

No.: 17/2026/CBTT-SBD

Ho Chi Minh City, July 22, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange

1. Name of organization: SAO BAC DAU TECHNOLOGIES CORPORATION

- Stock code: SBD
- Address: Block U.14b – 16a, Road 22, Tan Thuan EPZ, Tan Thuan ward, Ho Chi Minh City
- Tel: 028 37700968 Fax: 028 37700968
- Email: info@saobacdau.vn Website: <https://saobacdau.vn>

2. Contents of disclosure:

- The Board of Directors' Resolution on the issuance of the amended and supplemented Regulations on Operation of the Board of Directors of Sao Bac Dau Technologies Corporation.

3. This information was disclosed on the Company's website on July 22, 2026, at: <https://saobacdau.vn>.

The Company hereby confirms that the information disclosed herein is true and accurate and assumes full legal responsibility for the contents of this disclosure.

Organization Representative
Legal Representative / Authorized Person for Information
Disclosure
(Signature, full name, position, and seal)

Attached document:

- Board of Directors' Resolution


Executive Chairman
Nguyễn Đức Quang

**SAO BAC DAU TECHNOLOGIES CORPORATION**

Head Office
Block U14B - 15a, Road 22, Tan Thuan EPZ,
Tan Thuan Ward, Ho Chi Minh City
Tel: +84 28 3770 0968 - Fax: +84 28 3770 0969

Ha Noi Branch
3rd floor, GTHAB, VGV Plaza,
Dai Mo Ward, Ha Noi City
Tel: +84 24 3772 2989 - Fax: +84 24 3772 3000

Da Nang Branch
Room 408, 4th floor, 15 Quang Trung Street,
Hai Chau Ward, Da Nang City
Tel: +84 236 381 2175 - Fax: +84 236 381 2175

www.saobacdau.vn

Ho Chi Minh City, July 22, 2026

No.: 09/2026/NQ-HĐQT

RESOLUTION

Re: Issuance of the Amended and Supplemented Regulations on Operation of the Board of Directors of Sao Bac Dau Technologies Corporation

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amendments, supplements and guiding documents;
- The Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its amendments, supplements and guiding documents;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government providing detailed regulations on the implementation of certain articles of the Law on Securities;
- Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020 providing detailed regulations on the implementation of certain articles of the Law on Securities;
- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding certain regulations on corporate governance applicable to public companies;
- The Charter on Organization and Operation of Sao Bac Dau Technologies Corporation;
- The Resolution of the 2026 Annual General Meeting of Shareholders of Sao Bac Dau Technologies Corporation dated July 22, 2026 approving the amended and supplemented Regulations on Operation of the Board of Directors and authorizing the Board of Directors to issue the Regulations;
- The Minutes of the Board of Directors Meeting No. 07/BBH-2026 dated July 22, 2026.

THE BOARD OF DIRECTORS OF SAO BAC DAU TECHNOLOGIES CORPORATION

HEREBY RESOLVES

Article 1: To issue together with this Resolution the amended and supplemented Regulations on Operation of the Board of Directors of Sao Bac Dau Technologies Corporation, which were approved by the 2026 Annual General Meeting of Shareholders.

Article 2: The Board of Directors, the Supervisory Board, the Legal Representative of the Company, and relevant departments, organizations and individuals shall be responsible for implementing this Resolution.

This Resolution shall take effect from the date of signing.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients: -As stated in Article 2;

-Filed: Board of Directors.



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness



**REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS
OF SAO BAC DAU TECHNOLOGIES CORPORATION**

**THIS REGULATION WAS APPROVED BY THE ANNUAL GENERAL MEETING
OF SHAREHOLDERS ON JULY 22, 2026**

REGULATIONS ON OPERATIONS OF THE BOARD OF DIRECTORS

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly on June 17, 2020, and its amending, supplementing, and guiding documents;*
- *The Law on Securities No. 54/2019/QH14 adopted by the National Assembly on November 26, 2019, and its amending, supplementing, and guiding documents;*
- *Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of several provisions of the Law on Securities;*
- *Decree No. 245/2025/NĐ-CP dated September 11, 2025, issued by the Government, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;*
- *Circular No. 116/2020/TT-BTC guiding certain aspects of corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP;*
- *The current Charter and the practical requirements for governance and management of Sao Bac Dau Technologies Corporation;*
- *Resolution No. 01/2026/NQ-DHDCD of the General Meeting of Shareholders dated July 22, 2026.*

The Board of Directors hereby promulgates the Regulations on Operations of the Board of Directors of Sao Bac Dau Technologies Corporation (Stock code: SBD), including the following contents:

CHAPTER I GENERAL PROVISIONS

Article 1. Scope of Regulation and Applicable Entities

1. Scope of regulation: The Regulations on Operations of the Board of Directors provide for the personnel organizational structure, operational principles, powers and obligations of the Board of Directors and members of the Board of Directors in accordance with the Law on Enterprises, the Company Charter and other relevant laws.

2. Applicable entities: These Regulations apply to the Board of Directors and members of the Board of Directors.

Article 2. Principles of Operation of the Board of Directors

1. The Board of Directors shall operate on a collective basis and make decisions by majority vote on matters within its authority in accordance with the Law on Enterprises, the Company Charter and regulations issued by the Company. In the event of an equal number of votes, the final decision shall follow the opinion of the Chairman of the Board of Directors.

2. Members of the Board of Directors shall bear personal responsibility for their assigned duties and jointly bear responsibility before the General Meeting of Shareholders and before the law for resolutions and decisions of the Board of Directors relating to the development of the Company.

3. The Board of Directors shall assign the Chief Executive Officer to organize and implement resolutions and decisions of the Board of Directors.

CHAPTER II MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and Obligations of Members of the Board of Directors

1. Members of the Board of Directors shall have full rights in accordance with the Law on Securities, relevant laws, and the Company's Charter, including the right to be provided with information and documents regarding the financial status and business operations of the Company and units within the Company.

2. Members of the Board of Directors shall have obligations prescribed in the Company Charter and the following obligations:

a) To perform their duties honestly and prudently for the best interests of the shareholders and the Company;

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

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

d) To report to the Board of Directors at the nearest meeting transactions between the Company, subsidiaries, or companies in which the Company holds more than 50% of the charter capital, and members of the Board of Directors and their related persons; and transactions between the Company and companies in which such members are founding shareholders or enterprise managers within the last three years prior to the transaction date;

d) To disclose information when conducting transactions in shares of the Company in accordance with law.

e) Not to abuse their position, authority or information obtained for personal gain or for the benefit of related persons.

g) To avoid conflicts of interest between the Company and themselves or their related persons. In the event of a potential conflict of interest, an actual conflict of interest or suspicion thereof, the member shall immediately notify the other members of the Board of Directors.

h) To comply with the Compliance Management Systems (CMS) issued by the Company to ensure integrity, transparency and ethical business operations.

i) To fully participate in CMS training sessions and sign confirmations of compliance with the Company's Code of Conduct.

k) Members agree that if they violate any CMS provisions, they shall voluntarily resign from the Board of Directors and bear all personal liabilities before the General Meeting of Shareholders and the law. Removal of a member of the Board of Directors in such case shall be carried out in accordance with Article 8 of these Regulations.

3. Independent members of the Board of Directors shall prepare reports evaluating the activities of the Board of Directors in accordance with Clause 4 Article 27 of the Company's Charter.

Article 4. Right to be Provided with Information of Members of the Board of Directors

1. Members of the Board of Directors shall have the right to request the Chief Executive Officer, Deputy Chief Executive Officer s, and other managers of the Company to provide information and documents relating to the financial status and business operations of the Company and units within the Company.

2. Requested managers must provide complete, timely, and accurate information and documents as requested by members of the Board of Directors. The order and procedures for requesting and providing information shall comply with the Company's Charter.

Article 5. Term and Number of Members of the Board of Directors

1. The Board of Directors shall consist of from five (05) to eleven (11) members.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and members may be re-elected for an unlimited number of terms. An individual may only serve as an independent member of the Board of Directors of a company for no more than 02 consecutive terms.

3. In the event that all members of the Board of Directors simultaneously conclude their terms, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and assume their duties, unless otherwise provided in the Company's Charter.

4. The number, rights, obligations, organizational method, and operational coordination of independent members of the Board of Directors shall comply with specific provisions in the Company's Charter and laws on corporate governance.

Article 6. Standards and Conditions for Members of the Board of Directors

1. Members of the Board of Directors must fully satisfy the general standards and conditions prescribed in Article 25 of the Company's Charter and the Law on Enterprises.

2. Independent members of the Board of Directors must satisfy the standards and conditions prescribed by the Law on Enterprises, the Company's Charter, and other relevant laws and regulations.

3. An independent member of the Board of Directors must notify the Board of Directors when he/she no longer satisfies the standards and conditions prescribed by law, the Company's Charter, and this Regulation; the notification regarding the election of additional or replacement members shall be executed in accordance with applicable laws and the Company's Charter.

4. The structure of the Board of Directors must comply with the regulations under Clause 3 Article 26 of the Company's Charter and the regulations on corporate governance applicable to public companies.

Article 7. Chairman of the Board of Directors

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

2. The Chairman of the Board of Directors of the Company shall not concurrently hold the position of Chief Executive Officer .

3. Rights and obligations of the Chairman of the BOD shall comply with the Law on Enterprises and Clause 3 Article 29 of the Company's Charter.

Article 8. Dismissal, Removal, Replacement and Addition of Members of the Board of Directors

The authority, basis, and procedures for dismissal, removal, or replacement of members of the Board of Directors shall be executed in strict compliance with the provisions of Article 25 and Article 26 of the Company's Charter and the Law on Enterprises.

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

1. Shareholders or groups of shareholders owning ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of Directors. Unless otherwise provided in the Company's Charter, the nomination of candidates to the Board of Directors shall be conducted as follows:

a) Common shareholders forming a group to nominate candidates to the Board of Directors must notify the shareholders attending and voting at the General Meeting of Shareholders of the group meeting prior to the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, shareholders or groups of shareholders specified in this Clause shall have the right to nominate one or more persons as candidates to the Board of Directors in accordance with the decision of the General Meeting of Shareholders. In the event that the number of candidates nominated by shareholders or groups of shareholders is less than the number they are entitled to nominate pursuant to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. In the event that the number of candidates is insufficient, the nomination of additional candidates by the incumbent Board of Directors and the voting principles for election, dismissal, and removal shall comply with Article 25 of the Company's Charter and the Election Regulation approved by the General Meeting of Shareholders.

3. The election of members of the Board of Directors shall be conducted directly at the General Meeting of Shareholders by secret ballot in accordance with applicable laws, the Company's Charter, and the Election Regulation approved by the General Meeting of Shareholders.

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

1. In the event that candidates for the Board of Directors have been identified, the Company must perform information disclosure in accordance with Clause 1 Article 25 of the Company's Charter.
2. The notification of results regarding the election, dismissal, and removal of members of the Board of Directors shall comply with guiding regulations on information disclosure.

CHAPTER III THE BOARD OF DIRECTORS

Article 11. Rights and Obligations of the Board of Directors

1. The Board of Directors shall have the rights and obligations prescribed in Article 153 of the Law on Enterprises, Article 27 of the Company's Charter, and the Internal Regulations on Corporate Governance of the Company.
2. The Board of Directors shall adopt resolutions and decisions through voting at meetings, written consultation, or other forms prescribed by the Company's Charter. Each member of the Board of Directors shall have one vote.
3. In the event that resolutions or decisions adopted by the Board of Directors are contrary to law, resolutions of the General Meeting of Shareholders, or the Company's Charter and cause damage to the Company, members voting in favor of adopting such resolutions or decisions shall jointly bear personal liability for such resolutions or decisions and must compensate the Company for damages; members opposing the adoption of the aforementioned resolutions or decisions shall be exempted from liability. In such case, shareholders of the Company shall have the right to request the Court to suspend execution or annul the aforementioned resolutions or decisions.

Article 12. Duties and Authority of the Board of Directors in Approval and Execution of Contracts and Transactions

1. The Board of Directors has the authority to approve contracts and transactions within its competence as specifically prescribed in Clause 1 Article 27 of the Company's Charter.
2. The order, procedures for notification, delivery of drafts, and the restriction on voting rights of members of the Board of Directors with related interests shall be executed in strict compliance with Clause 2 Article 27 of the Company's Charter and the Law on Enterprises.

Article 13. Responsibilities of the Board of Directors in Convening Extraordinary General Meetings of Shareholders

1. The Board of Directors must convene extraordinary meetings of the General Meeting of Shareholders in accordance with Clause 3 and Clause 4 Article 30 of the Company's Charter.
2. The convener of the General Meeting of Shareholders must perform duties in accordance with Clause 2 Article 18 of the Company's Charter.

Article 14. Subcommittees Assisting the Board of Directors

The Board of Directors may establish subcommittees directly attached to assist the Board of Directors in accordance with Article 31 of the Company's Charter.

CHAPTER IV MEETINGS OF THE BOARD OF DIRECTORS

Article 15. Meetings of the Board of Directors

In addition to matters relating to meetings of the BOD prescribed in Article 30 of the Company's Charter, the BOD shall review reports on the execution of the Company's Compliance Management System (CMS) and proposals for improvement (if any).

Article 16. Minutes of Meetings of the Board of Directors

Meetings of the Board of Directors must be fully recorded in minutes in accordance with the proper form, contents, and archiving procedures prescribed in Article 30 of the Company's Charter and the Law on Enterprises. Additionally, minutes may be audio-recorded or stored in other electronic forms under decisions of the BOD.

CHAPTER V REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of Annual Reports

At the end of each fiscal year, the Board of Directors shall be responsible for preparing, submitting to the Supervisory Board for appraisal, and presenting to the General Meeting of Shareholders for approval the annual reports in accordance with the proper list, sequence, and time limits prescribed in Clause 3 Article 27 of the Company's Charter and prevailing laws on securities.

Article 18. Remuneration, Bonuses and Other Benefits of Members of the Board of Directors

Remuneration, bonuses, and other benefits of members of the Board of Directors are prescribed in Article 28 of the Company's Charter, the Internal Regulations on Corporate Governance, and relevant provisions of law.

Article 19. Disclosure of Related Interests

Unless the Company's Charter provides otherwise with stricter provisions, the disclosure of interests and related persons of the Company shall comply with the following provisions:

1. Members of the Board of Directors shall be responsible for declaring and promptly notifying the Company of their related interests in strict accordance with the contents, sequence, and time limits prescribed in the Company's Charter and legal provisions.
2. Mechanism for handling conflicts of interest regarding contents, contracts, or transactions submitted to the Board of Directors for consideration and decision:
 - a) Regarding participation in discussions: Related members shall not participate in discussions at meetings regarding contents with conflicts of interest, unless requested to provide explanations by the Chairman of the Board of Directors.
 - b) Regarding the right to access documents: For contents, dossiers, and business plans involving direct conflicts of interest, the related member's right to access confidential documents or detailed information regarding the valuation or negotiation of such transaction shall be restricted to ensure the Company's information security.
 - c) Regarding voting responsibilities: Related members shall not participate in voting and shall not be counted towards the total number of votes to determine the approval ratio for such matters or resolutions.
 - d) Measures to ensure objectivity and transparency: Where necessary, the Board of Directors (excluding related members) has the right to appoint an independent advisory firm to evaluate the fairness of the transaction or establish a temporary independent Subcommittee for evaluation prior to making a decision.
3. Members of the Board of Directors acting in their own names or on behalf of others to conduct work in any form within the business scope of the Company must explain the nature and contents of such work to the Board of Directors and may only carry out such work upon approval by the majority of the remaining members of the Board of Directors. If such work is conducted without declaration or without approval of the Board of Directors, all income derived therefrom shall belong to the Company.

CHAPTER VI RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 20. Relationship among Members of the Board of Directors

1. The relationship among members of the Board of Directors shall be one of coordination. Members of the Board of Directors are responsible for informing one another of relevant matters arising during the process of handling assigned duties.
2. During the process of handling work, the member primarily assigned to be responsible for a matter must proactively coordinate its handling if issues arise relating to fields under the responsibility of another member of the Board of Directors. In cases where members of the Board of Directors hold differing opinions, the member primarily responsible shall report the matter to the Chairman of the Board of Directors for consideration and decision within his/her authority, or for organizing a meeting or obtaining opinions from members of the Board of Directors in accordance with law, the Company's Charter, and these Regulations.
3. In the event of a reassignment among members of the Board of Directors, the relevant members must hand over work, records, and related documents. This handover must be made in writing and reported to the Chairman of the Board of Directors regarding such handover.

Article 21. Relationship with the Executive Management

In its governance role, the Board of Directors shall issue resolutions for execution by the Chief Executive Officer and the executive management apparatus. At the same time, the Board of Directors shall inspect and supervise the execution of such resolutions.

Article 22. Relationship with the Supervisory Board or Audit Committee

1. The relationship between the Board of Directors and the Supervisory Board or Audit Committee shall be one of coordination. The working relationship between the Board of Directors and the Supervisory Board or Audit Committee shall be based on the principles of equality and independence, while maintaining close coordination and mutual support during the course of executing their duties.
2. Upon receipt of inspection minutes or summary reports from the Supervisory Board or Audit Committee, the Board of Directors shall be responsible for reviewing and directing relevant departments to formulate plans and promptly implement corrective measure.

CHAPTER VII IMPLEMENTATION PROVISIONS

Article 23. Effectiveness

The Regulations on Operations of the Board of Directors of Sao Bac Dau Technologies Corporation (SBD), consisting of seven (07) chapters and twenty-three (23) articles, shall take effect from the date of issuance.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYỄN ĐỨC QUANG