

No.: 852 /CSTB-TCKT

Tay Ninh, July 02, 2026

INFORMATION DISCLOSURE

To:

- Hanoi Stock Exchange.
- The State Securities Commission of Vietnam

1. Organization name: Tan Bien Rubber Joint Stock Company

- Stock code: RTB

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2. Details of Information Disclosure:

Board of Directors Decision No. 193/QD-HDQTCSTB dated July 01, 2026, on the promulgation of the Internal Regulations on Corporate Governance (amended and supplemented) of Tan Bien Rubber Joint Stock Company.

3. This information has been published on the company's website on July 02, 2026 at the link: <http://www.tabiruco.vn/quan-he-co-dong/>

We hereby certify that the information disclosed above is true and we take full responsibility before the law for the content of the disclosed information.

*** Attached documents:**

-Board of Directors Decision No. 193/QD-HDQTCSTB dated July 01, 2026;

-The Internal Regulations on Corporate Governance (amended and supplemented).

Authorized Person to Disclose Information

(Sign, print full name, stamp)



Nguyễn Trần Thiên Phúc



VIETNAM RUBBER GROUP
TAN BIEN RUBBER JSC
No. 193/QĐ-HĐQTCSTB

TRANSLATES

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Tay Ninh, July 01, 2026

DECISION

**Regarding the issuance of the Internal Regulations on Corporate Governance
(amended - supplemented) of Tan Bien Rubber Joint Stock Company**

THE BOARD OF DIRECTORS OF TAN BIEN RUBBER JOINT STOCK COMPANY

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

*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 guiding a number of articles on corporate governance applicable to
public companies under the Government's Decree No. 155/2020/ND-CP dated
December 31, 2020 detailing the implementation of a number of articles of the Law on
Securities;*

*Pursuant to the Charter of Organization and Operation (amended and
supplemented) of Tan Bien Rubber Joint Stock Company;*

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026;

Pursuant to the Resolution of the Annual General Meeting of Shareholders 2026.

HEREBY DECIDES

Article 1. Issued together with this Decision are the Internal Regulations on Corporate Governance (amended and supplemented) of Tan Bien Rubber Joint Stock Company.

The Internal Regulations on Corporate Governance consist of 8 chapters and 93 articles, which were approved by the 2026 Annual General Meeting of Shareholders on June 29, 2026.

Article 2. This Decision shall take effect from June 29, 2026 and replace the Internal Regulations on Corporate Governance issued with Decision No. 136/QĐ-HĐQTCSTB dated June 23, 2023 of the Board of Directors of Tan Bien Rubber Joint Stock Company.

Article 3. Members of the Board of Directors, the General Director, Heads of departments, Heads of subordinate units, and related individuals shall be responsible for the implementation of this Decision./.

Recipients:

- As per Article 3;
- Company's Board of Supervisors;
- Archived: Clerical Dept, Secretariat of the BOD.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

(signed and sealed)

Truong Van Cu

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness



TBRC

**INTERNAL CORPORATE GOVERNANCE
REGULATIONS
(AMENDED AND SUPPLEMENTED)
TAN BIEN RUBBER JOINT STOCK
COMPANY**

(Issued pursuant to Resolution No. 193/QĐ-HĐQTCTB dated July 01, 2026)



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CHAPTER 1 – GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: These Regulations are developed in accordance with Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance, stipulating the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; procedures for convening the General Meeting of Shareholders; nomination, candidacy, election, appointment, and dismissal of members of the Board of Directors, the Board of Supervisors, and the General Director; and other activities as stipulated in the Company Charter and other current legal regulations.
2. Subjects of application: These Regulations apply to members of the Board of Directors, the Board of Supervisors, the General Director, and affiliated persons mentioned in these Regulations.

Article 2. Interpretation of terms and abbreviations

1. Charter capital is the total par value of shares sold or registered for purchase upon the establishment of the Joint Stock Company and in accordance with Article 6 of the Company Charter;
2. Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements;
3. Law on Securities is the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements;
4. Date of establishment is the date the Company was first issued the Enterprise Registration Certificate (Business Registration Certificate and equivalent valid documents);
5. Corporate executives are the General Director, Deputy General Director, and Chief Accountant appointed by the Board of Directors;
6. Management personnel are the Company's managers, including the Chairman of the Board of Directors, members of the Board of Directors, and the General Director appointed by the General Meeting of Shareholders or the Board of Directors;
7. Affiliated persons are individuals and organizations as defined in Clause 46, Article 4 of the Law on Securities;
8. Shareholders are individuals and organizations owning at least one share of the Joint Stock Company;
9. Major shareholders are shareholders as defined in Clause 18, Article 4 of the Law on Securities;
10. Member of the Board of Supervisors is a Supervisor

11. The Stock Exchange is the Vietnam Stock Exchange and its subsidiaries.
12. Non-executive member of the Board of Directors is a member of the Board of Directors who is not the General Director, Deputy General Director, or Chief Accountant as per the Company Charter.
13. The Committee for verifying shareholder/delegate eligibility is the department responsible for determining the conditions for conducting the General Meeting of Shareholders in accordance with the law and the Company Charter.
14. Company: is Tan Bien Rubber Joint Stock Company
15. Board of Directors (BOD): is the Board of Directors
16. Candidacy: is self-nomination
17. Board of Supervisors (SB): is the Board of Supervisors
18. VSDC: is the Vietnam Securities Depository and Clearing Corporation
19. Delegate: is a Shareholder or representative (person authorized by a shareholder)
20. Corporate Governance Officer: is the person with the responsibilities and powers stipulated in Article 281 of Decree 155/2020/ND-CP.
21. Online meeting is a form of organizing the General Meeting of Shareholders using electronic means to transmit images and sound via the internet, allowing shareholders at different locations to monitor the proceedings, discuss, and vote on meeting issues.
22. Electronic voting is the act of shareholders voting through the Electronic Voting System as stipulated in these Regulations.
23. Username and password include the username and password uniquely issued by the Company to each shareholder.
24. Contact address is the registered head office address for organizations; or the permanent residence, workplace, or other address of an individual that they have registered with the enterprise as their contact address.
25. Trade secret means information regarding inventory volumes, costs, finance, and technological solutions and business techniques. Examples: Processes, techniques, and technical know-how in production; Customer information; Algorithms and processes implemented within the Company; Formulas for product manufacturing; Business strategies; Information regarding research and development activities.
26. Business secret means information obtained from financial and intellectual investment activities, which has not been disclosed and is capable of being used in business. Examples: Formulas, samples, equipment, or sets of other information used for a certain period in an enterprise; technical information used in the goods production process; marketing, export, or sales strategies, or methods of document storage or business management processes and procedures, including software used for business activities.

CHAPTER 2 – GENERAL MEETING OF SHAREHOLDERS

I. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS TO PASS RESOLUTIONS VIA VOTING AT THE GENERAL MEETING OF SHAREHOLDERS (IN-PERSON, ONLINE, OR COMBINED IN-PERSON AND ONLINE)

SECTION 1. GENERAL PROVISIONS

Article 3. Roles, rights, and obligations of the General Meeting of Shareholders

The roles, rights, and obligations of the General Meeting of Shareholders are stipulated in Article 138 of the Law on Enterprises No. 59/2020/QH14, the Law on Securities No. 54/2019/QH14, and Articles 14 and 15 of the Company Charter.

Article 4. Authority to convene the General Meeting of Shareholders

(Based on the provisions of Article 140 of the Law on Enterprises and Article 14 of the Company Charter)

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

Article 5. Personnel for the General Meeting of Shareholders

(Based on the provisions of Article 146 of the Law on Enterprises; Clause 2, Article 20 of the Company Charter)

1. Chairperson and Presidium:

- a. The Chairman of the Board of Directors shall act as the chairperson or authorize another member of the Board of Directors to act as the chairperson for the General Meeting of Shareholders convened by the Board of Directors. In the event that the Chairman is absent or temporarily unable to perform their duties, the remaining members of the Board of Directors shall elect one of them to act as the chairperson of the meeting by majority vote. In the event that a chairperson cannot be elected, the Head of the Board of Supervisors shall preside over the General Meeting of Shareholders to elect a chairperson from among those present, and the person with the highest number of votes shall act as the chairperson of the meeting;
- b. Except for the case prescribed in Point a of this Clause, the person signing the notice to convene the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect a chairperson, and the person with the highest number of votes shall act as the chairperson of the meeting;

- c. The chairperson has the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of attendees.
- d. The chairperson of the General Meeting of Shareholders has the following rights:
 - To require all attendees to undergo inspection or other lawful and reasonable security measures;
 - To request competent authorities to maintain order at the meeting; to expel from the General Meeting of Shareholders those who do not comply with the chairperson's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security inspection requirements.
- e. The chairperson has the right to postpone the General Meeting of Shareholders that has reached the quorum for a maximum of 03 working days from the originally intended opening date and may only postpone the meeting or change the meeting venue in the following cases:
 - The meeting venue does not have sufficient convenient seating for all attendees;
 - Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;
 - There are attendees who obstruct or disrupt order, posing a risk that the meeting cannot be conducted fairly and legally.
- f. Other rights and obligations of the Chairperson as prescribed by current law.
- g. The Presidium consists of at least 01 person, including 01 Chairperson and members.
- h. Duties of the Presidium:
 - To manage the activities of the Company's General Meeting of Shareholders according to the expected agenda of the Board of Directors that has been approved by the General Meeting of Shareholders;
 - To guide delegates and the General Meeting in discussing the contents included in the agenda;
 - To present drafts and conclude on necessary issues for the General Meeting to vote on;
 - To respond to issues requested by the General Meeting;
 - To resolve issues arising throughout the duration of the General Meeting.
- i. Working principles of the Presidium: The Presidium works on the principle of collective leadership and democratic centralism, with decisions made by majority vote.

2. Meeting Secretary:

- a. The chairperson shall appoint one or more persons to act as meeting secretary;
- b. Duties of the Meeting Secretary:
 - To record the content of the General Meeting fully and truthfully;

- To receive registration forms for speaking from shareholders/delegates;
- To prepare the Minutes of the meeting and draft the Resolution of the General Meeting of Shareholders;
- To assist the chairperson in disclosing information related to the General Meeting of Shareholders and notifying shareholders in accordance with the law and the Company Charter;
- Other duties as requested by the chairperson.

3. Vote Counting Committee:

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

4. Shareholder/Delegate Eligibility Verification Committee:

- a. The person convening the General Meeting of Shareholders as prescribed in Article 140 of the Law on Enterprises shall appoint one or more persons to the Shareholder/Delegate Eligibility Verification Committee to serve the meeting. The Committee for the General Meeting consists of at least 01 person, including 01 Head of the Committee and at least 01 member.
- b. Duties of the Shareholder/Delegate Eligibility Verification Committee:
 - To verify the eligibility and status of shareholders and shareholder representatives attending the meeting.
 - The Head of the Shareholder/Delegate Eligibility Verification Committee shall report to the General Meeting of Shareholders on the status of shareholders attending the meeting. If the meeting has a sufficient number of shareholders and authorized representatives with the right to attend, representing over 50% of the total voting shares, the Company's General Meeting of Shareholders shall be conducted.
 - To participate in counting votes for other matters before the Vote Counting Committee is established.

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Article 6. To prepare the list of shareholders eligible to attend the meeting and announce the closing of the list of shareholders eligible to attend the General Meeting of Shareholders

(Based on the provisions of Point a, Clause 2, Article 18 of the Company Charter; Regulations on exercising rights of the Vietnam Securities Depository and Clearing Corporation)

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

Article 7. Notice of convening the General Meeting of Shareholders

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

1. The person convening the General Meeting of Shareholders must send a notice of the meeting to all shareholders on the list of shareholders eligible to attend at least 21 days before the opening date. The meeting notice must include the name, address of the head office, enterprise identification number; the name and contact address of the shareholder, the time, location of the meeting, and other requirements for attendees.
2. The meeting notice shall be sent by a method that ensures it reaches the shareholder's contact address and shall be posted on the Company's website.
3. The meeting notice must be sent with the following documents attached:
 - a. The meeting agenda, documents used in the meeting, and draft resolutions for each issue in the meeting agenda;
 - b. Voting ballot/election ballot. Note: In the case of inviting shareholders to the General Meeting via online format, the voting/election ballot does not need to be attached to the meeting notice.
4. In case the company has a website, the sending of meeting documents attached to the meeting notice as prescribed in Clause 3 of this Article may be replaced by posting them on the company's website. In this case, the meeting notice must clearly state the location and method for downloading the documents.

Article 8. Agenda and content of the General Meeting of Shareholders

(Based on the provisions of Article 142 of the Law on Enterprises and Article 18 of the Company Charter)

1. The person convening the General Meeting of Shareholders must perform the tasks in accordance with the provisions specified in Clause 2, Article 18 of the Company's Charter.
2. The agenda of the General Meeting of Shareholders and documents related to issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case documents are not attached to the notice of the General Meeting of

Shareholders, the meeting notice must clearly state the link to all meeting documents so that shareholders can access them, including the contents under Clause 3, Article 18 of the Company's Charter.

3. A shareholder or group of shareholders as stipulated in Clause 2, Article 12 of the Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 05 working days before the opening date of the meeting. The proposal must clearly state the information specified in Clause 4, Article 18 of the Company's Charter.
4. In case the person convening the GMS refuses the proposal stipulated in Clause 3 of this Article, they must provide a written response at least 02 working days before the opening date of the GMS, clearly stating the reasons. In case the person convening the GMS or the proposer requests a discussion, both parties must discuss before the convener provides a written refusal. The person convening the GMS may only refuse the proposal if it falls within any of the cases stipulated under Clause 5, Article 18 of the Company's Charter.
5. The person convening the GMS must accept and include the proposal stipulated in Clause 4 of this Article into the expected agenda and content of the meeting, except for the cases stipulated in Clause 5 of this Article; the proposal is officially added to the agenda and content of the meeting if approved by the GMS.

Article 9. Procedures for registration and authorization to attend the GMS

(Based on the provisions of Article 144, Law on Enterprises; Article 16 of the Charter; Clauses 1, 2, 5, Article 20 of the Charter)

1. Procedures for registering to attend the GMS before the opening date of the GMS:
 - a. The procedures for registering to attend the GMS are clearly specified in the Notice of the GMS, including contacting the Company or sending the Registration Form to attend the GMS (attached to the Notice of the GMS sent to shareholders) to the Company.
 - b. Shareholders choose the method of registration to attend the GMS as stated in the notice, including:
 - Attending and voting/electing directly at the meeting;
 - Authorizing another representative to attend and vote/elect at the meeting and complying with the provisions of Clause 2 of this Article; (In case more than one representative is appointed, the specific number of shares and the number of votes/election ballots authorized for each representative must be determined).
 - Attending and voting/electing via online conference, electronic voting, or other electronic forms;
 - Sending voting ballots/election ballots to the meeting via mail, fax, or email;
 - Other forms of registration to attend the GMS in accordance with the law.
 - The Company must make maximum efforts to apply modern information technology so that shareholders can attend and express opinions at the GMS in the best way, including



guiding shareholders to vote via online GMS, electronic voting, or other electronic forms as stipulated in Article 144 of the Law on Enterprises and the Charter.

2. Regulations on authorization to attend the GMS

- a. Shareholders and authorized representatives of shareholders shall exercise authorization in accordance with Article 16 of the Charter;
- b. The authorization for an individual or organization to represent a shareholder at the GMS as stipulated in Point a, Clause 2 of this Article must be made in writing. The authorization document shall be prepared in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, the term of authorization, and the signatures (with handwritten full names or digital signatures), and the seal (if it is an organization) of the authorizing party and the authorized party. The authorized person attending the GMS must submit the authorization document when registering to attend the meeting. The authorized recipient shall not sub-authorize any other person.
- c. The voting ballot/election ballot of the authorized person attending the meeting within the authorized scope remains valid when one of the following cases occurs, except for:
 - The authorizing person is deceased, has limited civil act capacity, or has lost civil act capacity;
 - The authorizing person has revoked the authorization designation;
 - The authorizing person has revoked the authority of the person performing the authorization.
 - This provision does not apply in case the Company receives notice of one of the above events before the opening time of the GMS or before the meeting is reconvened.

Article 10. Conditions for conducting the GMS

(Based on the provisions of Article 19 of the Charter)

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

Article 11. Forms of approving GMS resolutions

(Based on the provisions of Article 147, Law on Enterprises No. 59/2020/QH14; Article 22 of the Charter)

1. The Board of Directors shall, based on the Company's situation, decide on the format of the GMS passes resolutions under its authority by voting at the meeting:
 - a. In-person meeting
 - b. Online conference
 - c. In-person meeting combined with online conference
2. The GMS passes resolutions under its authority by collecting written opinions (Stipulated in Part II – This Chapter):
 - a. Sending opinion ballots via mail, fax, or email
 - b. Sending opinion ballots via electronic voting
 - c. Sending opinion ballots via mail, fax, or email combined with electronic voting
3. The system for organizing the General Meeting via online format or an in-person combined with online format must satisfy the following conditions:
 - a. The system must be maintained to operate securely and stably, remaining ready to satisfy the connection and attendance requirements of shareholders.
 - b. The main venue must guarantee appropriate conditions regarding sound, lighting, transmission line, power source, electronic means, and other equipment as required by the nature of the online meeting.
 - c. Information security must be ensured, and the access Accounts to the System must be kept strictly confidential. All information received and provided on the System shall adhere to the principles of information confidentiality and comply with the provisions of the Law on Cyber Information Security and the Law on Cybersecurity.
 - d. Electronic data of the General Meeting's program must be recorded, retained, and utilized in strict compliance with regulations.

Article 12. Contents approved at the GMS

(Based on the provisions of Articles 147 and 167, Law on Enterprises; Article 15 of the Charter)

The General Meeting of Shareholders shall approve the contents specified in Clause 1, Article 15 of the Company's Charter.

Article 13. Conditions for approving resolutions

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

1. A resolution on the following matters shall be approved if it is approved by shareholders representing 65% or more of the total voting shares of all shareholders attending the meeting, except for cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:
 - a. Types of shares and total number of shares of each type;
 - b. Change of business lines and fields;

- c. Change of the company's management organizational structure;
 - d. Investment projects or sale of assets with a value equal to or greater than 35% of the total asset value recorded in the company's most recent financial statements;
 - e. Reorganization or dissolution of the company;
 - f. Extension of the company's operation;
2. Resolutions are approved when approved by shareholders owning more than 50% of the total voting shares of all shareholders attending the meeting, except for cases specified in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.
- Note: In the case of electing members of the Board of Directors and the Board of Supervisors, if the number of candidates is less than or equal to the number of members of the Board of Directors/Board of Supervisors to be elected, the election may be conducted using the cumulative voting method as stipulated in Clause 3, Article 148 of the Law on Enterprises or by the voting method (approve, disapprove, abstain). The voting rate for approval under the voting method shall be implemented in accordance with Clause 2, Article 21 of the Company Charter.
3. Resolutions of the General Meeting of Shareholders approved by 100% of the total voting shares are legal and valid even if the order and procedures for convening the meeting and approving such resolution violate the provisions of the Law on Enterprises and the Company Charter.

Article 14. Notification of vote counting results

(Based on the provisions of the Working Regulations at the General Meeting of Shareholders)

The Vote Counting Committee will check, summarize, and report the counting results of each issue to the Chairperson. The vote counting results will be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting.

Article 15. Procedures for objecting to decisions of the General Meeting of Shareholders

(Based on the provisions of Article 132 and Article 151 of the Law on Enterprises No. 59/2020/QH14)

1. Shareholders who voted against a resolution on the reorganization of the company or changes to the rights and obligations of shareholders as stipulated in the Company Charter have the right to request the company to buy back their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended selling price, and the reason for requesting the company to buy back. The request must be sent to the company within 10 days from the date the General Meeting of Shareholders passes the resolution on the matters specified in this clause.
2. The company must buy back shares at the request of shareholders as specified in Clause 1 of this Article at the market price or a price calculated according to the principles stipulated in the Company Charter within 90 days from the date of receiving the request. In case an agreement on the price cannot be reached, the parties may request a valuation organization

to perform the valuation. The company shall introduce at least 03 valuation organizations for the shareholder to choose from, and that choice shall be the final decision.

3. Within 90 days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for written opinions of the General Meeting of Shareholders, shareholders or groups of shareholders as specified in Clause 2, Article 115 of this Law have the right to request a Court or Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:
 - a. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of this Law and the Company Charter, except for cases specified in Clause 2, Article 152 of this Law;
 - b. The content of the resolution violates the law or the Company Charter.

Article 16. Preparation of Minutes of the General Meeting of Shareholders

(Based on the provisions of Article 23 of the Company Charter)

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may be prepared in a foreign language, and must contain the following key contents:
 - a. Name, address of head office, enterprise identification number;
 - b. Time and location of the General Meeting of Shareholders;
 - c. Meeting agenda and meeting content;
 - d. Full name of the Chairperson and Secretary;
 - e. Summary of meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each issue on the meeting agenda;
 - f. Number of shareholders and total voting shares of shareholders attending the meeting, an appendix of the list of registered shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and voting rights;
 - g. Total number of votes for each voting issue, clearly stating the voting method, total number of valid and invalid votes, votes for, votes against, and abstentions; the corresponding percentage of the total voting shares of shareholders attending and voting;
 - h. Summary of votes for each candidate (if any);
 - i. Matters that have been approved and the corresponding percentage of voting shares for approval;
 - j. Full names and signatures of the Chairperson and Secretary. In case the Chairperson or Secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in this clause. The meeting minutes shall clearly state the refusal of the Chairperson or Secretary to sign the minutes.
2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The Chairperson and Secretary of the meeting or other

persons signing the meeting minutes shall be jointly responsible for the truthfulness and accuracy of the content of the minutes.

3. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case there is a difference in content between the Vietnamese version and the foreign language version, the content in the Vietnamese version shall apply.

Article 17. Disclosure of Resolutions and Minutes of the General Meeting of Shareholders

(Based on the provisions of Article 23 of the Company Charter)

The Resolution, Minutes of the General Meeting of Shareholders, the appendix of the list of shareholders registered to attend the meeting, the power of attorney to attend the meeting, all documents attached to the Minutes (if any), and documents related to the meeting invitation notice must be kept at the Company's head office.

The Resolution, Minutes of the General Meeting of Shareholders, and accompanying documents must be disclosed in accordance with the law on information disclosure in the securities market.

SECTION 2: SPECIFIC REGULATIONS FOR EACH FORM OF VOTING AT THE MEETING

Section 2.1: Specific regulations for voting at in-person meetings

Article 18. Procedures for registering to attend the General Meeting of Shareholders and checking delegate status on the day of the General Meeting of Shareholders

Before opening the meeting, the Company must conduct shareholder registration procedures and must continue registration until all shareholders eligible to attend the meeting have registered, following this order:

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

arriving shareholders to register, and the validity of matters already voted/elected previously shall not change.

Article 19. Voting to pass matters at the meeting

(Based on the provisions of the Working Regulations; Election Regulations at the General Meeting of Shareholders)

1. General principles

- a. All matters in the agenda and meeting content must be discussed and voted on publicly by the General Meeting of Shareholders.
- b. Voting cards, ballots, and election ballots shall be printed by the Company, stamped with the company seal, and sent directly to delegates at the meeting (enclosed with the set of documents for attending the General Meeting of Shareholders). Each delegate is issued a Voting card, Ballot, and Election ballot. The Voting card, Ballot, and Election ballot clearly state the delegate code, full name, number of shares owned, and authorized voting shares of that delegate.

2. Regulations on the validity of ballots and election ballots

a. Ballot

- **A valid voting ballot** is a pre-printed form issued by the Organizing Committee, bearing the Company's seal (on the top left corner), free of erasures, alterations, tears, or damage, containing no content other than what is prescribed for this ballot, and must be signed with the attendee's full name handwritten below the signature, and submitted to the Vote Counting Committee before the ballot box is unsealed. In the case of direct/remote voting (via mail, fax, email, or other means as prescribed in the Company Charter), the ballot must be signed and the attendee's full name must be clearly written (by hand) and submitted to the Vote Counting Committee before the vote counting time.

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

➤ Invalid voting ballot:

Content does not comply with the regulations for a valid voting ballot

b. Election ballot

- **A valid election ballot** is a pre-printed form issued by the organizing committee, bearing the Company's seal (on the top left corner), free of erasures, alterations, containing no content other than what is prescribed for the election ballot; it must be signed with the attendee's full name clearly written and submitted to the Vote Counting Committee before the ballot box is unsealed. In the case of direct/remote voting (via mail, fax, email, or other means as prescribed in the Company Charter), the ballot must be signed and the attendee's full name must be clearly written (by hand) and submitted to the Vote Counting Committee before the vote counting time.

➤ Invalid election ballot:

- Content does not comply with the regulations for a valid election ballot
- The number of candidates selected by the attendee is greater than the number of candidates required to be elected;
- The ballot has a total number of votes for candidates by the shareholder or representative that is greater than the total number of votes permitted to be cast;
- Other regulations as prescribed by the Regulations on the election of the General Meeting of Shareholders and the Company Charter.

Article 20. Voting procedures at the in-person General Meeting of Shareholders

(Based on the regulations of the Working Regulations of the General Meeting of Shareholders)

1. General principles

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

2. Forms of voting

- a. Voting by voting card: When voting by raising the Voting Card, the front of the Voting Card must be raised facing the Presidium. If an attendee does not raise their Voting Card during any of the three votes for Approve, Disapprove, or Abstain on an issue, it shall be considered as voting to approve that issue. If an attendee raises their Voting Card more than one (01) time when voting for Approve, Disapprove, or Abstain on an issue, it shall be considered an invalid vote. In the form of voting by raising a Voting Card, a member of the Delegate Eligibility Verification Committee/Vote Counting Committee marks the attendee code and the corresponding number of voting shares of each shareholder for Approve, Disapprove, Abstain, and Invalid.
- b. Voting by voting ballot:
 - When voting by filling out a Voting Ballot, for each item, the attendee selects one of the three options "Approve", "Disapprove", "Abstain" pre-printed on the Voting Ballot by marking an "X" or "✓" in the chosen box. After completing all items required for voting at the Meeting, the attendee submits the Voting Ballot to the sealed ballot box at the Meeting according to the instructions of the Vote Counting Committee. The Voting Ballot must be signed and the attendee's full name must be clearly written.
 - When voting is conducted by electronic voting or other electronic forms: for each item, the attendee selects one of the three options "Approve", "Disapprove", "Abstain" put to a vote at the Meeting as set up in the electronic voting system. After that, the attendee confirms the vote for the electronic voting system to record the result.

Article 21. Election voting procedures

(Based on the regulations of the Election Regulations at the General Meeting of Shareholders)

1. General principles

- Comply strictly with the provisions of the law and the Company Charter;
- The election is conducted by direct voting, electronic voting, or other electronic forms.
- Members of the vote counting committee must not be named in the list of nominations or self-nominations for the BOD and the Board of Supervisors.

2. Forms of election voting

a. Election by cumulative voting method

- Accordingly, each attendee has a total number of voting shares corresponding to the total number of shares owned or represented multiplied by the number of members to be elected;
- Attendees have the right to accumulate all their total voting shares for one or more candidates;
- In case of changing candidates on the day of the meeting, the Vote Counting Committee is responsible for issuing new election ballots and the old ballots must be returned (before being placed in the ballot box);
- In case of a mistake in selection, the attendee contacts the Vote Counting Committee to be issued a new election ballot and must return the old ballot;
- How to fill out the election ballot: Each attendee is issued election ballots. The method of filling out the election ballot is specifically guided as follows:
 - + Attendees vote for a number of candidates equal to the number of candidates to be elected;
 - + If accumulating all votes for one or more candidates, the attendee marks the "Cumulative voting" box for the corresponding candidates;
 - + If voting an unequal number of votes for multiple candidates, the attendee clearly writes the number of votes in the "Number of votes" box for the corresponding candidates.
 - + Note: In case an attendee both marks the "Cumulative voting" box and writes the quantity in the "Number of votes" box, the result is taken according to the quantity in the "Number of votes" box.
- Principles of election:
 - + The elected person is determined by the number of votes received from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.

- + In case there are two (02) or more candidates receiving the same number of votes for the final member, a re-election will be conducted among the candidates with the same number of votes.
 - + If the result of the first election does not reach the required number, the election will be conducted until the required number of members is reached.
- b. Election by voting method: Follow the regulations at Point b, Clause 2, Article 13 of these Regulations.

Article 22. Vote counting procedures at the in-person General Meeting of Shareholders

(Based on the regulations of the Working Regulations of the General Meeting of Shareholders)

The vote counting procedure is conducted as follows:

- Aggregate voting cards/ballots/election ballots (according to the voting method) for each voting issue, total valid votes, invalid votes, approval, disapproval, abstention, and the corresponding percentage of the total voting shares of shareholders attending and voting as prescribed in the Company Charter.
- Aggregate election ballots according to the cumulative voting method, total valid votes, invalid votes, number of votes for each candidate, and other contents as prescribed by the Company Charter.
- For sensitive issues and if shareholders so request, the Company must appoint an independent organization to perform the collection and counting of votes.

Section 2.2: Regulations for the General Meeting of Shareholders to pass resolutions via online conference

Article 23. Procedures for registering to attend the online General Meeting of Shareholders

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

1. Conditions for participation:

- Must be named in the list of shareholders (LOS) entitled to attend the General Meeting of Shareholders established according to the Company's notice of right exercise.
- Authorized representatives eligible to attend according to the provisions of law and the company charter.

2. Technical requirements:

Attendees must have an electronic device with an internet connection (e.g., computer, tablet, mobile phone, or other electronic device with internet connection...).

3. Procedures for recording attendees at the online General Meeting of Shareholders:

An attendee is recorded by the electronic voting system as attending the online General Meeting of Shareholders when that attendee accesses the system using the access information provided in accordance with Article 26 of these Regulations and has confirmed attendance at the online GMS on the electronic voting system for any issue in the Agenda of the online General Meeting of Shareholders.

Article 24. Provide login information and perform electronic voting

1. The link to the electronic voting system, username, access password, and other identification factors (if any) to attend the online General Meeting of Shareholders will be provided in the meeting invitation notice (or the form of notification of login information as prescribed by the Board of Directors). Attendees are responsible for keeping their username, password, and other provided identification factors confidential to ensure that only the attendee has the right to vote on the electronic voting system and shall be fully responsible for this registered information.
2. When a Delegate requests to have their login information re-issued, the Organizing Committee may notify them via the following methods: in person, by email/telephone, or other methods as prescribed by the Board of Directors. The provision of login information via email or telephone shall only be executed based on shareholder information from the list of shareholders with voting rights prepared by the Vietnam Securities Depository and Clearing Corporation in accordance with the Company's notice of exercising the right to attend the GMS.
3. The Delegate shall use their username, access password, or other identification factors (if any) to access the electronic voting system to confirm their attendance at the online GMS and perform electronic voting in accordance with the content of the online General Meeting of Shareholders program.

Article 25. Authorization for a representative to attend the online General Meeting of Shareholders

1. Shareholders shall perform authorization in accordance with the provisions of Clause 2, Article 9 of these Regulations.
2. Several regulations to note when performing online authorization:

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

Validity of online authorization: the authorization shall only have legal validity when the following conditions are met:

- When the shareholder fills in all information according to the online authorization form and completes the online authorization process.
- The power of attorney to attend the online GMS must have the full signature, full name (handwritten), and seal (if it is an organization) of both the authorizing party and the authorized party.

- The original power of attorney must be sent before the official opening of the meeting. In case the shareholder has not attended the meeting and has performed online authorization, the authorization shall be valid once the Company receives the original power of attorney until the closing of the GMS.
- Revocation of authorization for shareholders who have authorized online: the shareholder shall send an official written request to revoke the online authorization to the Company before the official opening of the meeting. Note that in case the authorized party has already attended the GMS, the time of recording the revocation of authorization shall be calculated according to the time the Company receives the official written request to revoke the online authorization; the validity of the contents already voted/elected previously shall remain unchanged.

Article 26. Discussion at the online General Meeting of Shareholders

1. Principles:

- Discussion shall only be conducted within the prescribed time and within the scope of the issues presented in the content of the General Meeting of Shareholders program;
- Only Delegates may participate in the discussion;
- Delegates shall register their discussion content according to the form specified in the working regulations of the meeting;
- The Secretariat shall arrange the Delegates' discussion content in the order of registration and forward it to the Chairperson.

2. Responding to Delegates' opinions:

- Based on the Delegate's discussion content, the Chairperson or a member designated by the Chairperson shall respond to the Delegate's opinions;
- In case of time constraints during the organization, questions not answered directly at the GMS will be answered by the Company in other forms.

Article 27. Methods of approving Resolutions of the online General Meeting of Shareholders

The General Meeting of Shareholders shall pass Resolutions under its authority via electronic voting.

Article 28. Online voting procedures

1. Voting procedures:

- The Delegate shall select one of the three voting options: Approve, Disapprove, or Abstain for each issue put to a vote at the GMS, which has been set up in the electronic voting system.
- Thereafter, the Delegate shall confirm the vote for the electronic voting system to record the result.

2. Election voting procedures:

- Election by cumulative voting: If the Company Charter does not provide otherwise, the voting for members of the Board of Directors and the Board of Supervisors must be performed by cumulative voting (proportional or fixed). Accordingly, the Delegate shall perform the election by marking the "Cumulative voting" box or clearly writing the number

of votes in the "Number of votes" box of the corresponding candidates on the Election ballot set up in the electronic voting system. Thereafter, the Delegate shall confirm the election for the electronic voting system to record the result.

- Election by voting method (if any): Perform according to the voting regulations stated in Clause 1 of this Article.
- 3. Other regulations when performing electronic voting:
 - In case the Delegate does not complete all voting and election issues according to the GMS program, the unvoted/unselected issues shall be considered as the Delegate not having cast a vote on those issues.
 - In case issues arise outside the sent GMS program, the Delegate may vote or elect additionally. If the Delegate does not vote or elect on the arising issues, it shall be considered that the Delegate has not cast a vote on those arising issues.
 - The Delegate may change the voting/election result (but cannot cancel the voting/election result); including the results of voting/election on issues arising outside the GMS program. The online system shall only record the vote count for the final voting/election result at the time of ending the electronic voting of each vote counting round specified in the meeting's working regulations.
 - In case the Delegate performs fixed voting: An invalid ballot is a ballot where the total number of votes for candidates differs from (greater than or less than) the total number of votes of the Delegate's representative calculated at the time of counting election votes.
 - The electronic voting time is specifically regulated in the working regulations at the GMS. The Delegate may access the electronic voting system and perform voting 24 hours a day and 07 days a week, except in cases of system maintenance or other reasons beyond the Company's control. Upon the end of the voting time, the system shall not record any further electronic voting results from the Delegate.

Article 29. Online vote counting procedures

When the Delegate performs voting/election, the number of votes and election ballots are all recorded on the electronic voting system. Based on the voting and election results via electronic voting, the Vote Counting Committee shall summarize the voting/election results according to the following principles:

- Summarize voting/election ballots (by voting method) for each voting issue, the total number of votes for approval, disapproval, and abstention; the corresponding percentage of the total voting shares of shareholders attending and voting as prescribed in the Company Charter.
- Summarize election ballots by cumulative voting method, total number of valid and invalid ballots, number of votes for each candidate, and other contents as prescribed in the Company Charter.

Article 30. Preparing the minutes of the General Meeting of Shareholders

- Perform according to the provisions of Article 16 of these Regulations.

- The venue of the meeting recorded in the minutes of the online GMS is the location where the Chairperson of the GMS is present to conduct the meeting. This location must be within the territory of Vietnam.
- The method of approving the minutes of the General Meeting of Shareholders is specifically prescribed in the Company's working regulations at the General Meeting of Shareholders session.

Section 2.3: Regulations for the General Meeting of Shareholders approving resolutions via a combination of in-person and online conference

Article 31. Procedures for registering to attend the General Meeting of Shareholders

Perform according to the provisions of Clause 1, Article 9 and Article 23 of these Regulations.

Article 32. Authorization for a representative to attend the General Meeting of Shareholders

Perform according to the provisions of Clause 2, Article 9 and Article 25 of these Regulations.

Article 33. Method of approving resolutions of the General Meeting of Shareholders

Perform according to the provisions of Article 11 and Article 27 of these Regulations.

Article 34. Voting procedures at the in-person combined with online General Meeting of Shareholders

Perform according to the provisions of Article 20, Article 21, and Article 28 of these Regulations.

Article 35. Vote counting procedures at the in-person combined with online General Meeting of Shareholders

Perform according to the provisions of Article 22 and Article 29 of these Regulations.

Article 36. Preparing the minutes of the General Meeting of Shareholders

Perform according to the provisions of Article 16 and Article 30 of these Regulations.

II. REGULATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS TO PASS RESOLUTIONS VIA WRITTEN BALLOT

Article 37. Cases where shareholder opinions are collected in writing

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

The following contents may be approved by collecting shareholder opinions in writing:

- Amending and supplementing the contents of the Company Charter;
- Company development orientation;
- Types of shares and total number of shares of each type;
- Electing, dismissing, and removing members of the Board of Directors and the Board of Supervisors;
- Deciding on investment or sale of assets with a value equal to or greater than 35% of the

total asset value recorded in the Company's most recent financial statement;

- f. Approving the annual financial statement;
- g. Reorganizing or dissolving the Company;
- h. Changing the business lines and fields;
- i. Changing the Company's management organizational structure;
- j. Approve, supplement, and amend the Regulations on Corporate Governance, the Regulations on Operation of the Board of Directors, and the Regulations on Operation of the Board of Supervisors;
- k. Other matters as deemed necessary for the benefit of the Company.

Article 38. Cases where written ballot is not permitted

The Board of Directors (BOD) may collect opinions from shareholders in writing in all cases when deemed necessary, except for the organization of the Annual General Meeting of Shareholders.

Article 39. Sequence and procedures for the General Meeting of Shareholders to pass resolutions via written ballot

(Based on the provisions of Point a, Clause 2, Article 18; Articles 22, 24 of the Charter)

1. The Company must disclose information regarding the preparation of the list of shareholders entitled to provide opinions in writing at least 10 days before the final registration date.
2. The Board of Directors must prepare the ballot, the draft resolution of the General Meeting of Shareholders, and explanatory documents for the draft resolution, and send them to all shareholders with voting rights at least 10 days before the deadline for returning the ballot. The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of the Charter.
3. The ballot must contain the following primary contents:
 - Name, Address of head office, enterprise identification number;
 - Purpose of collecting opinions;
 - Full name, contact address, nationality, and legal document number for individual shareholders; name, enterprise identification number or legal document number of the organization, and address of head office for institutional shareholders; or full name, contact address, nationality, and legal document number of the individual representative for institutional shareholders; the number of shares of each type and the number of voting ballots/election ballots of the shareholder;
 - Matters requiring opinions to pass a decision;
 - Voting options including approve, disapprove, and no opinion for each matter requiring opinions;
 - Election options (if any);

- Deadline for returning the completed ballot to the Company;
 - Full name and signature of the CHAIRMAN OF THE BOARD OF DIRECTORS.
4. Methods for sending written shareholder ballots:
- a. Shareholders may send their completed ballots to the Company by mail, fax, or email in accordance with the following provisions:
- In case of sending by mail, the completed ballot must bear the (handwritten) signature of the individual shareholder, or the authorized representative or legal representative of the institutional shareholder. The ballot sent to the Company must be enclosed in a sealed envelope and no one is authorized to open it before the vote counting;
 - In case of sending by fax or email, the ballot sent to the Company must be kept confidential until the time of vote counting;
 - Ballots received by the Company after the deadline specified in the ballot or those that have been opened in the case of mail, or disclosed in the case of fax or email, are invalid. Ballots not returned are considered as not participating in the vote.
- b. Shareholders sending ballots via electronic voting
- b1. Providing access accounts
- Access account information is notified by the Company to the delegate along with the Shareholder Ballot via registered mail.
 - When a delegate requests to re-provide access information, the Company may notify them via the following methods: in person, by mail, email, telephone, or other methods prescribed by the Board of Directors. The provision of access information is based on information from the list of shareholders prepared by the Vietnam Securities Depository and Clearing Corporation according to the Company's notice of exercising the right to collect shareholder opinions in writing.
- b2. Performing electronic voting

Implementation principles

- The delegate can only perform voting on the electronic voting system from the time of receiving the Shareholder Ballot until the deadline for returning the ballot as notified by the Company.
- During the voting period as notified by the Company, the delegate may access the electronic voting system and vote 24 hours a day, 7 days a week, except in cases of system maintenance or other reasons beyond the Company's control.
- During the notified voting period, the delegate may change their voting decision on the electronic voting system. Upon the conclusion of the voting period as notified by the Company, the delegate cannot change their voting results, and this final result will be counted and disclosed by the Company.

Implementation method

- The delegate uses the access account provided by the Company to log in directly to the electronic voting system to view information related to the voting session posted on the

system and make voting decisions for each voting/election matter requiring shareholder opinions.

- c. Shareholders send the completed ballot to the Company by mail, fax, or email combined with sending the ballot via electronic voting.

Implement in accordance with the provisions of Point a, b, Clause 3 of this Article.

5. Vote counting and preparation of the Vote Counting Minutes

The Board of Directors organizes the vote counting and prepares the vote counting minutes under the witness of the Board of Supervisors or a shareholder who does not hold a management position in the Company. The vote counting minutes must contain the following primary contents:

- Name, Address of head office, enterprise identification number;
- Purpose and matters requiring opinions to pass a resolution;
- Number of shareholders with the total number of voting/election ballots that participated in the vote, distinguishing between valid and invalid voting/election ballots and the method of sending the voting/election ballots, accompanied by an appendix of the list of shareholders participating in the vote;
- Total number of votes for, against, and no opinion for each matter, total number of election votes for each candidate (if any);
- Matter approved and the corresponding voting rate for approval;
- Full name and signature of the CHAIRMAN OF THE BOARD OF DIRECTORS, the vote counter, and the vote counting supervisor.

Members of the Board of Directors, the vote counter, and the vote counting supervisor shall be jointly liable for the truthfulness and accuracy of the vote counting minutes; and jointly liable for damages arising from decisions approved due to dishonest or inaccurate vote counting.

6. Resolution and Vote Counting Minutes

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

7. Document storage:

The completed ballots, vote counting minutes, approved resolutions, and related documents sent with the ballots must all be kept at the Company's head office.

8. Request to cancel a Decision of the General Meeting of Shareholders approved via written ballot: Within 90 days from the date of receiving the resolution or the minutes of the vote counting results of the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises have the right to

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

- a. The sequence and procedures for convening and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Charter, except for the case specified in Clause 3, Article 21 of the Charter.
- b. The content of the resolution violates the law or the Charter.

CHAPTER 3 – BOARD OF DIRECTORS

SECTION 1: GENERAL PROVISIONS

Article 40. Role, Rights, and Obligations of the BOD

(Based on the provisions of Articles 278, 297 of Decree No. 155/2020/ND-CP)

The BOD must fully comply with the responsibilities and obligations in accordance with the Law on Enterprises and the Charter; in addition, the BOD has the following responsibilities and obligations:

1. Be accountable to shareholders for the Company's operations;
2. Treat all shareholders equally and respect the interests of persons with interests related to the Company;
3. Ensure the Company's operations comply with the provisions of the law, the Charter, and the Company's internal regulations;
4. Develop the Regulations on Operation of the Board of Directors to submit to the General Meeting of Shareholders for approval and publish on the Company's website in accordance with the guidance in Circular 116/2020/TT-BTC dated December 31, 2020, guiding a number of articles on corporate governance applicable to public companies in 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;
5. Supervise and prevent conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other management personnel, including the misuse of Company assets and abuse of transactions with related parties;
6. Develop the Regulations on Corporate Governance and submit them to the General Meeting of Shareholders for approval in accordance with the provisions of Article 270 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;
7. Appoint the Corporate Governance Officer;
8. Organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, the General Director, and other management personnel of the Company;
9. Report on the activities of the BOD at the General Meeting of Shareholders as prescribed.

10. Report on corporate governance at the annual General Meeting of Shareholders and disclose information in the Company's Annual Report in accordance with securities laws on information disclosure.
11. Other rights and obligations as prescribed by the Company Charter and the Regulations on Corporate Governance.

Article 41. Rights, obligations, and responsibilities of members of the Board of Directors.

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

1. Members of the Board of Directors have full rights as prescribed by the Law on Securities, relevant laws, the Company Charter, and the Regulations on Corporate Governance, including the right to be provided with information and documents regarding the financial situation and business operations of the Company and its subsidiaries. The process for providing information is in accordance with the Appendix to these Regulations. The person provided with information is responsible for keeping the information confidential and using it for the intended purpose for the assigned work.
2. Members of the Board of Directors have obligations as prescribed by the Company Charter and the following obligations:
 - a. Perform their duties honestly and prudently for the best interests of shareholders and the Company;
 - b. Attend all meetings of the Board of Directors and provide opinions on the issues discussed;
 - c. Report promptly and fully to the Board of Directors on remuneration received from the Company's subsidiaries, associate companies, and other organizations;
 - d. Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries, companies controlled by the public company with 50% or more of the charter capital, and members of the Board of Directors and their affiliated persons; transactions between the Company and companies in which a member of the Board of Directors is a founding member or a manager of the enterprise within the 03 years prior to the time of the transaction;
 - e. Disclose information when trading the Company's shares in accordance with the law.

SECTION 2: REGULATIONS ON NOMINATION, CANDIDACY, ELECTION, DISMISSAL, AND REMOVAL OF MEMBERS OF THE BOARD OF DIRECTORS

Article 42. Number, term, and structure of members of the Board of Directors

(Pursuant to the provisions of Article 26 of the Company Charter)

1. The number The number of Company Board of Directors members shall be from 03 (three) to 07 (seven).
2. The term of a member of the Board of Directors is no more than 05 years and they may be re-elected for an unlimited number of terms. In case all members of the Board of Directors finish their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

3. The composition of the Board of Directors members in accordance with the provisions specified in Clause 3, Article 26 of the Company's Charter
4. A member of the Board of Directors shall no longer hold the status of a member of the Board of Directors in case they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.
5. Members of the Board of Directors shall continue to perform their full rights and obligations until the General Meeting of Shareholders approves the dismissal of the member of the Board of Directors, except for the right to attend and vote at meetings of the Board of Directors and the right to receive remuneration of the member of the Board of Directors immediately upon the Company's receipt of notification regarding the cases specified in Clause 4, Article 26 of the Company's Charter.
6. The appointment of a member of the Board of Directors must be disclosed in accordance with the law on information disclosure in the securities market.
7. A member of the Board of Directors is not necessarily a shareholder of the Company.

Article 43. Standards and conditions for members of the Board of Directors

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

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

Article 44. Nomination and candidacy of members of the Board of Directors

(Pursuant to the provisions of Article 274 of Decree No. 155/2020/ND-CP; Clause 1, 2, 3, Article 25 of the Company Charter)

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

quantity of each type of share of the shareholder or group of shareholders at the time of nominating the candidate for the Board of Directors, and information related to the candidate (candidate profile) in accordance with Article 25 of the Company Charter.

Nomination of candidates for the form of General Meeting of Shareholders:

- In case a shareholder or group of shareholders sends a written request for nominating a candidate for the Board of Directors 15 days before the opening of the General Meeting of Shareholders, the Board of Directors is responsible for reviewing and approving it within 5 days from the date of receiving the nomination or candidacy request and disclosing information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders. If there is a decision to refuse a candidate, the Board of Directors must notify the nominating shareholder or group of shareholders in writing within 5 (five) days from the date the Board makes the decision and must clearly state the reasons for the refusal.
- In case the nominating shareholder or group of shareholders does not ensure the minimum of 15 days before the opening date of the General Meeting of Shareholders, the Board of Directors shall send a notice of the time for reviewing the candidate profile to the shareholder or group of shareholders within 03 days from the date of receiving the nomination or candidacy. During the aforementioned review period, the Board of Directors will disclose the candidate's information as soon as the Board of Directors approves the candidate profile. In case the Board of Directors does not have enough time to review as notified, the Board of Directors will present this nomination or candidacy information at the General Meeting of Shareholders.

Nomination of candidates for the form of collecting shareholders' opinions in writing:

- The Board of Directors is responsible for disclosing the Regulations on nomination of candidates for the Board of Directors (forms and information related to nomination and candidacy) as soon as the Board of Directors decides to collect shareholders' opinions in writing regarding the election.
- In case a shareholder or group of shareholders sends a written request for nominating a candidate for the Board of Directors 05 days before the Company must send the opinion collection ballot and accompanying documents to all shareholders with voting rights, the Board of Directors is responsible for reviewing and approving it within 05 days from the date of receiving the nomination or candidacy request. If there is a decision to refuse a candidate, the Board of Directors must notify the nominating shareholder or group of shareholders in writing within 05 days from the date the Board makes the decision and must clearly state the reasons for the refusal.
- In case the nominating shareholder or group of shareholders does not ensure the minimum of 05 days before the Company must send the opinion collection ballot and accompanying documents to all shareholders with voting rights, the Board of Directors will not accept the request for nominating a candidate and will report it at the nearest General Meeting of Shareholders (if any).

2. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the incumbent Board of Directors shall nominate additional candidates in accordance with the Regulations on Operation of the Board of Directors. The nomination 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 the law.
3. In case the number of candidates nominated by the incumbent Board of Directors in accordance with Clause 2 of this Article is still not enough, the Board of Directors shall disclose information that the number of candidates for the Board of Directors is insufficient within a period of at most 05 days before the opening date of the General Meeting of Shareholders. The Board of Directors shall organize for other shareholders to nominate in accordance with the Company Charter, the Regulations on Corporate Governance, and the Regulations on Operation of the Board of Directors. The organization for other shareholders to nominate 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 the law.

Article 45. Procedures for electing members of the Board of Directors

(Pursuant to the provisions of Clause 3, Article 148, Law on Enterprises and Clause 2, Article 21, the Charter)

1. The voting for members of the Board of Directors shall be conducted by cumulative voting, whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors shall be determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Charter is reached. In the event that two or more candidates receive the same number of votes for the final position on the Board of Directors, a re-vote shall be conducted among those candidates with the same number of votes, or selection shall be made based on criteria specified in the election regulations or the Charter.
2. If the number of candidates is less than or equal to the number of members of the Board of Directors to be elected, the election of members of the Board of Directors may be conducted by the aforementioned cumulative voting method or by a voting method (approve, disapprove, no opinion). The voting rate for approval via the voting method shall be implemented in accordance with Clause 2, Article 21, the Charter.

Article 46. Cases of dismissal, removal, replacement, and supplementation of members of the Board of Directors

(Pursuant to Article 160, Law on Enterprises)

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

- a. Failing to meet the standards and conditions as prescribed in Article 155 of the Law on Enterprises;
 - b. Submitting a resignation letter which is then accepted;
 - c. Other cases as specified in the Charter.
2. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:
 - a. Failing to participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
 - b. Other cases as specified in the Charter.
 3. When deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors; or dismiss or remove a member of the Board of Directors in cases other than those specified in Clause 1 and Clause 2 of this Article.
 4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
 - a. The number of members of the Board of Directors is reduced by more than one-third (1/3) of the number specified in the Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;
 - b. Except for the case specified in Point a of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed at the nearest meeting.

Article 47. Notification of election, dismissal, and removal of members of the Board of Directors

After the decision on the election, dismissal, or removal of a member of the Board of Directors is made, the Company is responsible for disclosing information internally within the Company, to relevant authorities, via mass media, and on the Company's website in accordance with the procedures and regulations of the current Law.

Article 48. Procedures for nominating candidates for the Board of Directors

(Pursuant to the provisions of Article 274, Decree No. 155/2020/ND-CP; Clause 1, Article 25, the Charter)

In the event that candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and in the best interest of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a. Full name, date, month, and year of birth;

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- b. Qualification;
- c. Work history;
- d. Other management positions (including positions on the Board of Directors of other companies);
- e. Interests related to the Company and the Company's related parties;
- f. Other information as prescribed by law (if any);

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

Article 49. Election, removal, and dismissal of the Chairman of the Board of Directors

(Pursuant to the provisions of Article 29, the Charter)

1. The Chairman of the Board of Directors shall be elected, dismissed, and removed by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors shall not concurrently serve as the General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a. To develop the program and activity plan of the Board of Directors;
 - b. To prepare the program, content, and documents for meetings; to convene, preside over, and chair meetings of the Board of Directors;
 - c. To organize the approval of resolutions and decisions of the Board of Directors;
 - d. To supervise the implementation of resolutions and decisions of the Board of Directors;
 - e. To chair the General Meeting of Shareholders;
 - f. Other rights and obligations as prescribed by the Law on Enterprises and the Charter.
4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the dismissal or removal.
5. In the event that the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. In the event that there is no authorized person or the Chairman of the Board of Directors is deceased, missing, detained, serving a prison sentence, serving an administrative handling measure at a compulsory drug rehabilitation center or compulsory education institution, has fled from their place of residence, has limited or lost civil act capacity, has difficulty in cognition or behavior control, or is prohibited by the Court from holding certain positions or practicing certain professions, the remaining members shall elect one among them to serve as the Chairman of the Board of Directors based on the principle of majority approval by the remaining members until a new decision is made by the Board of Directors.

SECTION 3: REMUNERATION, SALARY, BONUSES, AND OTHER BENEFITS OF MEMBERS OF THE BOARD OF DIRECTORS

Article 50. Remuneration, bonuses, and other benefits of members of the Board of

Directors

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

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the tasks of a member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member based on the principle of consensus. The total remuneration and bonuses for the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors holding an executive position or a member of the Board of Directors working on subcommittees of the Board of Directors or performing other tasks outside the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum payment, salary, commission, percentage of profits, or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable expenses that they have incurred while performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.
6. Members of the Board of Directors may be covered by liability insurance purchased by the Company upon approval by the General Meeting of Shareholders. This insurance does not include insurance for the liabilities of members of the Board of Directors related to violations of the law and the Charter.

SECTION 4: REGULATIONS ON THE SEQUENCE AND PROCEDURES FOR ORGANIZING MEETINGS OF THE BOARD OF DIRECTORS

Article 51. Minimum number of meetings per month/quarter/year

(Pursuant to the provisions of Article 157, Law on Enterprises; Article 30, the Charter)

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of that Board of Directors. This meeting shall be convened and presided over by the member with the highest number of votes or the highest voting rate. In the event that there is more than one member with the same highest number of votes or voting rate, the members shall elect one among them to convene the meeting of the Board of Directors based on the majority principle.
2. The Board of Directors shall meet at least once per quarter and may hold extraordinary meetings.

Article 52. Cases requiring the convening of extraordinary meetings of the Board of Directors

(Pursuant to the provisions of Article 157, Law on Enterprises; Article 30, the Charter)

1. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:
 - a. Upon the request of the Board of Supervisors;
 - b. Upon the request of the General Director or at least 05 other management personnel;
 - c. Upon the request of at least 02 members of the Board of Directors;
 - d. Other cases as prescribed by the Company Charter.
2. The request prescribed in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions falling under the authority of the Board of Directors.
3. The Chairman of the Board of Directors must send a notice of the Board of Directors meeting within 07 working days from the date the Company receives the request prescribed in Clause 1 of this Article and at the latest 03 working days before the meeting date. The Board of Directors meeting must be held no later than 10 (ten) working days from the date the Company receives the request. In case the Board of Directors meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for damages occurring to the Company; the requester has the right to replace the Chairman of the Board of Directors to convene the Board of Directors meeting, with the convening procedure being similar to that of the Chairman of the Board of Directors convening upon request.

Article 53. Notice of Board of Directors meeting and the right of Board of Supervisors members to attend the Board of Directors meeting

(Based on the provisions of Article 157 of the Law on Enterprises; Article 30 of the Company Charter)

1. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of the meeting at the latest 03 working days before the meeting date. The meeting notice must specify the time and location of the meeting, the form of the meeting, the agenda, and the issues to be discussed and decided. The meeting notice must be accompanied by documents used at the meeting and the members' voting ballots.
The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods prescribed by the Company Charter, ensuring it reaches the contact address of each member of the Board of Directors registered with the Company.
2. The Chairman of the Board of Directors or the person convening the meeting shall send the meeting notice and accompanying documents to the members of the Board of Supervisors in the same manner as to the members of the Board of Directors.
Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; they have the right to discuss but not to vote.

Article 54. Conditions for organizing a Board of Directors meeting

(Based on the provisions of Article 157 of the Law on Enterprises; Article 30 of the Company Charter)

A Board of Directors meeting is conducted when 3/4 of the total number of members or more are present. In case the meeting is convened according to the provisions of this Article but does not have the required number of members present, the Chairman of the Board of Directors must send a second meeting notice within 07 days from the intended date of the first meeting and at the latest 03 working days before the meeting date. The Board of Directors meeting must be held no later than 10 days from the intended date of the first meeting. In this case, the meeting is conducted if more than half of the members of the Board of Directors are present.

Article 55. Voting procedures

(Based on Article 30 of the Company Charter)

1. The Board of Directors passes resolutions and decisions by voting at the meeting, collecting written opinions, or other forms prescribed by the Company Charter. Each member of the Board of Directors has one voting ballot. A member of the Board of Directors is considered to be present and voting at the meeting in the following cases:
 - a. Attending and voting directly at the meeting;
 - b. Authorizing another person to attend and vote in accordance with Article 57 of these Regulations;
 - c. Attending and voting via online conference, electronic voting, or other electronic forms;
 - d. Sending voting ballots to the meeting via mail, fax, or email;
 - e. Sending voting ballots by other means as prescribed by law (if any).
2. In case of sending voting ballots to the meeting via mail, the voting ballot must be in a sealed envelope and must be delivered to the Chairman of the Board of Directors at the latest 01 hour before the opening. The voting ballot shall only be opened in the presence of all attendees.
3. Voting
 - a. Except for the provisions at Point b, Clause 3 of this Article, each member of the Board of Directors or a person authorized in accordance with Clause 1 of this Article who is directly present in their personal capacity at the Board of Directors meeting has one (01) voting ballot;
 - b. A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or their affiliated persons have an interest, and such interest conflicts or may conflict with the interests of the Company;
 - c. A member of the Board of Directors who benefits from a contract prescribed at Point a and Point b, Clause 6, Article 43 of the Company Charter is considered to have a significant interest in that contract;
 - d. Members of the Board of Supervisors have the right to attend Board of Directors meetings, have the right to discuss but not to vote.
4. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows

that they have an interest therein is responsible for disclosing this interest at the first meeting of the Board of Directors discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their affiliated persons have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member becomes aware that they have an interest or will have an interest in the aforementioned transaction or contract.

5. The Board of Directors has the right to collect opinions from members of the Board of Directors in writing to pass a Resolution of the Board of Directors when approving issues under the authority of the Board of Directors at Clause 2, Article 27 of the Company Charter.
6. A resolution in the form of collecting written opinions is approved based on the approval of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution approved at a meeting.
7. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes are authentic evidence of the work conducted during the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting are prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairperson and the minutes taker.

Article 56. Procedures for approving resolutions of the Board of Directors

(Based on Article 30 of the Company Charter)

Resolutions and decisions of the Board of Directors are approved if approved by the majority of members present; in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Note: A member of the Board of Directors shall not vote on transactions that bring benefits to that member or their affiliated persons in accordance with the Law on Enterprises and Article 43 of the Company Charter.

Article 57. Authorization for others to attend meetings by members of the Board of Directors

(Based on Article 30 of the Company Charter)

Members must fully attend meetings of the Board of Directors. Members may authorize another member of the Board of Directors or another person (who is not a member of the Board of Directors if approved by the majority of members of the Board of Directors) to attend and vote.

Article 58. Preparation of minutes of the Board of Directors meeting

(Based on the provisions of Article 158 of the Law on Enterprises)

Meetings of the Board of Directors must be recorded in minutes and may be recorded by audio, or recorded and stored in other electronic forms. The minutes must be prepared in

Vietnamese and may be prepared in an additional foreign language, including the following main contents:

- a. Name, address of head office, enterprise identification number;
- b. Time and location of the meeting;
- c. Purpose, agenda, and content of the meeting;
- d. Full name of each member attending the meeting or the person authorized to attend and the method of attendance; full names of members not attending and the reasons;
- e. Issues discussed and voted on at the meeting;
- f. Summary of opinions expressed by each member attending the meeting in the order of the meeting's proceedings;
- g. Voting results, clearly stating members who approved, disapproved, and abstained;
- h. Issues approved and the corresponding voting rate for approval;
- i. Full name and signature of the chairperson and the minutes taker, except for cases prescribed in Article 59 of these Regulations.

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

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

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

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

Article 59. In case the chairperson and/or secretary refuses to sign the minutes of the Board of Directors meeting

(Based on the provisions of Article 158 of the Law on Enterprises)

In the event that the chairperson or the minute-taker refuses to sign the meeting minutes, the minutes shall still be valid if signed by all other members of the Board of Directors who attended and agreed to approve the minutes, provided they contain all the content required under points a, b, c, d, e, f, g, and h of Article 58 of these Regulations. The meeting minutes shall clearly state the refusal of the chairperson or the minute-taker to sign. The signatories of the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors meeting minutes. The chairperson and the minute-taker shall be personally liable for any damages caused to the enterprise due to their refusal to sign the meeting minutes, in accordance with the Company Charter, Law No. 03/2022/QH15 of the National Assembly of the Socialist Republic of Vietnam approved on January 11, 2022, and relevant laws.

Article 60. Notification of resolutions and decisions of the Board of Directors

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

SECTION 5 - SUB-COMMITTEES UNDER THE BOARD OF DIRECTORS

Article 61. Sub-committees under the Board of Directors

(Pursuant to Article 31 of the Company Charter)

1. The Board of Directors may establish sub-committees to oversee development policy, human resources, compensation, internal audit, and risk management. The number of members of a sub-committee shall be decided by the Board of Directors and shall consist of at least 02 people, including members of the Board of Directors and external members. Non-executive members of the Board of Directors should constitute the majority in the sub-committee, and one of these members shall be appointed as the Head of the Sub-committee by decision of the Board of Directors. The activities of the sub-committee must comply with the regulations of the Board of Directors. A resolution of the sub-committee is only valid when the majority of its members attend and vote to approve it at the sub-committee meeting.
2. The implementation of decisions made by the Board of Directors or its sub-committees must be in accordance with current legal provisions and the provisions of the Company Charter and the Regulations on Corporate Governance.

SECTION 6 - SELECTION, APPOINTMENT, AND DISMISSAL OF THE CORPORATE GOVERNANCE OFFICER

Article 62. Standards for the Corporate Governance Officer

(Pursuant to Article 281 of Decree 155/2020/ND-CP, Clause 2, Article 32 of the Company Charter)

The Corporate Governance Officer must not simultaneously work for an approved auditing organization that is currently auditing the Company's financial statements.

Article 63. Appointment of the Corporate Governance Officer

(Pursuant to Article 281 of Decree 155/2020/ND-CP, Clause 1, Article 32 of the Company Charter)

The Board of Directors of the Company must appoint at least 01 Corporate Governance Officer to support corporate governance activities at the enterprise. The Corporate Governance Officer may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

Article 64. Cases for removal or dismissal of the Corporate Governance Officer

1. The Board of Directors may remove/dismiss the Corporate Governance Officer when necessary, provided it does not contravene current labor laws.
2. The Corporate Governance Officer may be removed pursuant to a resolution of the General Meeting of Shareholders.

Article 65. Notification of appointment, removal, and dismissal of the Corporate Governance Officer

After the decision to appoint, remove, or dismiss the Corporate Governance Officer is made, the Company is responsible for disclosing information internally, to relevant authorities, in the mass media, and on the Company's website in accordance with the sequence and provisions of current laws.

Article 66. Rights and Obligations of the Corporate Governance Officer

(Pursuant to Clause 3, Article 32 of the Company Charter)

The Corporate Governance Officer has the following rights and obligations:

- a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and handling related matters between the Company and shareholders;
- b. Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
- c. Advising on meeting procedures;
- d. Attending meetings;
- e. Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal provisions;
- f. Providing financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Board of Supervisors;
- g. Monitoring and reporting to the Board of Directors on the Company's information disclosure activities;
- h. Acting as the point of contact with relevant stakeholders;
- i. Maintaining confidentiality of information in accordance with legal provisions and the Company Charter;
- j. Other rights and obligations as prescribed by law and this Charter.

CHAPTER 4 – BOARD OF SUPERVISORS

SECTION 1: GENERAL PROVISIONS

Article 67. Role, rights, and obligations of the Board of Supervisors, and responsibilities of members of the Board of Supervisors

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

1. Members of the Board of Supervisors have rights as prescribed by the Law on Enterprises, relevant laws, the Company Charter, and the Regulations on Operation of the Board of Supervisors, including the right to access information and documents related to the Company's operational status. Members of the Board of Directors, the General Director, and other executives of the enterprise are responsible for providing information in a timely and complete manner at the request of members of the Board of Supervisors.

2. Members of the Board of Supervisors are responsible for complying with the provisions of the law, the Company Charter, the Regulations on Operation of the Board of Supervisors, and professional ethics in exercising their assigned rights and obligations.
3. The Board of Supervisors has rights and obligations as prescribed in Article 170 of the Law on Enterprises, the Company Charter, and the following rights and obligations:
 - a. Proposing and recommending the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's financial statements; deciding on the approved auditing organization to inspect the Company's operations; and dismissing the approved auditor when deemed necessary.
 - b. Being accountable to shareholders for their supervisory activities.
 - c. Supervising the Company's financial status and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other management personnel.
 - d. Ensuring coordination with the Board of Directors, the General Director, and shareholders.
 - e. In the event of discovering violations of the law or the Company Charter by members of the Board of Directors, the General Director, or other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to terminate the violation and implement measures to remedy the consequences.
 - f. Developing the Regulations on Operation of the Board of Supervisors and submitting them to the General Meeting of Shareholders for approval. The Minister of Finance shall provide a template for the Regulations on Operation of the Board of Supervisors for public companies to reference when developing their own Regulations on Operation of the Board of Supervisors.
 - g. Reporting at the General Meeting of Shareholders in accordance with Article 290 of Decree 155/2020/ND-CP.
4. The Board of Supervisors is responsible for receiving requests for inspection of books and records from common shareholders as prescribed in Clause 1, Article 45 of the Company Charter and for fulfilling requests for information provision to the Board of Directors, the General Director, or other management personnel. The procedure for requesting information is specified in the Appendix of these Regulations. The recipient of the information is responsible for maintaining the confidentiality of the provided information and using it for the correct purpose for which it was assigned.

SECTION 2: REGULATIONS ON TERM, QUANTITY, COMPOSITION, AND STRUCTURE OF THE BOARD OF SUPERVISORS

Article 68. Quantity, term, composition, and structure of members of the Board of Supervisors

(Pursuant to the provisions of Article 168 of the Law on Enterprises No. 59/2020/QH14, Clause 1, Article 38, Article 39 of the Company Charter)

1. The number of members of the Board of Supervisors of the Company is 03.

2. The term of a member of the Board of Supervisors shall not exceed 05 years and may be re-elected for an unlimited number of terms.
3. Members of the Board of Supervisors do not necessarily have to be shareholders of the Company.
4. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal, and removal shall be based on the majority principle. The rights and obligations of the Head of the Board of Supervisors are prescribed by the Company Charter. More than half of the members of the Board of Supervisors must reside in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the fields of economics, finance, accounting, auditing, law, business administration, or a major related to the enterprise's business activities.
5. In the event that the terms of all members of the Board of Supervisors expire at the same time and new members have not yet been elected, the members whose terms have expired shall continue to exercise their rights and obligations until new members are elected and take office.

Article 69. Standards and conditions for members of the Board of Supervisors

(Pursuant to the provisions of Article 169 of the Law on Enterprises, Clause 2, Article 38 of the Company Charter)

1. Members of the Board of Supervisors must meet the following standards and conditions:
 - a. Not falling into the categories prescribed in Clause 2, Article 17 of the Law on Enterprises;
 - b. Having been trained in one of the fields of economics, finance, accounting, auditing, law, business administration, or a major suitable for the enterprise's business activities;
 - c. Not being a person with family relationships with members of the Board of Directors, the General Director, or other management personnel;
 - d. Not being a manager of the Company; not necessarily being a shareholder or employee of the Company;
 - e. Is not a person working in the accounting or finance department of the Company;
 - f. Is not a member or employee of an independent audit firm that has audited the Company's financial statements in the three consecutive years immediately preceding.
 - g. Other standards and conditions as prescribed by other relevant laws.
2. In addition to the standards and conditions prescribed in Clause 1 of this Article, members of the Board of Supervisors of the Company must ensure they meet the conditions prescribed in Clause 2, Article 169 of the Law on Enterprises.
3. The Head of the Board of Supervisors must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the Company's business operations.

Article 70. Nomination and candidacy of members of the Board of Supervisors

(Pursuant to the provisions of Article 285 of Decree No. 155/2020/ND-CP; Article 37 of the Company Charter)

1. The candidacy and nomination of members of the Board of Supervisors shall be carried out similarly to the provisions of Clause 1, Article 25 of the Company Charter. Shareholders holding shares with voting rights have the right to aggregate their voting rights to nominate members of the Board of Supervisors. Shareholders or groups of shareholders holding from 10% to less than 30% of shares with voting rights may nominate one (01) member of the Board of Supervisors; from 30% to less than 40% may nominate up to two (02) members; from 40% to less than 50% may nominate up to three (03) members; from 50% to less than 60% may nominate up to four (04) members; from 60% or more may nominate five (05) candidates.
2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is insufficient, the incumbent Board of Supervisors may nominate additional candidates in accordance with the Company Charter, the Regulations on Corporate Governance, and the Regulations on Operation of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.
3. In case the number of candidates nominated by the incumbent Board of Supervisors according to Clause 2 of this Article is still insufficient, the Board of Supervisors shall disclose information regarding the insufficient number of candidates for the Board of Supervisors no later than 05 days before the opening date of the General Meeting of Shareholders. The incumbent Board of Supervisors shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Regulations on Corporate Governance, and the Regulations on Operation of the Board of Supervisors. The organization of additional nominations by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 71. Procedures for electing members of the Board of Supervisors

(Pursuant to the provisions of Clause 3, Article 148 of the Law on Enterprises No. 59/2020/QH14, Clause 2, Article 21 of the Company Charter)

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

2. If the number of candidates is less than or equal to the number of members of the Board of Supervisors to be elected, the election of members of the Board of Supervisors may be conducted using the cumulative voting method as above or by the voting method (in favor, against, abstention). The voting rate for approval via the voting method shall be implemented according to Clause 2, Article 21 of the Company Charter.

Article 72. Cases of dismissal and removal of members of the Board of Supervisors

(Pursuant to the provisions of Article 174 of the Law on Enterprises No. 59/2020/QH14)

1. The General Meeting of Shareholders shall dismiss a member of the Board of Supervisors in the following cases:
 - a. No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Article 169 of the Law on Enterprises;
 - b. Having submitted a resignation letter and it has been accepted;
 - c. Other cases as prescribed by the Company Charter.
2. The General Meeting of Shareholders shall remove a member of the Board of Supervisors in the following cases:
 - a. Failing to complete assigned tasks and duties;
 - b. Failing to perform their rights and obligations for 06 consecutive months, except in cases of force majeure;
 - c. Repeatedly violating or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
 - d. Other cases as per the resolution of the General Meeting of Shareholders.
3. A member of the Board of Supervisors shall continue to perform their full rights and obligations until the General Meeting of Shareholders approves the dismissal of the member of the Board of Supervisors, except for the right to attend and vote at meetings of the Board of Supervisors and the right to receive remuneration of the member of the Board of Supervisors as soon as the Company receives notification of the following cases:
 - The member of the Board of Supervisors has limited civil act capacity, is incapacitated, or has difficulty in cognition or behavior control.
 - The member of the Board of Supervisors is being prosecuted for criminal liability, is in temporary detention, is serving a prison sentence, is serving an administrative handling measure at a compulsory drug rehabilitation center or compulsory education institution, or is prohibited by the Court from holding certain positions, practicing certain professions, or performing certain jobs.
 - The Board of Supervisors has a decision to approve the receipt of the resignation letter of a member of the Board of Supervisors, implemented similarly to the provisions of Article 9 of the Regulations on Operation of the Board of Directors.

Article 73. Notification of election, dismissal, and removal of members of the Board of Supervisors

After the decision on the election, dismissal, or removal of a member of the Board of Supervisors is made, the Company is responsible for disclosing information internally within

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

Article 74. Salary and other benefits of members of the Board of Supervisors

(Pursuant to the provisions of Article 172 of the Law on Enterprises)

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

CHAPTER 5 - GENERAL DIRECTOR

Article 75. Roles, responsibilities, rights, and obligations of the General Director

(Pursuant to Clauses 2 and 4, Article 35 of the Company Charter)

1. The General Director is the person who manages the daily business operations of the Company; is under the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the performance of assigned rights and obligations.
2. The General Director has the following rights and obligations:
 - a. Deciding on issues related to the daily business operations of the Company that do not fall under the authority of the Board of Directors;
 - b. Organizing the implementation of resolutions and decisions of the Board of Directors;
 - c. Organizing the implementation of the Company's business plans and investment schemes;
 - d. Proposing the organizational structure and internal management regulations of the Company;
 - e. Appointing, dismissing, and removing management titles in the Company, except for titles under the authority of the Board of Directors;
 - f. Deciding on salary, bonuses, and other benefits for employees in the Company, including management personnel under the appointment authority of the General Director;
 - g. Recruiting employees;
 - h. Proposing plans for dividend payment or handling of business losses;
 - i. The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned tasks and powers, and must report to these levels when requested;

- j. Other rights and obligations as prescribed by law, the Company Charter, and resolutions and decisions of the Board of Directors and the employment contract signed with the Company.

Article 76. Term, standards, and conditions of the General Director

(Pursuant to the provisions of Clause 5, Article 162 of the Law on Enterprises No. 59/2020/QH14; Clause 3, Article 35 of the Company Charter)

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

The General Director must meet the following standards and conditions:

- a. Not falling into the categories prescribed in Clause 2, Article 17 of the Law on Enterprises;
- b. Not being a person with family relations to management personnel of the enterprise, members of the Board of Supervisors of the Company and the Parent Company; representatives of state capital, or representatives of enterprise capital at the Company and the Parent Company;
- c. Having professional qualifications and experience in corporate business administration.

Article 77. Candidacy and nomination of the General Director

Members of the Board of General Directors and members of the Board of Directors have the right to nominate candidates for the position of General Director in accordance with the standards and conditions stipulated in Article 76 of these Regulations and submit them to the Board of Directors for consideration when the Company has a need to recruit a General Director.

Article 78. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director

(Pursuant to Clause 1, Clause 5, Article 35 of the Company Charter)

The Board of Directors shall appoint 01 member of the Board of Directors or hire another person as the General Director.

The Board of Directors may dismiss or remove the General Director when a majority of the members of the Board of Directors with voting rights present at the meeting approve, and shall appoint a new General Director as a replacement.

The Board of Directors has the authority to sign/terminate contracts and decide on the terms of employment contracts as stipulated in Point i, Clause 2, Article 27 and Article 35 of the Company Charter.

Article 79. Notification of appointment, dismissal, removal, signing of contracts, and termination of contracts for the General Director

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

Article 80. Salary and other benefits of the General Director

(Pursuant to Clause 2, Clause 3, Article 34 of the Company Charter)

1. The General Director shall be paid a salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors.
2. The salary of management personnel shall be included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

CHAPTER 6 – OTHER ACTIVITIES

SECTION 1: REGULATIONS ON COORDINATION OF ACTIVITIES BETWEEN THE BOARD OF DIRECTORS, THE BOARD OF SUPERVISORS, AND THE GENERAL DIRECTOR

Article 81. Procedures and sequence for convening, notifying meeting invitations, recording minutes, and notifying meeting results between the Board of Directors, the Board of Supervisors, and the General Director

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

Article 82. Notification of Resolutions/Decisions of the Board of Directors to the Board of Supervisors

(Pursuant to the provisions of Clause 1, Article 171 of the Law on Enterprises)

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

Article 83. Notification of Resolutions/Decisions of the Board of Directors to the General Director

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

Article 84. Cases where the Board of Supervisors and the General Director request to convene a meeting of the Board of Directors and matters requiring the opinion of the Board of Directors

(Pursuant to the provisions of Point h, Clause 3, Article 162 of the Law on Enterprises, Article 288 of Decree No. 155/2020/ND-CP, Clause 4, Article 35, and Article 40 of the Company Charter)

1. Cases for requesting to convene a meeting of the Board of Directors

a. The Board of Supervisors may request to convene a meeting of the Board of Directors in the following cases:

- Upon the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 115 of the Law on Enterprises.
- When it is found that the right to access information and documents related to the Company's operational situation of members of the Board of Supervisors is not fully exercised in accordance with current law and the Company Charter;
- When detecting acts of violation of the law or the Company Charter by members of the Board of Directors, the General Director, and other management personnel after having notified the Board of Directors in writing in accordance with the provisions of Clause 1, Article 40 of the Company Charter, but the violating party has not ceased the violation or implemented measures to remedy the consequences;

b. The General Director may request to convene a meeting of the Board of Directors in the following cases:

- When it is found that the rights of the General Director as stipulated in Article 35 of the Company Charter are not being exercised;
- When detecting acts of violation of the law or the Company Charter by other management personnel after having notified the Board of Directors in writing, but the violating party has not ceased the violation or implemented measures to remedy the consequences;

2. Matters for which the General Director needs to seek the opinion of the Board of Directors:

- a. Recommendations to the Board of Directors regarding the organizational structure and internal management regulations of the Company;
- b. Proposals for measures to improve the Company's operations and management;
- c. The General Director must prepare a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salary, social insurance, welfare, rewards, and discipline for employees and management personnel.
- d. The General Director must prepare a plan for the Board of Directors to approve matters related to the Company's relationship with trade union organizations in accordance with the best standards, practices, and management policies, the practices and policies stipulated in this Charter, the Company's regulations, and current legal provisions.
- e. Seeking the opinion of the Board of Directors regarding the audited financial statements (including the balance sheet, income statement, and cash flow statement) for each fiscal year, which must be submitted for the Board of Directors' approval;
- f. Recommendations on plans for dividend payment or handling of business losses;
- g. Seeking the opinion of the Board of Directors to approve the detailed business plan for the following fiscal year;
- h. Other matters when deemed in the interest of the Company.

Article 85. Report of the General Director to the Board of Directors on the implementation of assigned tasks and powers

(Pursuant to the provisions of Appendix IV of Circular No. 96/2020/TT-BTC, Clause 4, Article 35 of the Company Charter)

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

Article 86. Reviewing the implementation of resolutions and other matters authorized by the Board of Directors to the General Director

Based on the report of the General Director on the implementation of assigned tasks and powers as stipulated in Article 75 of these Regulations, the Board of Directors shall conduct a review of the results of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director.

Article 87. Matters that the General Director must report, provide information on, and the method of notification to the Board of Directors and the Board of Supervisors

(Pursuant to the provisions of Clause 3, Article 291 of Decree No. 155/2020/ND-CP, Article 35, Clause 3, Article 43, and Article 45 of the Company Charter)

1. Matters that the General Director must report, provide information on, and the method of notification to the Board of Directors
 - a. Matters according to Article 84 of these Regulations;
 - b. The General Director has the obligation to notify the Board of Directors of transactions between the Company, its subsidiaries, and other companies controlled by the Company with 50% or more of the charter capital, with those entities themselves, or with affiliated persons of those entities in accordance with the law.
 - c. Other matters requiring consultation or reporting to the Board of Directors must be sent at least seven (07) working days in advance, and the Board of Directors shall respond within seven (07) working days.

Specifically, in the case of approving contracts and transactions as stipulated in Clause 1, Article 167 of the Law on Enterprises with a value of less than 35% of the total value of the enterprise's assets as recorded in the most recent financial statement, or another lower ratio or value as stipulated in the Company Charter, the representative of the company signing the contract or transaction must notify members of the Board of Directors and members of the Board of Supervisors of the affiliated persons related to that contract or transaction and attach the draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification; members of the Board of Directors who have interests related to the parties in the contract or transaction do not have the right to vote.

3. Matters that the General Director must report, provide information on, and the method of notification to the Board of Supervisors
 - a. Reports of the General Director submitted to the Board of Directors or other documents issued by the company must be sent to members of the Board of Supervisors at the same time and in the same manner as for members of the Board of Directors.
 - b. The General Director and other management personnel must provide full, accurate, and timely information and documents regarding the management, administration, and business activities of the company as requested by members of the Board of Supervisors or the Board of Supervisors; except for information related to the Company's business secrets.
 - c. The method of notification to the Board of Supervisors shall be carried out in the same manner as for the Board of Directors.

Article 88. Coordination of control, management, and supervision activities between members of the Board of Directors, members of the Board of Supervisors, and the General Director according to the specific duties of the aforementioned members

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

The Board of Supervisors has the role of supervising, coordinating, advising, and providing information in a full, timely, and accurate manner. Specifically as follows:

- a. Regularly inform the Board of Directors of operational results, and consult the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;
- b. During meetings of the Board of Supervisors, the Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and respond to issues that need clarification;
- c. Periodic and ad-hoc inspections by the Board of Supervisors must have written conclusions (no later than fifteen (15) days from the date of completion) sent to the Board of Directors to provide further basis for the Board of Directors in managing the Company. Depending on the severity and results of the aforementioned inspection, the Board of Supervisors must discuss and reach a consensus with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In case of

disagreement, the Board of Supervisors is authorized to reserve its opinion in the minutes, and the Head of the Board of Supervisors is responsible for reporting to the nearest General Meeting of Shareholders;

- d. In case the Board of Supervisors discovers acts of violation of the law or the Company Charter by members of the Board of Directors, the Board of Supervisors shall notify the Board of Directors in writing within forty-eight (48) hours, requesting the violating person to terminate the violation and implement remedial measures.
- e. Members of the Board of Supervisors have the obligation to notify the Board of Directors of transactions between the Company's subsidiaries, other companies controlled by the Company with over 50% or more of the charter capital, and that entity itself or its affiliated persons in accordance with the law;
- f. For recommendations related to the operational and financial situation of the Company, the Board of Supervisors must send a written document along with relevant materials at least fifteen (15) days before the intended date of receiving a response;
- g. Contents of recommendations to the Board of Directors must be sent at least seven (07) working days in advance, and the Board of Directors will respond within seven (07) working days.

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

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

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

- a. During meetings of the Board of Supervisors, the Board of Supervisors has the right to request the General Director (simultaneously requesting members of the Board of Directors, the General Director, and representatives of the approved auditing organization) to attend and respond to issues that need clarification regarding matters of interest to the members of the Board of Supervisors;
- b. Periodic and ad-hoc inspections by the Board of Supervisors must have written conclusions (no later than fifteen (15) days from the date of completion) sent to the General Director to provide further basis for the General Director in managing the Company. Depending on the severity and results of the aforementioned inspection, the Board of Supervisors must discuss and reach a consensus with the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Board of Supervisors is authorized to reserve its opinion in the minutes, and the Head of the Board of Supervisors is responsible for reporting to the nearest General Meeting of Shareholders;
- c. Members of the Board of Supervisors have the right to request the General Director to facilitate access to records and documents related to the Company's business operations (excluding information within the scope of the Company's trade secrets) at the Head Office or the place where records are stored, for the purpose of performing assigned tasks of the members of the Board of Supervisors if approved by the Board of Supervisors. The

procedure for requesting information is specified in the Appendix of these Regulations. The person provided with information is responsible for keeping the information confidential and using it for the correct purpose for the assigned work.

- d. For information and documents regarding the management and administration of business operations and business performance reports, financial reports, the written request for provision from the Board of Supervisors must be sent to the Company at least forty-eight (48) working hours before the intended time of receiving a response. The Board of Supervisors must not use the company's undisclosed information or disclose it to others to conduct related transactions.
 - e. Contents of recommendations regarding measures to amend, supplement, and improve the organizational structure of management, supervision, and administration of the Company's business operations from the Board of Supervisors must be sent to the General Director at least seven (07) working days before the intended date of receiving a response. The General Director shall create favorable conditions for the Board of Supervisors to exercise its rights and obligations.
3. Coordination of activities between the General Director and the Board of Directors: The General Director is the person representing the administration of the Company's operations, ensuring that the Company operates continuously and effectively.
- a. When there is a recommendation for the organizational structure plan or internal management regulations of the company, the General Director shall send it to the Board of Directors as soon as possible but no less than seven (07) days before the date that content needs to be decided;
 - b. The General Director must prepare a plan for the Board of Directors to approve issues related to recruitment, dismissal of employees, salary, social insurance, benefits, rewards, and discipline for employees and management personnel;
 - c. The General Director must prepare a plan for the Board of Directors to approve issues related to the Company's relationship with trade union organizations according to the best standards, practices, and management policies, and the practices and policies specified in the Company Charter, the Company's regulations, and current legal provisions;
 - d. The General Director has the obligation to notify the Board of Directors of transactions between the Company, its subsidiaries, other companies controlled by the Company with over 50% or more of the charter capital, and that entity itself or its affiliated persons in accordance with the law;
 - e. Other contents requiring opinions according to the provisions of Clause 2, Article 97 of these Regulations must be sent to the Board of Directors at least seven (07) working days before the intended date of receiving a response.

SECTION 2: REGULATIONS ON ANNUAL EVALUATION OF REWARD AND DISCIPLINE ACTIVITIES FOR MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR, AND OTHER MANAGEMENT PERSONNEL

Article 89. Regulations on evaluating the performance of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other management personnel

1. The Board of Directors is responsible for developing performance evaluation standards for all subjects who are members of the Board of Directors, the General Director, and other management personnel.
2. Performance evaluation standards must harmonize the interests of management personnel with the long-term interests of the Company and shareholders. Financial and non-financial indicators used in the evaluation are carefully considered by the Board of Directors and decided at each time. In which, non-financial indicators may be mentioned such as: interests of stakeholders, operational efficiency, progress and improvements achieved, etc.
3. Annually, based on assigned functions and duties and established evaluation standards/achieved results, the Board of Directors organizes the evaluation of the performance of members of the Board of Directors.
4. The evaluation of the performance of members of the Board of Supervisors is organized and implemented according to the method mentioned in the organizational structure and operation of the Board of Supervisors.
5. The evaluation of the performance of other management personnel is carried out according to internal regulations or may be based on the self-evaluation of these management personnel.

Article 90. Rewards

1. The Board of Directors or the Remuneration Committee (if any) is responsible for developing reward policies. Rewards are implemented based on the performance evaluation results at Article 89 of these Regulations.
2. Forms of rewards: in cash, in shares (issuing shares under an employee stock option plan in the company), or other forms developed by the Board of Directors or the Remuneration Committee. Forms of rewards will be planned by the General Director and submitted to the Board of Directors for approval; in case of exceeding authority, they will be submitted to the General Meeting of Shareholders for approval.
3. The reward regime for members of the Board of Directors and members of the Board of Supervisors shall be decided by the General Meeting of Shareholders.
4. For management personnel: the source of reward funds is deducted from the Company's Reward and Welfare Fund and other legal sources. The reward level is based on actual annual business results; the General Director will propose to the Board of Directors for

approval; in case of exceeding authority, it will be submitted to the General Meeting of Shareholders for approval.

Article 91. Discipline

1. The Board of Directors is responsible for developing forms of discipline based on the nature and severity of the violation. The highest form of discipline must be removal or dismissal.
2. Members of the Board of Directors, members of the Board of Supervisors, and management personnel who do not fulfill their duties as required with honesty, diligence, and caution shall be personally responsible for the damages they cause.
3. Members of the Board of Directors, members of the Board of Supervisors, and management personnel who, when performing their duties, commit acts of violation of legal provisions or the Company's regulations, shall be subject to disciplinary action, administrative violation, or criminal prosecution depending on the severity of the violation in accordance with the law and the Company Charter. In case of causing damage to the interests of the Company, shareholders, or other persons, they shall be liable for compensation in accordance with the law.

CHAPTER 7 - AMENDMENTS TO REGULATIONS ON CORPORATE GOVERNANCE

Article 92. Supplementing and amending Regulations on corporate governance

1. The supplementation or amendment of these Regulations must be considered and decided by the General Meeting of Shareholders of the Company.
2. In case there are provisions of law related to the company's operations that have not been mentioned in these regulations, or in case there are new provisions of law that are different from the terms in these regulations, those provisions of law shall naturally be applied and regulate the company's operations.

CHAPTER 8 - EFFECTIVE DATE

Article 93. Effective date

1. These Regulations consist of 08 Chapters and 93 Articles, which were unanimously amended and supplemented by the General Meeting of Shareholders of Tan Bien Rubber Joint Stock Company on June 29, 2026, and the full text of these Regulations was approved simultaneously.
2. These Regulations are the sole and official regulations of the Company.
3. Copies or excerpts of the Corporate Governance Regulations must bear the signature of the Chairman of the Board of Directors.

Recipients:

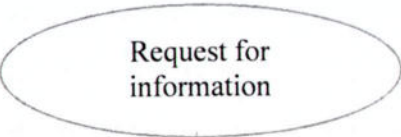
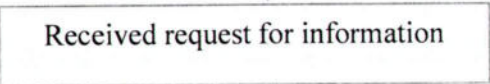

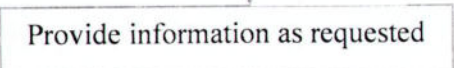
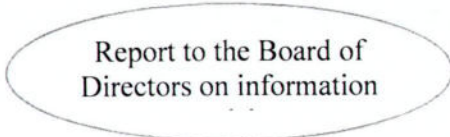
- AGM 2026;
- Vietnam Rubber Group (VRG);
- BOD, BOS of the Company;
- Shareholders of the Company;
- Archived: Admin, BÓ Secretariat.

ON BEHALF OF THE BOARD OF DIRECTORS CHAIRMAN

(signed and sealed)

Truong Van Cu

APPENDIX: INFORMATION PROVISION PROCESS

Execution order	Flowchart	Executor	Guidelines/Forms
Step 1		<ul style="list-style-type: none"> - Shareholder or group of shareholders (1) - Board of Supervisors (2) - Member of the Board of Directors (3) - Member of the Board of Supervisors (4) - Executive (5) 	<ul style="list-style-type: none"> - Request for information in writing (Form 01). - In case an authorized representative of a shareholder or group of shareholders requests information, the original or a notarized copy of the power of attorney must be attached in accordance with the law.
Step 2		Company	
Step 3		Board of Directors	<ul style="list-style-type: none"> - Maximum review time of 10 working days from the date of receiving the information request. - Maximum response time for refusal of information request is 02 working days from the date the Board of Directors decides to refuse.
Step 4		Management personnel	<ul style="list-style-type: none"> - Maximum time for management personnel to provide information is 7 working days from the date the Board of Directors approves the request. - Provide information at the Company's headquarters/representative office/branch. - Costs incurred from copying documents (if any) resulting from the provision of this information shall be paid by the requester.
Step 5		Management personnel	

(1) Shareholder or group of shareholders: in accordance with Article 12, Article 45 of the Company Charter.

(2) Board of Supervisors: in accordance with Article 40 of the Company Charter.

(3), (4), (5) Member of the Board of Directors, Member of the Board of Supervisors, Executive: in accordance with Article 45 of the Company Charter.

FORM 01

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

REQUEST FOR INFORMATION

To: Tan Bien Rubber Joint Stock Company

I. INFORMATION OF THE REQUESTER:

1. Requester:.....

Legal representative (For institutional shareholders):.....

2. Subject of information request:

☐ Shareholder/group of
shareholders

☐ Board of Supervisors

☐ Member of the Board of
Directors

☐ Member of the Board of
Supervisors

☐ Executive

3. Contact address/Headquarters:

4. Nationality:

5. ID Card/Citizen ID/Passport/Business Registration Certificate No.:

.....

Date of issue:.....Place of issue:

6. Telephone:.....Email:

7. Number of shares owned/Representing ownership:.....shares

as of date.....

II. CONTENT OF INFORMATION REQUEST:

Purpose of information request:

.....
.....

.....
.....
.....
By this document, I/We request the Company to provide the following information:

.....
.....
.....
.....
.....
.....
.....
I/We commit to the following:

- Keep the information provided by the Company confidential in accordance with the Company Charter and the law;
- Use the provided information only for the intended purpose of the assigned work/protecting my/our legitimate rights and interests;
- Not to disseminate, copy, or send the information provided by the Company to other organizations or individuals in accordance with the law;
- Fully pay any costs incurred from copying documents (if any) resulting from the provision of this information;
- Take full responsibility before the law in case of using the information for improper purposes.

Thank you very much!

.....,, 20..

REQUESTER

(Sign, seal, and write full name)

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

GROUP MEETING MINUTES

ATTACHED TO THE REQUEST FOR INFORMATION

Today, on , 20..., at, we are shareholders of Joint Stock Company, collectively holdingshares, accounting for% of the total voting shares of the Company, listed below:

No.	Shareholder name	ID Card/Passport/Business Registration Certificate No.	Contact address	Number of shares owned	Shareholder signature/Signature, seal if institutional
1					
2					
...					
Total					

We unanimously agree to appoint:

- Name:.....

- ID Card/Passport/Business Registration Certificate No.:.....

Date of issue:.....Place of issue:.....

To act as the group representative to perform procedures for requesting information at Tan Bien Rubber Joint Stock Company, with the specific content as follows:

Purpose of information request:

.....
.....

By this document, We request the Company to provide the following information:

.....



.....
.....
We commit to the following:

- Keep the information provided by the Company confidential in accordance with the Company Charter and the law;
- Use the provided information only for protecting our legitimate rights and interests;
- Not to disseminate, copy, or send the information provided by the Company to other organizations or individuals in accordance with the law;
- Fully pay any costs incurred from copying documents (if any) resulting from the provision of this information;
- Take full responsibility before the law in case of using the information for improper purposes.

Thank you very much!

....., 20..

NOMINATED GROUP REPRESENTATIVE

(Sign, seal, and write full name)