

No.: 1938 /QĐ-VMC

Quang Ninh, April 24th, 2026

DECISION

Promulgating the Internal Regulations on Corporate Governance of VINACOMIN - Machinery Joint Stock Company

BOARD OF DIRECTORS

VINACOMIN - MACHINERY JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises dated June 17th, 2020;
- Pursuant to the Law on Securities dated November 26th, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government providing detailed regulations for the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11th, 2025 of the Government, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31st, 2020 of the Minister of Finance guiding corporate governance applied to public companies in Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government providing detailed regulations for the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of VINACOMIN - Machinery Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 1865/NQ-VMC dated April 23rd, 2026.

DECIDES:

Article 1. To issue herewith the “Internal Regulations on Corporate Governance of VINACOMIN - Machinery Joint Stock Company”.

Article 2. This Decision shall take effect from the date of its signing and shall replace Decision No. 1146/QĐ-VMC, dated April 28th, 2021, of the Company's Board of Directors.

Article 3. Members of the Board of Directors, the Board of Management, and Heads of subordinate units of the Company are responsible for implementing this Decision.

Recipients:

- Party Committee, Board of Supervisors (e-copy);
- As mentioned in Article 3 (e-copy);
- Trade Union, Youth Union, Veterans Association (e-copy);
- Archive: Secretary, Office.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



Phạm Tuan Ngoc

**INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
OF VINACOMIN - MACHINERY JOINT STOCK COMPANY**

(Issued together with Decision No. 1938/QĐ-VMC dated 24/4/2026 of the Board of Directors)

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of application and subject of application

1. Scope of application: These Internal Regulations on Corporate Governance govern the roles, powers and obligations of the General Meeting of Shareholders, the Board of Directors and the Director; the procedures and formalities for convening and holding meetings of the General Meeting of Shareholders; the nomination, self-nomination, election, dismissal and removal of members of the Board of Directors, the Supervisory Board and the Director; and other matters in accordance with the Company Charter and other current laws and regulations.
2. Subject of application: These Regulations apply to members of the Board of Directors, the Supervisory Board, the Director and related persons.

Article 2. Interpretation of terms

Terms used in these Regulations shall have the meanings assigned to them in Article 1 of the Company Charter. References to one or more provisions or other documents shall include any amendments or replacement documents thereof.

Article 3. Basic governance principles

These Regulations are established on the basis of the following basic governance principles:

1. Compliance with the relevant provisions of law and the Company Charter;
2. Respect for and protection of the lawful rights and interests of shareholders, on the basis of ensuring effective control over the Company's business and financial activities;
3. Fair treatment among shareholders;
4. Prevention of conflicts of interest;
5. Ensuring the role of persons with related interests in respect of the Company;
6. Transparency in the Company's operations, ensuring that material information is provided in a complete, accurate and timely manner;
7. Ensuring the effective operation of the Board of Directors, the Supervisory Board and the Executive Board.

Article 4. Organizational, management and supervisory structure of the Company

The organizational, management and supervisory structure of the Company comprises:

1. The General Meeting of Shareholders is the highest decision-making body of the Company;

2. The Board of Directors, elected by the General Meeting of Shareholders, is the management body of the Company and has full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company not falling within the authority of the General Meeting of Shareholders;
3. The Director is the person who manages the day-to-day business operations of the Company; he/she is subject to the supervision of the Board of Directors and is accountable to the Board of Directors and to the law for the performance of the rights and duties assigned;
4. The Supervisory Board, elected by the General Meeting of Shareholders, supervises the Board of Directors and the Director in the management and administration of the Company; it is accountable to the General Meeting of Shareholders for the performance of the assigned duties.

CHAPTER II

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 5. Rights and obligations of shareholders

1. Shareholders shall have all rights and obligations prescribed by law and the Company Charter. In addition, shareholders shall have the following rights:
 - a) The right to equal treatment. Each share of the same class confers on the shareholder equal rights, obligations and benefits. Where the Company has preference shares, the rights and obligations attached to such preference shares shall be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
 - b) The right to full access to periodic information and extraordinary information disclosed by the Company in accordance with law;
2. Shareholders have the right to protect their lawful interests. Where a resolution/decision of the General Meeting of Shareholders violates the law or the Company Charter, or where a resolution/decision of the Board of Directors adopted in violation of the law or the Company Charter causes damage to the Company, the shareholder may request that such resolution/decision be suspended or annulled in accordance with law.

Article 6. Obligations of major shareholders

A major shareholder shall have the obligations of a shareholder under the Law on Enterprises and shall also comply with the following obligations:

1. A major shareholder shall not abuse its advantage to affect the rights and interests of the Company and other shareholders in accordance with law and the Company Charter;
2. A major shareholder shall disclose information as required by law.

Article 7. Role, rights and obligations of the General Meeting of Shareholders

1. Role: The General Meeting of Shareholders is the highest decision-making body of

the Company, comprising all voting shareholders and operating through annual General Meetings of Shareholders, extraordinary General Meetings of Shareholders and written consultation of shareholders.

2. The rights and obligations of the General Meeting of Shareholders shall be exercised in accordance with law and Article 15 of the Company Charter.

3. A resolution of the General Meeting of Shareholders is valid only when adopted by the shareholders or their authorized representatives in accordance with the Company Charter.

Article 8. General Meetings of Shareholders

The General Meeting of Shareholders of the Company shall be conducted in accordance with the provisions of the Law on Enterprises and the Company's Charter, specifically as follows:

1. Annual General Meeting of Shareholders: The General Meeting of Shareholders shall meet annually once every year and within four (04) months from the end of the fiscal year. The Board of Directors may extend the time for holding the annual General Meeting of Shareholders where necessary, but not beyond six (06) months from the end of the fiscal year. The annual General Meeting of Shareholders shall not be held in the form of written consultation.

2. Extraordinary General Meeting of Shareholders: The General Meeting of Shareholders may hold extraordinary meetings in certain cases as provided in Clause 3, Article 14 of the Company Charter.

3. Other cases of convening the General Meeting of Shareholders and related matters shall be implemented in accordance with the Law on Enterprises and the Company Charter.

Article 9. Procedures for convening and registering for General Meeting of Shareholders

1. The Board of Directors must prepare the list of shareholders entitled to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than ten (10) days before the date on which the invitation to the General Meeting of Shareholders is sent.

2. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the record date. Such disclosure shall be made on the Company's website and on the information disclosure system of the Vietnam Securities Depository and Clearing Corporation and the Hanoi Stock Exchange.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders entitled to attend the meeting, with the contents, form and time period prescribed in Clause 4, Article 18 of the Company Charter.
4. Shareholders entitled to attend the General Meeting of Shareholders in accordance with law and the Company Charter may attend in person or authorize a representative to attend. The authorization shall be made in accordance with the Company Charter.
5. Before the commencement of the General Meeting of Shareholders, the Company must conduct registration and verify shareholder status, and continue registration until all entitled attending shareholders present have been registered.
6. Shareholders arriving late to the General Meeting of Shareholders are entitled to register immediately and thereafter participate in and vote at the meeting immediately.

Article 10. Conditions, procedures and order for holding the annual General Meeting of Shareholders

1. The General Meeting of Shareholders shall proceed when attending shareholders represent more than 50% of the total voting shares. If the quorum is not met, the meeting shall be conducted in accordance with the Law on Enterprises and the Company Charter.
2. The Chairman of the Board of Directors is responsible for coordinating all work related to the organization of the General Meeting of Shareholders in accordance with the Company Charter, including proposing the agenda and meeting contents for approval by the Board of Directors before submission to the General Meeting of Shareholders, ensuring compliance with the Company Charter and these Regulations.
3. At least twenty-one (21) days before the opening date of the annual General Meeting of Shareholders, the Chairman of the Board of Directors shall direct and ensure that the relevant departments have completed the dispatch of the meeting invitation and meeting documents to the shareholders entitled to attend the meeting in accordance with the Company Charter (information relating to candidates for the Board of Directors and the Supervisory Board must be sent at least ten (10) days before the opening date of the General Meeting of Shareholders).
4. Shareholders or groups of shareholders holding more than 5% of the Company's total ordinary shares have the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders in accordance with the Company Charter. Where such proposals are included in the agenda, they shall only be formally added to the agenda and meeting content after approval by the General Meeting of Shareholders.
5. The Chairman of the Board of Directors or the convenor of the General Meeting of Shareholders may refuse proposals referred to in Clause 3 of this Article in the following cases:
 - a) The proposal is submitted late or is incomplete or incorrect in content;

- b) At the time of submission, the shareholder or group of shareholders does not hold more than 5% of ordinary shares;
- c) The proposed matter does not fall within the authority of the General Meeting of Shareholders.

Article 11. Procedures for discussion and voting at the General Meeting of Shareholders

1. The Board of Directors or the convenor of the General Meeting of Shareholders shall arrange the agenda, venue and reasonable time for discussion and voting on each matter in the agenda in accordance with the Law on Enterprises and the Company Charter;
2. The General Meeting of Shareholders shall discuss and vote on each matter under the chairmanship of the Chairperson in the manner prescribed by the Company Charter; each shareholder's vote shall correspond to the number of shares owned by such shareholder or by the authorized representative thereof;
3. The General Meeting of Shareholders shall elect a vote counting committee of no more than three (03) members upon the proposal of the Chairperson. The vote counting committee shall work under the direction of the Chairperson and may propose that the Chairperson establish an assisting working group to support vote counting;
4. The vote counting results shall be announced at the General Meeting of Shareholders in accordance with the organization regulations of each meeting;
5. The Company shall apply modern information technology so that shareholders can best attend and speak at the General Meeting of Shareholders. The Company shall send notices and instructions to shareholders on voting through online meetings, electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and the Company Charter, together with the notice of invitation for each meeting using such forms.

Article 12. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be recorded by the Secretary of the meeting and prepared as the minutes of the Company. The Chairperson shall appoint one or more persons to act as Secretary for the meeting minutes of the General Meeting of Shareholders.
2. The minutes shall be prepared in Vietnamese and must be completed and approved before the closing of the meeting.
3. If the Chairperson or the Secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other attending members of the Board of Directors and if they contain all required contents under the Company Charter. The minutes shall clearly state that the Chairperson and/or Secretary refused to sign.
4. The Chairperson and the Secretary of the meeting, or any other person signing the

minutes, shall be jointly liable for the truthfulness and accuracy of the minutes. The minutes of the General Meeting of Shareholders shall be published on the Company's website within twenty-four (24) hours from their approval.

5. The minutes of the General Meeting of Shareholders shall be deemed conclusive evidence of the proceedings at the General Meeting of Shareholders unless an objection to the content of the minutes is duly raised within ten (10) days from the date the minutes are sent.

Article 13. Procedures for written consultation of shareholders

1. The Board of Directors may decide at any time to obtain shareholders' written opinions for the adoption of resolutions of the General Meeting of Shareholders if deemed necessary in the interests of the Company, except in cases where, under the Company Charter or law, shareholders' written opinions may not be collected and a General Meeting of Shareholders must be convened in accordance with the Company Charter.

2. The procedure for preparing and disclosing the list of shareholders for the written consultation process shall be similar to the procedure for preparing and disclosing the list of shareholders entitled to attend the General Meeting of Shareholders under the Company Charter and these Regulations.

3. The Chairman of the Board of Directors shall coordinate the preparation of the voting form, draft resolution of the General Meeting of Shareholders and explanatory documents for the draft resolution.

4. The voting form must contain the principal contents prescribed by the Company Charter and be sent to shareholders in accordance with the order and procedures prescribed by the Company Charter.

5. The Board of Directors shall organize the vote counting and prepare the vote counting minutes under the supervision of the Supervisory Board or a shareholder not holding a management position in the Company. A resolution adopted by written consultation of shareholders shall be approved by shareholders representing at least 51% of the total voting shares and shall have the same validity as a resolution adopted at a General Meeting of Shareholders.

6. The vote counting minutes shall be published on the Company's website within twenty-four (24) hours from approval of the vote counting minutes.

Article 14. Resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders shall be adopted in accordance with the Company Charter and shall have the highest legal validity within the Company. All departments and individuals in the Company (including members of the Board of Directors, members of the Supervisory Board and members of the Executive Board),

shareholders (organizations and individuals) are obliged to implement them.

2. Where, for practical reasons, a resolution of the General Meeting of Shareholders cannot be implemented, the Board of Directors may directly or upon request of an interested person report and submit to the General Meeting of Shareholders for consideration the amendment, supplementation or annulment of its previously issued resolution at the next annual meeting or at an extraordinary meeting or by written consultation.

3. Resolutions of the General Meeting of Shareholders shall be posted on the Company's website within twenty-four (24) hours from approval of the minutes and sent to the members of the Board of Directors, the Supervisory Board and the Executive Board within fifteen (15) days from the date of adoption (including the resolutions of the General Meeting of Shareholders, the meeting minutes or the vote counting minutes in the case of written consultation).

Article 15. Procedures for objecting to, requesting annulment of, the minutes and resolutions of the General Meeting of Shareholders

1. A shareholder voting against a resolution on the reorganization of the Company or the change of the rights and obligations of shareholders prescribed in the Company Charter has the right to request the Company to repurchase his/her shares in accordance with the Company Charter. The request must be in writing and state the shareholder's name, address, number of shares of each class, proposed sale price and the reason for requesting the Company to repurchase.

2. The request for repurchase must be sent in writing to the Company within ten (10) days from the date on which the minutes or resolution of the General Meeting are published on the Company's website.

3. Within ninety (90) days from receipt of the minutes of the General Meeting of Shareholders or the vote counting minutes in written consultation, shareholders or groups of shareholders holding 5% or more of the total ordinary shares shall have the right to request the competent Court or Arbitration to review and annul the resolution of the General Meeting of Shareholders in cases provided by the Law on Enterprises and the Company Charter. All expenses relating to the request for annulment shall be borne by the requester.

4. In the case referred to in Clause 3 of this Article, such resolutions shall remain effective until otherwise decided by the Court or Arbitration, except where interim urgent measures are applied pursuant to a decision of the competent authority.

Article 16. Costs relating to the General Meeting of Shareholders

All necessary costs for convening and organizing the General Meeting of Shareholders shall be borne by the Company. Shareholders attending the General Meeting of

Shareholders shall bear their own expenses, including accommodation and travel costs.

CHAPTER III

BOARD OF DIRECTORS

Article 17. Organizational structure and role of the Board of Directors in governance

1. The Board of Directors is the management body of the Company and has full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company not falling within the authority of the General Meeting of Shareholders.
2. The Board of Directors consists of members meeting the standards and conditions prescribed in Article 18 of these Regulations and elected by the General Meeting of Shareholders to manage the Company. The number of Board members shall be at least five (05) and no more than eleven (11); the specific number shall be decided by the General Meeting of Shareholders in accordance with the Company's operational requirements at each period. The composition of the Board of Directors shall comply with the Company Charter.
3. The term of office of the Board of Directors is five (05) years. The term of a Board member is the same as the term of the Board of Directors and such member may be re-elected for an unlimited number of terms. Board members may be removed, dismissed or supplemented/replaced by the General Meeting of Shareholders during the term, in which case the term of the new member shall be the remaining term of the Board of Directors. The Board of Directors for the outgoing term shall continue to operate until the new Board assumes office.

Where the number of Board members falls below two-thirds of the total number for the term or below the minimum number prescribed by the Charter, the Company shall, within sixty (60) days from the date such shortage arises, supplement the Board to the required number.

The Board of Directors shall assign one or more officers/units to act as the Board Secretary in accordance with the Company Charter. The role and duties of the Board Secretary shall be determined by the Board of Directors in compliance with law.

Article 18. Standards and conditions for Board membership

1. Board members must satisfy all standards and conditions under the Company Charter and the relevant laws.
2. A Board member may not simultaneously be: (i) a member of the Supervisory Board; and/or (ii) a Board member or member of the Members' Council of more than five (05) other companies; (iii) a manager of another credit institution, except where such credit institution is a subsidiary of the Company. The Chairman of the Board of Directors may not concurrently be an executive of the Company.

Article 19. Procedures for nomination, election, removal and dismissal of Board members

1. Before the General Meeting of Shareholders is held, the Board of Directors shall inform the shareholders entitled to attend of the number of members expected to be elected or supplemented to the Board of Directors; it shall also announce the conditions and standards applicable to the positions to be elected so that shareholders may nominate candidates in accordance with law. The Board of Directors shall prepare the list and submit it to the competent authority for review and approval as required.
2. Shareholders holding voting shares may combine their voting rights to nominate Board candidates in accordance with the Company Charter.
3. In case the number of Board candidates proposed through nomination remains insufficient, the Board of Directors may nominate additional candidates or organize a nomination mechanism as prescribed by the Company.
4. Information relating to Board candidates (in the approved proposed list) shall be disclosed in accordance with the relevant laws and the Company's information disclosure rules. Such information shall include:
 - Full name, date of birth;
 - Educational background;
 - Professional qualifications;
 - Work history;
 - Names of companies in which the candidate currently holds positions as Board member and other management positions;
 - Related interests in the Company (if any);
 - Other relevant information (if any).
5. Board candidates must provide a written commitment regarding the truthfulness, accuracy and reasonableness of the disclosed personal information and must commit to faithfully performing their duties if elected.
6. Election of Board members shall be conducted by cumulative voting in accordance with the Law on Enterprises and the Company Charter.
7. Removal and dismissal of Board members shall be carried out in accordance with the Company Charter and the Company's relevant information disclosure regulations.

Article 20. Procedures for convening and holding Board meetings

1. The Board of Directors shall hold meetings at least once every quarter in accordance with the procedures for Board meetings set out in the Company Charter and the Regulations on the Organization and Operation of the Board of Directors.
2. The agenda and related documents shall be notified in advance to Board members within the time limit prescribed by law, the Company Charter and the Regulations on

the Organization and Operation of the Board of Directors.

Article 21. Resolutions and decisions of the Board of Directors

1. Resolutions and decisions of the Board of Directors shall be adopted in accordance with the Company Charter and the Regulations on the Organization and Operation of the Board of Directors.
2. One (01) copy of each resolution/decision of the Board of Directors must be sent to the Supervisory Board for supervision and to the Director for information and implementation after issuance.
3. Resolutions and decisions of the Board of Directors have the highest effect between two meetings of the General Meeting of Shareholders. All departments and individuals in the Company, including Board members, are obliged to implement the resolutions and decisions of the Board of Directors. Where a Board member requests to initiate a lawsuit or directly initiates a lawsuit against an adopted resolution/decision, the challenged resolution/decision shall continue to be implemented until otherwise decided by the Court or Arbitration.
4. The Director and/or the person assigned by the Director to direct implementation shall be responsible to the Board of Directors for properly directing the implementation of the relevant contents stated in the resolutions and decisions of the Board of Directors. The Director must report to the Chairman of the Board of Directors if he/she considers that implementation of a resolution/decision of the Board of Directors at present or in the future may adversely affect the Company's business operations for the Board's consideration. If the Board does not issue a resolution or decision amending/replacing it, the Director shall continue to implement the issued resolution/decision.

CHAPTER IV

SUPERVISORY BOARD

Article 22. Organizational structure and the role of the Supervisory Board in Corporate Governance

1. The Supervisory Board is the body representing the shareholders in supervising the Company's operations and compliance with law and the Company Charter, as well as resolutions and decisions of the General Meeting of Shareholders, with respect to the Board of Directors and the Executive Board in the management and administration of the Company; it also supervises the coordination between the Supervisory Board and the Board of Directors, the Director and shareholders; it is accountable to law and to the General Meeting of Shareholders for the performance of the assigned rights and duties. In performing its duties, the Supervisory Board may exercise the rights provided by law and the Company Charter.
2. The number of members and term of office of the Supervisory Board shall comply

with the Company Charter. The Head of the Supervisory Board shall assign work to members of the Supervisory Board and shall be responsible for the overall activities of the Supervisory Board.

3. The Supervisory Board shall formulate, issue and implement its own Regulations on Organization and Operation on the basis of the relevant provisions of law and the Company Charter.

Article 23. Standards and conditions for Supervisory Board membership

1. Members of the Supervisory Board must satisfy all standards and conditions under the Company Charter and the relevant laws.

2. A member of the Supervisory Board may not concurrently hold any of the following positions:

a) Member of the Board of Directors, executive, employee of the Company or its subsidiary, or employee of an enterprise in which a member of the Company's Board of Directors or the Director is a Board member, executive or major shareholder of such enterprise;

b) Member of the Board of Directors or executive of an enterprise where a member of the enterprise's Supervisory Board is simultaneously a Board member or executive of the Company;

c) Director, Deputy Director or equivalent position of another credit institution;

d) The Head of the Supervisory Board may not simultaneously be a member of the Supervisory Board or a manager of another credit institution.

Article 24. Procedures for nomination, election, removal and dismissal of Supervisory Board members

1. Before the General Meeting of Shareholders is held, the Board of Directors shall inform the shareholders entitled to attend of the number of members expected to be elected or supplemented to the Supervisory Board; it shall also announce the conditions and standards applicable to the positions to be elected so that shareholders may nominate candidates in accordance with law. The Board of Directors shall prepare the list and submit it to the competent authority for approval as required.

2. Nomination of Supervisory Board members shall be carried out in a manner similar to the nomination of Board members under the Company Charter.

3. If the number of Supervisory Board candidates proposed through nomination remains insufficient, the current Supervisory Board may nominate additional candidates or organize a nomination mechanism as prescribed by the Company. The nomination mechanism or the manner in which the current Supervisory Board nominates candidates must be clearly disclosed and approved by the General Meeting of Shareholders before nomination is conducted.

4. Information relating to Supervisory Board candidates (in the approved proposed list) shall be disclosed in accordance with the relevant laws and the Company's information disclosure rules. Such information shall include:

- Full name, date of birth;
- Educational background;
- Professional qualifications;
- Work history;
- Names of companies in which the candidate currently holds positions as Supervisory Board member and other management positions;
- Related interests in the Company (if any);
- Other relevant information (if any).

5. Supervisory Board candidates must provide a written commitment regarding the truthfulness, accuracy and reasonableness of the disclosed personal information and must commit to faithfully performing the duties of a Supervisory Board member if elected.

6. Election of Supervisory Board members shall be conducted by cumulative voting in accordance with the Law on Enterprises and the Company Charter.

7. Removal and dismissal of Supervisory Board members shall be carried out in accordance with the Company Charter and the Company's relevant information disclosure regulations.

Article 25. Procedures for convening and holding Supervisory Board meetings

1. The Supervisory Board shall hold periodic and extraordinary meetings. Periodic meetings of the Supervisory Board shall be held at least twice a year and shall be convened by the Head of the Supervisory Board or the person temporarily acting as Head of the Supervisory Board.

2. Extraordinary meetings of the Supervisory Board shall be conducted in accordance with the procedures set out in the Company Charter and the Regulations on Organization and Operation of the Supervisory Board.

3. Meeting notices, agendas and related documents shall be sent to Supervisory Board members within the time limit prescribed by law, the Company Charter and the Regulations on Organization and Operation of the Supervisory Board.

4. The Head of the Supervisory Board may request Board members and/or members of the Executive Board to attend a meeting where necessary.

Article 26. Decisions of the Supervisory Board

Decisions of the Supervisory Board shall be adopted in accordance with the Company Charter and the Regulations on Organization and Operation of the Supervisory Board.

Article 27. Subcommittees under the Board of Directors

1. The Board of Directors may establish subcommittees under its supervision, as provided in the Company Charter, to assist the Board in performing its duties and powers.
2. The Board of Directors shall decide the specific duties and powers, number, standards and conditions of the subcommittee members, and the operating mechanism of such subcommittees in accordance with law and the charter of the immediate superior authority.

CHAPTER V

EXECUTIVE BOARD

Article 28. Organizational structure and role of the Executive Board in governance

1. The organizational structure and term of office of the Executive Board shall comply with the Company Charter and relevant laws.
2. The Executive Board is responsible for directly managing and operating the Company's business activities in accordance with the policies and orientations adopted by the General Meeting of Shareholders and the Board of Directors in each period; it is accountable to the General Meeting of Shareholders and the Board of Directors for the performance of its assigned duties.
3. The Company's Director is the highest executive responsible for all operations of the Company; he/she has full authority to decide and exercise the rights and obligations of the Company as prescribed, except for matters within the authority of the General Meeting of Shareholders, the Board of Directors and the Supervisory Board; he/she is subject to the supervision of the Board of Directors and the Supervisory Board and is accountable to the Board of Directors, the General Meeting of Shareholders and the law for the daily management of the Company's operations and the performance of the assigned rights and duties.
4. The Deputy Directors assist the Director in managing and administering one or more areas of the Company's operations as assigned or authorized by the Director, and report and are responsible to the Director and to the law for the tasks assigned or authorized by the Director.
5. The Chief Accountant assists the Director in directing the Company's accounting and financial work and has the rights and duties prescribed by law, the Company Charter and the Company's internal regulations.
6. The Director shall formulate, issue and implement the Director's Operating Regulations in conformity with the relevant laws, the Company Charter, resolutions and decisions of the General Meeting of Shareholders and the Board of Directors, and the provisions of these Regulations.

Article 29. Standards and conditions for members of the Executive Board

1. The Director and Deputy Directors must satisfy all standards and conditions

prescribed by the Company Charter. The Director must not be a related person of the enterprise manager, the controller of the company and the parent company, or the representative of state capital, the representative of enterprise capital in the company and the parent company as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.

2. The Company's Chief Accountant must satisfy the conditions prescribed by the Law on Accounting and its guiding documents. The Board of Directors shall formulate and decide the specific standards for the position of Chief Accountant in line with the Company's business development.

Article 30. Procedures for selection, removal and dismissal of members of the Executive Board

1. The Board of Directors shall consider and decide to appoint one of its members or another person as Director in accordance with law and the Company's internal rules. Where the position of Director has not yet been decided, the Board of Directors may assign one (01) member of the Executive Board to exercise the rights, obligations and responsibilities of the Director.

2. The Board of Directors may select and appoint the Deputy Directors and Chief Accountant on the basis of proposals from the Director.

3. The signing of labor contracts with members of the Executive Board shall be carried out in accordance with the Board of Directors' regulations.

4. Where necessary and on sufficient grounds, the Board of Directors shall have the right to decide on the removal or dismissal of members of the Executive Board in accordance with the Company Charter.

5. The Company shall carry out the disclosure procedures regarding the appointment, removal and dismissal of members of the Executive Board in accordance with the relevant regulations.

Article 31. Executive decisions and directions of the Executive Board

1. Decisions and directions of the Director:

a) Based on actual conditions and within the authority delegated by the Board of Directors, the Director has full authority to issue decisions or management directions to ensure that the Company's operations continue to develop safely and sustainably in accordance with the orientations and strategies approved by the General Meeting of Shareholders and the Board of Directors in each period;

b) The Director's decisions and management directions have the highest effect on all personnel in the Company, except for Board members and Supervisory Board members;

c) The Deputy Directors and relevant departments and individuals are responsible for strictly implementing the Director's decisions and management directions.

2. Decisions and management directions of the Deputy Directors:

a) Based on actual conditions and within the authority delegated by the Director, the Deputy Directors may act on behalf of the Director to issue decisions and management directions to ensure that the areas assigned to them develop effectively and in line with the Company's overall orientations and objectives in each period;

b) The Deputy Directors' decisions and management directions are effective for the relevant departments and individuals within the Company, similarly to the Director's decisions and directions;

c) Where deemed necessary, the Director has the right to issue overriding decisions and directions superseding the content of decisions and directions issued by the Deputy Directors.

3. Decisions and directions of the Chief Accountant: The responsibilities, powers and directions of the Chief Accountant shall be exercised in accordance with the Law on Accounting and the Company's regulations.

CHAPTER VI

COORDINATION AMONG THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE EXECUTIVE BOARD

Article 32. Coordination principles

The Board of Directors, the Supervisory Board and the Executive Board shall coordinate their activities on the following principles:

1. Always act in the common interest of the Company;

2. Strictly comply with the relevant provisions of law, the Charter and the Company's internal regulations;

3. Work with the highest sense of responsibility, honesty and cooperation, and maintain regular exchanges in order to jointly resolve any obstacles or difficulties (if any).

Article 33. Coordination of Activities between the Board of Directors and the Executive Board

1. At Board meetings, the Chairman of the Board/Presiding Officer may, based on the meeting content, decide to invite additional Deputy Directors or other managers to attend and contribute opinions (if any).

2. The Chairman of the Board must convene an extraordinary Board meeting upon the written request of the Director or at least five (05) other managers as provided in the Company Charter.

3. At regular or extraordinary meetings of the Executive Board, or at meetings concerning important matters chaired by a member of the Executive Board, the chairperson shall, based on the content of the meeting, decide whether to invite the Chairman of the Board of Directors or relevant members of the Board of Directors to

attend the meeting and contribute their opinions (if any). The notices of conclusions or minutes of these meetings shall be sent to the attending members of the Board of Directors and to the Chairman of the Board of Directors for reporting.

4. The Director shall be responsible for reporting in writing to the Chairman of the Board and the General Meeting of Shareholders on the performance of assigned duties and powers on a periodic basis (quarterly, semi-annually and annually) and upon request.

5. In addition to periodic reporting, at the request of a Board member, the Executive Board and relevant departments and individuals in the Company shall make direct reports or provide information and reports related to the area of work assigned to that Board member.

6. On a quarterly basis, the Board of Directors shall meet with the Executive Board (which may be combined with the regular quarterly Board meeting) to:

a) Review and assess the results of the performance of tasks and duties assigned in the previous quarter and the implementation plan for tasks and duties in the following quarter;

b) Review the implementation of Board resolutions and other delegated matters of the Board of Directors to the Director.

7. The Executive Board shall create every favorable condition for the Chairman and members of the Board of Directors to access information and reports as quickly as possible.

8. Where a risk is detected that may seriously affect the reputation or business operations of the Company, or where other matters are deemed necessary, the Executive Board shall immediately report to the Chairman of the Board and the Board member directly in charge of that area.

Article 34. Coordination between the Board of Directors and the Supervisory Board

1. The Board of Directors shall coordinate with and facilitate the members of the Supervisory Board in the performance of their duties and powers.

2. The Board of Directors shall ensure the right of the Supervisory Board to access and be provided with information, documents and the right to attend meetings convened in accordance with the Board's regulations.

3. The Supervisory Board shall consult the Board of Directors regarding annual/ad hoc internal audit plans before signing and issuing them.

4. The Supervisory Board shall coordinate with and promptly inform the Board of Directors of monitoring results and internal audit results, and seek the Board's views on reports and documents of the Supervisory Board before submission to the General Meeting of Shareholders or before being provided/disclosed to external entities.

5. Specific coordination contents between the Board of Directors and the Supervisory Board shall comply with the coordination rules in the Operating and Information Exchange Mechanism between the Board of Directors, the Director and the Supervisory Board issued by the Board of Directors from time to time.

Article 35. Coordination between the Supervisory Board and the Director

1. The Director shall coordinate with and facilitate the Supervisory Board in performing its duties and powers in accordance with law and the Company Charter.
2. The Director shall ensure the Supervisory Board's right to access information and documents.
3. The Supervisory Board shall consult the Director regarding annual/ad hoc internal audit plans before signing and issuing them.
4. The Supervisory Board shall coordinate with and inform the Director of monitoring results and internal audit results, and seek the Director's views on the Supervisory Board's reports and documents before submission to the General Meeting of Shareholders or before being provided/disclosed to external entities.
5. Specific coordination contents between the Supervisory Board and the Director shall comply with the coordination rules in the Operating and Information Exchange Mechanism between the Board of Directors, the Director and the Supervisory Board issued by the Board of Directors from time to time.

CHAPTER VII

ASSESSMENT, REWARD AND DISCIPLINARY ACTIONS AGAINST MEMBERS OF THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE EXECUTIVE BOARD

Article 36. Methods for assessing the performance of Board members, the Supervisory Board and the Executive Board

1. Depending on the Board of Directors' decision, the assessment of the performance of Board members, members of the Supervisory Board and members of the Executive Board may be carried out by one or more of the following methods:
 - a) Self-assessment;
 - b) Semi-annual performance review;
 - c) Annual performance review at year-end;
 - d) Periodic or ad hoc opinion surveys and confidence votes;
 - e) Other methods selected by the Board of Directors from time to time.
2. The Board of Directors shall assess the performance of its members and the positions appointed by the Board of Directors.
3. The Supervisory Board shall assess the performance of its members.

4. The Director shall assess the performance of the positions appointed by the Director.

Article 37. Performance assessment criteria

The performance assessment criteria for members of the Board of Directors, the Supervisory Board and the Executive Board include:

1. Results of assigned work, including the degree of completion, quantity, quality and efficiency of the individual's work, and the development and operating results of the unit;
2. Moral qualities, lifestyle, awareness and ideology, compliance with and observance of the Company Charter, the Company's policies and guidelines, and the law;
3. Commitment to learning and improving qualifications, honesty, openness to feedback in work, organizational discipline and responsibility in the assigned work and current position;
4. Managerial ability, style and attitude in managing work, and the prevention of bureaucracy, corruption and waste;
5. Solidarity and coordination within the unit and with other units, and the level of trust of employees.

Article 38. Performance assessment

1. Based on the assessment results, Board members, Supervisory Board members and members of the Executive Board shall be classified into the following four categories, which may be adjusted from time to time according to the regulations on commentary, assessment and grading of officers issued by the management levels and the Company:

- a) Successfully and excellently completed assigned tasks;
- b) Completed assigned tasks;
- c) Did not / has not yet completed assigned tasks (the 'not yet completed' category applies in ad hoc assessments upon request).

2. Performance evaluation records of Board members, Supervisory Board members and members of the Executive Board must be retained in their personal files at the Company.

Article 39. Rewards

1. Board members, Supervisory Board members and members of the Executive Board who achieve accomplishments in the governance and administration of the Company and in other assigned tasks shall be considered for rewards in accordance with law and the Company's regulations.

2. Forms of reward, specific criteria for reward, and the procedures and formalities for reward shall be implemented in accordance with the Company's emulation and reward regulations in force from time to time.

Article 40. Disciplinary action

1. Where Board members, Supervisory Board members or members of the Executive Board violate the law, the Company Charter or other relevant Company regulations in the course of performing their duties, they shall, depending on the nature, seriousness and consequences of the violation, be subject to disciplinary action in accordance with law and/or the Company's regulations.
2. The Board of Directors has the authority to decide disciplinary action for positions appointed by the Board of Directors. The Director has the authority to decide disciplinary action for positions appointed by the Director.
3. Principles for handling disciplinary violations, forms of disciplinary action, and procedures and formalities for handling disciplinary violations shall be implemented in accordance with the Company's Internal Labor Rules in force from time to time.

CHAPTER VIII

CORPORATE GOVERNANCE OFFICER

Article 41. Qualifications and standards for the Corporate Governance Officer

The Corporate Governance Officer must satisfy the following standards:

1. Knowledge of law;
2. May not simultaneously work for the approved audit organization that is auditing the Company's financial statements;
3. Understanding of the Company's business operations and internal governance; ability to synthesize information, proficient use of information technology and office equipment;
4. Other standards as prescribed by law, the Company Charter and the decision of the Board of Directors

Article 42. Rights and obligations of the Corporate Governance Officer

1. Advise the Board of Directors in organizing General Meetings of Shareholders in accordance with regulations and in matters relating to the Company and its shareholders;
2. Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
3. Advise on meeting procedures;
4. Attend meetings;
5. Advise on the procedures for preparing resolutions of the Board of Directors in accordance with law;
6. Provide financial information, copies of Board minutes and other information to members of the Board of Directors and Supervisors;

7. Monitor and report to the Board of Directors and the Supervisory Board on the Company's information disclosure activities;
8. Maintain confidentiality in accordance with law and the Company Charter;
9. Be entitled to remuneration (allowances) in accordance with the Company's internal management regulations and/or the decision of the Board of Directors;
10. Other rights and obligations as prescribed by law and the Company Charter.

Article 43. Appointment of the Corporate Governance Officer

The Board of Directors shall appoint at least one (01) person as Corporate Governance Officer to support the Company's governance activities to be carried out effectively. The Corporate Governance Officer shall concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises. The term of office of the Corporate Governance Officer shall be decided by the Board of Directors, shall not exceed five (05) years and may be reappointed.

Article 44. Cases of removal of the Corporate Governance Officer

The Board of Directors may remove the Corporate Governance Officer when necessary, provided such removal does not contravene the current labor law provisions.

Article 45. Notice of appointment and removal of the Corporate Governance Officer

Notice of the appointment and removal of the Corporate Governance Officer shall be made in accordance with securities law and the Company's internal regulations.

CHAPTER IX

PREVENTION OF CONFLICTS OF INTEREST AND TRANSACTIONS WITH RELATED PARTIES

Article 46. Duty of loyalty and avoidance of conflicts of interest for members of the Board of Directors, Supervisory Board, and Board of Management

1. Members of the Board of Directors, Supervisors, the Director and other executives shall disclose related interests as prescribed in Article 164 of the Law on Enterprises and other relevant laws.
2. Board members, Supervisors, the Company's Director and other executives may not use business opportunities that may benefit the Company for their own personal benefit; they may not use information obtained by virtue of their positions for personal gain or for the benefit of any other organization or individual.
3. Members of the Board of Directors, members of the Supervisory Board, the Director and other managers shall notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries or other companies controlled by the public company with more than 50% of charter capital and such person or his/her related persons in accordance with law. For transactions referred to above that

are approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such resolutions in accordance with securities disclosure regulations. A Board member shall not vote on a transaction that benefits such member or his/her related person in accordance with the Law on Enterprises and the Company Charter.

4. Unless otherwise decided by the General Meeting of Shareholders, the Company may not provide loans, guarantees or credit to Board members, Supervisors, the Company's Director, other executives who are not shareholders, or persons related to the aforementioned persons, or any legal entity in which such persons have financial interests. In cases of providing loans or guarantees to related organizations of members of the Board of Directors, members of the Supervisory Board, the Director (General Director), or other Managers, where the Company and such organization (except for organizations that are shareholders of the company as prescribed in Clause 2, Article 293 of Decree 155/2020/ND-CP) are companies within the same Group, the General Meeting of Shareholders or the Board of Directors shall approve such transactions in accordance with the Company's Charter.

5. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisors, the Company's Director, other executives, or individuals/organizations related to them, or companies, partners, associations or organizations in which such persons or related persons are members or have financial interests, shall not be invalidated in the following cases:

- a) For contracts with a value of less than 20% of the total assets recorded in the most recent financial statements, the principal terms of the contract or transaction, as well as the relationships and interests of the Board members, Supervisors, the Director and other executives, have been reported to the Board of Directors. At the same time, the Board of Directors has approved the contract or transaction in good faith by the majority of the disinterested Board members; or
- b) For contracts with a value greater than 20% of the total assets recorded in the most recent financial statements, the principal terms of the contract or transaction, as well as the relationships and interests of the Board members, Supervisors, the Director and other executives, have been disclosed to the disinterested voting shareholders, and those shareholders have voted in favor of the contract or transaction;
- c) The contract or transaction is considered fair and reasonable in all respects relevant to the Company's shareholders at the time such contract or transaction is approved or ratified by the Board of Directors or the General Meeting of Shareholders.

Board members, Supervisors, the Company's Director, other executives, and individuals and organizations related to the aforementioned persons may not use unpublished

information of the Company or disclose such information to others to conduct related transactions.

Article 47. Transactions with related persons

1. When entering into transactions with related persons, the Company shall sign written contracts on the basis of equality and voluntariness.
2. The Company shall apply necessary measures to prevent related persons from interfering in the Company's operations and causing harm to the Company's interests through the control of transactions, purchases and sales, and prices of the Company's goods and services.
3. The Company shall apply necessary measures to prevent shareholders and related persons from carrying out transactions that may cause loss of capital, assets or other resources of the Company.

Article 48. Ensuring the lawful rights of persons with interests related to the Company

1. The Company respects the lawful rights and interests of persons with interests related to the Company, including the Company, creditors, shareholders, employees, consumers, suppliers, the community and others with interests related to the Company.
2. The Company proactively cooperates with persons with interests related to the Company by:
 - a) Providing creditors with all necessary information to help them assess the Company's operational and financial situation and make decisions;
 - b) Encouraging persons with interests related to the Company to express their views on business operations, financial status and major decisions affecting their interests through direct contact with the Board of Directors, the Executive Board and the Supervisory Board;
 - c) Complying with labor, environmental, community responsibility and social responsibility requirements.

CHAPTER X INFORMATION DISCLOSURE

Article 49. Information disclosure

The Board of Directors is responsible for formulating, issuing and organizing information disclosure in accordance with current law and the Company's internal regulations.

CHAPTER XI VIOLATION HANDLING

Article 50. Handling of violations

1. When any officer or employee of the Company (including members of the Board of Directors, the Supervisory Board and the Executive Board) is found to have violated these Regulations, the person discovering the violation shall immediately notify the Chairman of the Board of Directors and the Head of the Supervisory Board.
2. Any violation of these Regulations shall be reviewed and disciplined by the Board of Directors in accordance with law and the Company's regulations. Where the violation causes damage to the Company, the violator shall compensate the Company in accordance with law.

CHAPTER XII

IMPLEMENTING PROVISIONS

Article 51. Implementing provisions

These Internal Regulations on Corporate Governance of VINACOMIN - Machinery Joint Stock Company comprise 13 Chapters and 52 Articles, and an attached Appendix of Model Regulations for Organizing Online General Meetings of Shareholders. Matters not provided for in these Regulations shall be implemented in accordance with the Company Charter and relevant provisions of law. In the event of any inconsistency between these Regulations and the Company Charter on the same matter, the provisions of the Company Charter shall prevail.

Article 52. Effectiveness

These Regulations take effect from the date on which the General Meeting of Shareholders adopts the resolution and the Chairman of the Board of Directors signs for issuance. Any amendment, supplementation or replacement of these Regulations shall be decided by the Board of Directors and submitted to the General Meeting of Shareholders for approval.

The members of the Board of Directors, the Supervisory Board, the Executive Board and the heads of the Company's subordinate units shall be responsible for guiding and organizing the implementation of these Regulations within the Company./.

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APPENDIX

MODEL REGULATIONS ON ORGANIZING VIRTUAL GENERAL MEETINGS OF SHAREHOLDERS

(Issued in conjunction with the Internal Regulations on Corporate Governance dated 24th month 4 year 2026 by the Board of Directors of VINACOMIN - Machinery Joint Stock Company)

CHAPTER I: GENERAL PROVISIONS

Article 1. Scope of Application

These Regulations provide for the organization of Virtual General Meetings of Shareholders of VINACOMIN - Machinery Joint Stock Company (hereinafter referred to as the "Company"). These Regulations specify the rights and obligations of the parties participating in the Virtual General Meeting of Shareholders, and the conditions and procedures for conducting the Meeting. Shareholders and participating parties are responsible for complying with the provisions of these Regulations.

Article 2. Interpretation of Terms

In these Regulations, the following terms are understood as follows:

- **Virtual General Meeting of Shareholders (Virtual Meeting or Meeting):** Refers to a general meeting of shareholders where voting shareholders attend and vote via video conferencing and electronic voting.
- **Access Account:** Refers to the login name and password sent in the meeting invitation to shareholders to access and participate in the Virtual Meeting and electronic voting.
- **Electronic Voting:** Refers to the act of a shareholder casting a vote electronically via the Internet using a system developed by the Company or provided by the Vietnam Securities Depository and Clearing Corporation (hereinafter referred to as VSDC) or another entity providing electronic voting services to the Company (hereinafter referred to as the Electronic Voting Service Provider).

Article 3. Conditions for Organizing a Virtual Meeting

The Board of Directors has the right to decide to organize the General Meeting of Shareholders in a virtual format instead of an in-person meeting if it assesses that an in-person meeting may not be feasible due to epidemics, decisions of competent State management agencies, or other force majeure events.

CHAPTER II: RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPATING PARTIES

Article 4. Rights and Obligations of Shareholders attending the Virtual Meeting



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4.1. Shareholders entitled to attend the Meeting: Shareholders who are legal entities, individuals, or representatives of shareholders or groups of shareholders owning voting shares of the Company on the record date for the list of shareholders entitled to participate in the Meeting.

4.2. Shareholders will be provided with an access account via the invitation to participate in the Meeting and perform electronic voting. The access account for attending the Meeting and the electronic voting may be the same account or two separate accounts.

4.3. A shareholder is considered to have attended the Meeting when meeting the following conditions:

- The shareholder entitled to attend the Meeting directly participates or authorizes another person to attend the virtual meeting and vote electronically on issues at the Meeting.
- The shareholder logs into the system using the access account to attend the virtual meeting and vote via electronic voting. Shareholders who do not meet the conditions for attendance at the Virtual Meeting are considered as not attending the Meeting. The attendance rate is calculated by the number of shareholders attending the Meeting over the total number of shareholders entitled to attend.
- 4.4. Rights and obligations of shareholders:
 - Shareholders attending the Meeting may vote on all matters within the authority of the Meeting as prescribed by law and the Company's Charter via electronic voting. Shareholders can follow the contents and proceedings of the meeting via the Company's online broadcasting system and participate in online discussions and Q&A on matters at the Meeting according to the approved agenda.
 - Shareholders who log in late after the Meeting has commenced have the right to participate and vote immediately on items that have not yet been voted on, but the validity of voting rounds conducted previously shall not be affected.
 - Shareholders are responsible for the confidentiality of their login names, passwords, and other provided identification factors to ensure that only the shareholder has the right to vote. Shareholders recognize the voting results provided through the electronic voting system by the Electronic Voting Service Provider.

Article 5. Rights and Obligations of the Shareholder Support Team

- The Shareholder Support Team consists of one (01) Chairperson and other members approved by the Meeting.
- The Shareholder Support Team's duties include:
 - + Receiving complaints and supporting the resolution of issues shareholders encounter during the login process for the Virtual Meeting and electronic voting.
 - + Receiving shareholders' comments via the online chat box to forward to the Presiding Board.

Article 6. Rights and Obligations of the Election and Counting Committee

The Election and Counting Committee consists of one (01) Chairperson and other members approved by the Meeting. The Committee's duties:

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- Inspect and supervise the voting of shareholders;
- Receive electronic voting results to summarize the results;
- Prepare the vote counting minutes and announce them before the Meeting;
- Hand over the Minutes and all voting records to the Meeting Chairperson.

Article 7. Rights and Obligations of the Presiding Board

The Presiding Board consists of one (01) Chairperson and several members approved by the Meeting. The Presiding Board's duties:

- Chair the Meeting; guide delegates and the Meeting in discussions;
- Submit drafts and conclude necessary matters for the General Meeting to vote; answer issues requested by the Meeting.
- The Presiding Board works on the principle of collective democratic centralism, conducting the Meeting legally and orderly, reflecting the wishes of the majority of attending shareholders.

Article 8. Rights and Obligations of the Secretariat

The Secretariat consists of one (01) Head and several members. The Secretariat's duties:

- Record fully and honestly the entire proceedings of the Meeting and matters approved or noted;
- Draft the Meeting Minutes and Resolutions on approved matters;
- Support the Presiding Board in announcing draft documents, conclusions, and Resolutions to shareholders when requested.

CHAPTER III: PROCEDURES FOR CONDUCTING THE VIRTUAL MEETING

Article 9. Conducting the Meeting

The Meeting shall be conducted when the number of attending shareholders represents more than 50% of the total voting shares based on the shareholder list established at the time of convening the Meeting.

Article 10. Method of Conducting the Meeting

10.1. The Meeting is expected to take place within 1/2 day.

10.2. The Meeting will sequentially discuss and approve the contents stated in the Meeting Program.

Article 11. Expressing Opinions at the Meeting

For shareholders attending the Virtual Meeting: Shareholders may contribute opinions or speak on meeting contents via the online screen upon request and when invited by the Presiding Board, or chat with the Support Team. The Support Team will forward these to the Chairperson for

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processing. Each shareholder's speech shall not exceed 3 minutes and must be concise, avoiding repetition.

Article 12. Principles for Shareholder Voting

12.1. General Principles: All matters on the Meeting agenda must be approved by collecting shareholder votes via Electronic Voting based on the number of owned and represented shares.

12.2. Voting Method: Matters such as approving the Presiding Board, Secretariat, Counting Committee; the Meeting Program; Meeting Regulations, and Meeting Resolutions are approved via Electronic Voting with options: Agree, Disagree, or No Opinion for each matter. 12.3. Election Method: The election of members of the Board of Directors and the Supervisory Board is conducted via Electronic Voting using the cumulative voting method. Each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected.

Article 13. Implementing Electronic Voting

If the access account for the electronic voting system is the same as the meeting account: Shareholders view the information posted on the system and perform voting for each content. If the accounts are separate: Shareholders use the specific electronic voting account to log in and cast their votes.

Article 14. Electronic Voting Results

14.1. Electronic voting results during the voting period are tallied and calculated by the service provider or the Company's software system.

14.2. The Election and Counting Committee receives the electronic voting result information to summarize the results.

Article 15. Approving Decisions of the Meeting

15.1. Resolutions are approved when shareholders representing at least 50% of the total voting shares of all attending shareholders agree, except for cases in Clauses 15.2 and 15.3.

15.2. Resolutions on the following matters require at least 65% approval: a) Amendments and supplementations to the Charter; b) Types of shares and quantity of shares to be offered; c) Reorganization or dissolution of the enterprise; d) Transactions of buying or selling assets of the Company or branches valued at 35% or more of the total asset value based on the most recent audited financial statements; e) Other cases as prescribed in the Company's Charter.

15.3. Election of members of the Board of Directors/Supervisory Board follows cumulative voting. Elected members are determined by the number of votes from highest to lowest.

Article 16. Meeting Minutes

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16.1. The Meeting must be minuted and may be recorded or stored in other electronic forms. Minutes must be in Vietnamese (may also be in English) including: Name/address; Time/location; Agenda; Presiding Board/Secretariat; Summary of proceedings and opinions; Number of attending shareholders; Total voting results for each matter; Approved issues; and Signatures.

16.2. Minutes must be completed and approved before the Meeting ends. 16.3. The Presiding Board and Secretariat are jointly responsible for the truthfulness and accuracy of the Minutes.

Article 17. Unsuccessful Meeting Organization

17.1. If the first meeting does not meet conditions (per Article 9), a second meeting shall be convened within 30 days. The second meeting requires at least 33% of voting shares.

17.2. If the second meeting fails, a third meeting shall be convened within 20 days, which will proceed regardless of the total number of voting shares of attending shareholders.

CHAPTER IV: OTHER PROVISIONS

Article 18. Using Electronic Voting Services at VSDC

In case the Company chooses to use VSDC's services, the VSDC model regulations shall govern. In case of inconsistency between these Regulations and the VSDC model, the VSDC model shall prevail.

Article 19. Implementation Effect

19.1. These Regulations consist of 4 chapters and 19 articles and take effect on the date of signing the issuance decision.

19.2. Shareholders, representatives, and participating individuals/organizations are responsible for implementation.

VINACOMIN - MACHINERY JOINT STOCK COMPANY
CHAIRMAN OF THE BOARD OF DIRECTORS

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