit function (if any), and independent auditors, to attend and answer questions raised by the Supervisors;

• To issue written conclusions on periodic and ad hoc inspections and submit them to the Board of Directors no later than fifteen (15) working days after the completion of each inspection, providing an additional basis for the Board of Directors to manage the Company. Depending on the nature and findings of the inspection, the Board of Supervisors shall discuss and seek to reach agreement with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. If the parties cannot agree, the Board of Supervisors may reserve its position for the record in the meeting minutes, and the Head of the Board of Supervisors shall report the matter to the next General Meeting of Shareholders;

• If the Board of Supervisors detects any violation of the law or the Company's Charter by a member of the Board of Directors, it must notify the Board of Directors in writing within forty-eight (48) hours, request that the violator cease the violation, and require measures to remedy its consequences;

• For recommendations concerning the Company's operations and financial position, the Board of Supervisors must submit the written recommendations and relevant supporting documents at least fifteen (15) working days before the date on which it expects to receive a response;

• Recommendations submitted 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.

(b) Coordination Between the Board of Supervisors and the General Director

The Board of Supervisors is responsible for inspection and supervision.

• At meetings of the Board of Supervisors, it shall have the right to request the General Director, together with members of the Board of Directors, members of the internal audit function (if any), and independent auditors, to attend and answer questions raised by the Supervisors;

• Written conclusions on periodic and ad hoc inspections must be issued and submitted to the General Director no later than fifteen (15) working days after the completion of each inspection, providing an additional basis for the General Director to manage the Company. Depending on the nature and findings of the inspection, the Board of Supervisors shall discuss and seek to reach agreement with the General Director before reporting to the General Meeting of Shareholders. If the parties cannot agree, the Board of Supervisors may reserve its position for the record in the meeting minutes, and the Head of the Board of Supervisors shall report the matter to the next General Meeting of Shareholders;

• If the Board of Supervisors detects any violation of the law or the Company's Charter by the General Director, it must notify the General Director in writing within forty-eight (48) hours, request that the violator cease the violation, and require measures to remedy its consequences;

• A Supervisor shall have the right to request the General Director to facilitate access to records and documents relating to the Company's business operations at the head office or the location where such records are kept;

• Requests by the Board of Supervisors for information and documents concerning management and administration of business operations, business performance reports, and financial statements must be submitted to the Company at least forty-eight (48) working hours before the expected response time. The Board of Supervisors must not use the Company's non-public information, or disclose such information to others, for the purpose of conducting related transactions;

• Recommendations by the Board of Supervisors concerning measures to amend, supplement, or improve the organizational structure for managing, supervising, and administering the Company's business operations must be submitted to the General Director at least seven (07) working days before the date on which a response is expected.

(c) Coordination Between the General Director and the Board of Directors

The General Director is responsible for managing the Company's operations on its behalf and ensuring that the Company operates continuously and efficiently.

• The General Director shall be accountable to the General Meeting of Shareholders and the Board of Directors for the performance of assigned duties and exercise of assigned powers and must report to these bodies upon request;

• When proposing measures to improve the Company's operations and management, the General Director shall submit such proposals to the Board of Directors as early as possible, but no later than seven (07) days before the date on which a decision on the relevant matter is required;

• To prepare the Company's long-term, annual, and quarterly estimates (hereinafter referred to as the "Estimates") for its long-term, annual, and quarterly management activities in accordance with the business plan. The annual Estimates, including the projected balance sheet, income statement, and cash flow statement for each financial year, must be submitted to the Board of Directors for approval and must include the information required under the Company's regulations;

• The General Director must prepare plans for submission to the Board of Directors for approval regarding recruitment, termination of employment, salaries, social insurance, welfare, rewards, and disciplinary measures applicable to employees and executives of the Company;

• The General Director must prepare plans for submission to the Board of Directors for approval concerning the Company's relations with trade union organizations, in accordance with the highest standards, best practices, and management policies, as well as the practices and policies stipulated in the Company's Charter, the Company's regulations, and applicable laws;

• Other matters requiring consultation with the Board of Directors under these Regulations must be submitted at least seven (07) working days before the date on which a response is expected.

Article 19. Regulations on Annual Performance Evaluation, Rewards, and Disciplinary Actions for Members of the Board of Directors, Members of the Board of Supervisors, the General Director, and Other Executives

1. Performance Evaluation

(a) The Board of Directors shall be responsible for establishing performance evaluation criteria for all members of the Board of Directors, the General Director, and other executives.

(b) The performance evaluation criteria must strike a balance between the interests of executives and the long-term interests of the Company and its shareholders. The financial and non-financial indicators used for evaluation shall be carefully considered and determined by the Board of Directors from time to time. Non-financial indicators may include, among other things, the interests of stakeholders, operational efficiency, and progress and improvements achieved.

(c) On an annual basis, based on the functions and duties assigned to them, the Board of Directors shall evaluate the extent to which each member of the Board of Directors and the General Director has fulfilled their assigned duties.

(d) The Head of the Board of Supervisors shall organize the evaluation of the extent to which each member of the Board of Supervisors has fulfilled their assigned duties.

(e) The General Director shall lead the evaluation of other executives of the Company, based on the Company's operating regulations and the annual performance results of each department or unit across the Company, and classify their performance as follows:

• Outstanding performance;

• Good performance;

• Satisfactory performance;

• Unsatisfactory performance.

2. Rewards

(a) Annually, based on the performance evaluation results of the Board of Directors, the Board of Supervisors, and the executive management, the General Director shall submit proposals to the Board of Directors regarding reward levels for individuals within

the executive management, according to the performance classifications specified in Point (e), Clause 1 of this Article.

(b) Forms of rewards

- Cash rewards;
- Shares granted under an employee stock option program, if any.

(c) Funding for rewards shall be sourced from the reward fund and shareholder bonus funds established when profits exceed the applicable threshold, as well as through the purchase of treasury shares for reward purposes.

(d) Reward levels

Specific reward levels shall be determined annually based on the actual circumstances of the relevant year.

3. Disciplinary Actions

(a) On an annual basis, the severity and form of disciplinary action shall be determined based on the results of the Company's production and business performance evaluations, in accordance with applicable laws and the Company's regulations. Members of the Board of Directors, the General Director, and other executives who fail to perform their duties with due care, diligence, and professional competence shall be liable for the damage they cause.

(b) Where members of the Board of Directors, the General Director, or other executives violate applicable laws or the Company's regulations in the performance of their duties, they shall, depending on the severity of the violation, be subject to disciplinary action, administrative penalties, or criminal prosecution in accordance with the law. If such violations cause damage to the interests of the Company, its shareholders, or other persons, the responsible individuals must compensate for such damage in accordance with the law.

Article 20. Amendments and Supplements to the Internal Regulations on Corporate Governance

1. Any amendment or supplement to these Regulations must be considered and approved by the Company's General Meeting of Shareholders.

2. Where applicable laws governing the Company's operations contain provisions not addressed in these Regulations, or where new legal provisions differ from the provisions of these Regulations, the applicable legal provisions shall automatically apply and govern the Company's operations.

CHAPTER XII. IMPLEMENTATION AND EFFECTIVENESS

Article 21. Effectiveness

1. These Regulations consist of 7 Chapters and 21 Articles and were unanimously approved by the Company's 2025 Annual General Meeting of Shareholders, held on 28 April 2025.

2. These Regulations constitute the sole official version of the Company's Internal Regulations on Corporate Governance.

3. These Regulations shall take effect from the date on which they are signed and promulgated by the Chairperson of the Board of Directors.

4. Members of the Board of Directors, the General Director, Deputy General Directors, Heads of Departments and Divisions, and Heads of the Company's affiliated units shall be responsible for guiding and organizing the implementation of these Regulations among all officers and employees throughout the Company.

5. Any copies or extracts of the Internal Regulations on Corporate Governance must bear the signature of the Chairperson of the Board of Directors.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON

M.S.D.N:2500222727 C.T.C.P CÔNG TY CỔ PHẦN THÉP MÊ LIN TP. VĨNH YÊN - T. VĨNH PHÚC

LE THI HUONG GIANG