

**FINANCIAL MANAGEMENT REGULATIONS OF
SOUTH WEST PETROVIETNAM FERTILIZER AND CHEMICALS
JOINT STOCK COMPANY**

(Promulgated together with Decision No.03/QĐ-TNB dated 10/11/2026 of the Board of Directors of South West Petrovietnam Fertilizer and Chemicals Joint Stock Company)

**Chapter I
GENERAL PROVISIONS**

Article 1. Objectives

These Regulations are issued to establish a uniform framework for and implement the financial management of South West Petrovietnam Fertilizer and Chemicals Joint Stock Company, its subsidiaries, affiliates, and other enterprises established and operating in accordance with the law.

Article 2. Terms and Definitions

1. Unless the context specifies or requires otherwise, the following terms used in these Regulations shall have the meanings as follows:
 - a) Company/PSW: Refers to South West Petrovietnam Fertilizer and Chemicals Joint Stock Company, operating under the Enterprise Law, with legal status and independent economic accounting;
 - b) Company Charter: Refers to the Charter of South West Petrovietnam Fertilizer and Chemicals Joint Stock Company;
 - c) General Meeting of Shareholders: Refers to the General Meeting of Shareholders of South West Petrovietnam Fertilizer and Chemicals Joint Stock Company, the highest decision-making body of the Company, including all shareholders with voting rights (common shareholders, preferred voting shareholders, and other shareholders as stipulated by the Company Charter);
 - d) Employees: Refers to individuals who have entered into labor contracts with South West Petrovietnam Fertilizer and Chemicals Joint Stock Company;
 - e) Company Representative at Other Enterprises: Refers to individuals under the management of the Company, introduced by the Company for election/appointment or authorized in writing to exercise the rights and obligations of the Company as a shareholder or to control or manage enterprises in which the Company has invested, in accordance with the Charter of that enterprise and the Enterprise Law;
 - f) Subsidiary: Refers to a company where (i) PSW owns more than 50% of the charter capital or total common shares of that company; or (ii) PSW has the direct or indirect right to appoint the majority or all members of the Board of Directors, Director, or General Director of that company; or (iii) PSW has the right to amend, supplement the Charter or decide on other important matters of that company as prescribed by law and the Charter of that company;
 - g) Affiliate: Refers to a company in which PSW holds shares, capital contributions below the controlling level and is not controlled by PSW, bound by rights and obligations with PSW according to the capital contribution ratio or according to agreements and contracts signed between the company and PSW. PSW's affiliate is organized in the form of a joint stock company, a limited liability company with

two or more members, a company operating abroad, and other types as prescribed by law.

2. Other terms not mentioned in this Article and defined in the Charter or Governance Regulations of the Company, when used in these Regulations, shall be understood as defined in the Charter or Governance Regulations of the Company.

Article 3. Scope and Subjects of Application

1. Scope of Application: These Regulations apply to the financial management of South West Petrovietnam Fertilizer and Chemicals Joint Stock Company.
2. Applicable Entities: Board of Directors, Director, Chief Accountant, Company Representative at other enterprises, and all groups and individuals involved in the Company's financial management.

Article 4. General Principles

1. In financial activities, the Company must comply with the provisions of these Regulations, current legal regulations, the Company Charter, and other Company regulations.
2. The Company is subject to inspection and supervision by State management agencies, the General Meeting of Shareholders, the Board of Directors, the Supervisory Board, and other organizations and individuals as prescribed by law, the Company Charter, and these Regulations.

Article 5. Fiscal Year and Accounting Currency

1. The Company's fiscal year begins on January 1 and ends on December 31 of the same calendar year.
2. The currency used in the Company's accounting is the Vietnamese Dong (VND). All economic and financial transactions arising in foreign currency must be converted to VND for accounting purposes, while also tracking the original foreign currency in the accounting records.

Article 6. Financial Management Rights of the Company

1. Utilize capital to serve production and business needs on the principle of capital preservation and development.
2. Sell, lease, or liquidate assets that are damaged, technologically obsolete, not needed, unusable, or inefficiently used to recover capital.
3. Decide and distribute profits in accordance with the Company Charter and these Regulations.
4. Decide on borrowing and lending capital to other organizations or individuals as prescribed by law; pledge or mortgage assets, and the value of land use rights under the Company's management in accordance with legal regulations.
5. Utilize foreign currency obtained to serve production and business needs in accordance with the current foreign exchange management regime of the State.
6. Other rights as prescribed by law and the Company Charter.

Article 7. Financial Management Obligations of the Company

1. Comply with regulations on capital management, asset management, fund allocation, accounting, statistics, auditing, and other regimes as prescribed by law and the Company Charter; be responsible for the accuracy of financial statements.
2. Preserve and develop capital.
3. Manage accounts payable and receivable recorded in the Company's balance sheet.
4. Publicly disclose information and financial statements as prescribed by the Company Charter and current regulations for listed units trading on the stock exchange.
5. Fulfill tax obligations and other payments to the State budget as prescribed by law.
6. Fulfill other obligations as prescribed by law and the Company Charter.

Chapter II

CAPITAL, MANAGEMENT, AND USE OF CAPITAL

Article 8. Company's Capital

1. The Company's capital includes charter capital, mobilized capital, accumulated capital, and other types of capital as prescribed by law and the Company Charter.
2. The Company is responsible for organizing accounting and separately tracking each source of capital in accordance with current regulations.

Article 9. Management and Use of Capital

1. The Board of Directors and the Company's Director are authorized to manage and flexibly utilize the entire capital contribution of shareholders and other lawful capital sources for business activities in accordance with the Company Charter and current legal regulations, with the objective of generating profit. They are also accountable to the General Meeting of Shareholders for the preservation and development of capital, the efficiency of capital utilization, and ensuring the rights of parties related to the Company, such as creditors, customers, and employees, according to the contracts concluded.
2. In the event that the Company temporarily uses idle funds from the funds managed by the Company for investment and production and business activities, the Company must ensure sufficient resources for these funds when needed. The use of capital and funds for investment and construction must comply with legal regulations.
3. The Company is responsible for preserving capital within the Company through measures in accordance with current state regulations and laws on financial management and management of investment capital outside the Company, including the following measures:
 - a) Strictly implementing the regime of capital and asset management, profit distribution, other financial management regimes, and accounting regimes as prescribed by the State and law;
 - b) Purchasing asset insurance in accordance with legal regulations;
 - c) Timely handling of asset value losses, unrecoverable debts, and provisioning for risks as per current regulations, including:

- Provision for inventory devaluation;
- Provision for doubtful debts;
- Provision for devaluation of long-term financial investments;
- Provision for warranty of products, goods, and construction works;
- Other provisions as prescribed by law.

d) Other measures for capital preservation of the Company as prescribed by law.

Article 10. Capital raising

1. The Company is entitled to mobilize capital from all organizations and individuals both domestically and internationally to serve the Company's business and investment activities, with forms and procedures for capital raising in compliance with legal regulations.
2. Principles of capital raising:
 - a) The Company's capital raising must align with the medium and long-term development investment strategy, production and business plans, and annual investment plans of the Company;
 - b) The capital raising plan must ensure the ability to repay debts;
 - c) The person approving the capital raising plan must be responsible for supervising and ensuring that the mobilized capital is used for the intended purpose and effectively;
 - d) The mobilization of capital from organizations and individuals both domestically and internationally must ensure the effective use of mobilized capital, and full repayment of principal and interest to creditors as committed;
 - e) The mobilization of capital from foreign individuals and organizations shall be conducted in accordance with the Government's regulations on foreign debt management;
 - f) The mobilization of capital in the form of corporate bond issuance shall be conducted in accordance with legal regulations;
3. The authority to decide on capital raising in the form of issuing additional shares, issuing bonds, and warrants is as stipulated in the Company Charter and as authorized and delegated by the General Meeting of Shareholders and the Board of Directors.
4. Authority for capital raising in the form of loans from economic organizations and individuals both domestically and internationally:
 - a) Board of Directors:
 - The Board of Directors decides on the capital raising plan for each project as stipulated in the Company Charter;
 - For loan agreements entered into between the Company and Related Parties as stipulated in Article 167 of the 2020 Enterprise Law: with a value less than 35% of the Company's total asset value as recorded in the most recent financial statements. In this case, the Director signing the loan agreement must notify the members of the Board of Directors and the Supervisory Board about the related parties to the loan agreement and attach the draft contract. The Board of Directors shall decide on the approval of the loan agreement within five days

from the date of receiving the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have voting rights.

- For loan agreements entered into between the Company and other parties: with a value equal to or greater than 35% of the Company's total asset value as recorded in the most recent financial statements.

b) Director:

- The Board of Directors delegates the authority to the Director to enter into loan agreements with other parties with a value less than 35% of the Company's total asset value as recorded in the most recent financial statements.

c) In the case of raising loans from foreign organizations or individuals, the Board of Directors shall report to the General Meeting of Shareholders for consideration and approval.

Article 11. Investment of Capital Outside the Company

1. The Company is entitled to use capital and assets under its management to invest outside the Company in accordance with the law, consistent with the Company's strategy, planning, and development plan, ensuring the principles of efficiency, capital preservation, and development, without affecting the Company's operational objectives. Investments outside the Company related to land must comply with legal regulations on land.
2. The Company is not permitted to contribute capital to purchase shares in banks, insurance companies, securities companies, venture capital funds, securities investment funds, or securities investment companies.
3. The Company is not permitted to invest or contribute capital with other enterprises where the representative of the Company at such enterprise is the spouse, biological or adoptive father, biological or adoptive mother, biological or adopted child, biological brother, biological sister, brother-in-law, or sister-in-law of the Chairman or a member of the Board of Directors, a Controller, the Director, Deputy Director, or Chief Accountant of the Company.
4. The Company shall not entrust capital investment into other enterprises in any form.
5. Forms of Investment Outside the Company:
 - a) Contributing capital, purchasing shares to establish a joint stock company, limited liability company, contributing capital to business cooperation contracts without forming a new legal entity;
 - b) Purchasing shares or contributing capital in existing joint stock companies or limited liability companies;
 - c) Acquiring another company;
 - d) Purchasing government bonds or corporate bonds to earn interest;
 - e) Other forms of investment as prescribed by law.
6. Authority to Decide on Forms and Projects of Capital Investment Outside the Company:
 - a) For forms of purchasing bonds, government bonds, and contributing capital to business cooperation without forming an enterprise: Based on the annually

approved business and investment plan, the Director is authorized to decide on investments in accordance with current legal regulations, except for cases under the authority of the General Meeting of Shareholders or the Board of Directors as stipulated in the Company Charter.

- b) For forms of investment in contributing capital to establish subsidiaries, contributing capital to establish enterprises, acquiring enterprises, purchasing shares, or acquiring capital contributions in other enterprises:
 - The General Meeting of Shareholders shall decide on the investment in capital contribution for projects with a total investment level as stipulated in the Company Charter and contracts, transactions under the authority of the General Meeting of Shareholders pursuant to Article 167 of the Enterprise Law 2020;
 - The Board of Directors shall decide on capital contributions for other projects not under the authority of the General Meeting of Shareholders.
- c) For other forms of investment, the Director shall submit to the Board of Directors for decision/submission to the General Meeting of Shareholders for consideration and approval according to their authority.

Article 12. Transfer of the Company's Capital in Other Enterprises

1. The Company may transfer part or all of its invested capital in other enterprises.
2. Depending on the form of capital contribution, the Company is entitled to transfer financial investments in accordance with the law, the charter of the company in which the Company has contributed capital, and commitments in joint venture and association contracts of the parties.
3. The transfer of investments in other enterprises shall be conducted in accordance with the Enterprise Law, Securities Law, and current legal regulations, ensuring the following principles:
 - a) Compliance with legal regulations on enterprises, securities, and other relevant laws;
 - b) Fully reflecting the actual value of the enterprise, including the value of land use rights as prescribed by land law;
 - c) Ensuring market principles, openness, and transparency.
4. The determination of the starting price for the Company's capital before organizing a public auction or agreement shall be conducted through an organization with the function of price appraisal in accordance with the law on price appraisal, ensuring the full determination of the actual value of the Company's capital in the enterprise, including the value created by the value of land use rights granted or legally transferred according to land law and the value of intellectual property rights (if any) of the enterprise as prescribed by law at the time of capital transfer.
5. The method and price of transfer: To be implemented in accordance with legal regulations.
6. Proceeds from the partial or entire sale of remaining investment capital in limited liability companies, joint-stock companies converted from member companies or units under a single-member limited liability company (according to the decision on restructuring, equitization of state-owned enterprises, initially granted business

license), non-refundable deposits to investors... shall be accounted for in accordance with current accounting regulations.

7. The authority to decide on the transfer of capital in other enterprises shall be exercised according to the authority to decide on external capital investment as stipulated in Clause 6, Article 11 of these Regulations.
8. The transfer price of investments shall follow the principle of market price but not lower than the book value recorded in the Company's accounting books.
9. In cases where the transfer price of external investment capital is lower than the book value recorded in the Company's accounting books (after offsetting the provision for investment capital loss as prescribed), the Board of Directors shall submit to the General Meeting of Shareholders for consideration and decision in accordance with the law.

Article 13. Management of Liabilities

1. Contents of liability management work:
 - a) Maintain comprehensive records of all liabilities, including payable interest and guarantee/assurance commitments of the Company for each relevant counterparty. Settle liabilities in accordance with the committed deadlines.
 - b) Regularly review, assess, and analyze the Company's debt repayment capacity, promptly identify difficulties in debt repayment to implement timely remedial measures, and prevent overdue debts exceeding six months.
 - c) Develop a debt repayment plan and balance cash flow to ensure sources for debt repayment.
 - d) Conduct inventory and reconciliation of debts with creditors, while evaluating and classifying debts according to current regulations to promptly identify overdue debts, analyze the causes, and implement timely solutions.
 - e) Account for foreign exchange differences related to foreign currency-denominated payables in accordance with State regulations.
 - f) Handling of outstanding payables:
 - The handling of outstanding payables includes: tax debts and obligations to the state budget, loans from credit institutions, guaranteed debts, social insurance debts, etc., in accordance with current State regulations on handling outstanding debts.
 - Payables without a recipient shall be accounted for as other income.
 - The Company's Chief Accountant is responsible for implementing the aforementioned debt management activities and reporting to the Director periodically or upon request.
 - The Director is responsible for organizing the management of payables and deciding on measures to handle outstanding debts.
2. In cases where management leads to unpayable debts, the relevant organizations and individuals must be held accountable and dealt with according to the Company's regulations, depending on the nature and severity of the violation.
3. The Director shall develop and submit the Company's Debt Management Regulations to the Board of Directors for approval.

Chapter III

MANAGEMENT AND UTILIZATION OF ASSETS

Article 14. Company's Assets

1. The Company's assets are formed from the capital contributions of shareholders investing in the Company, loans, and other lawful sources directly managed and utilized by the Company. The Company's assets include short-term and long-term assets of the Company and its dependent accounting units.
2. The Company has the right to pledge, mortgage, lease, transfer, liquidate assets owned by the Company, and alter the asset structure to serve legitimate business operations in accordance with internal regulations and current laws.
3. The Director and supporting departments must establish procedures to clearly define the responsibilities of each stage in asset management; organize accounting to fully and promptly reflect all asset changes; and conduct inventory periodically or as required by the Board of Directors and competent authorities.

Article 15. Investment, Procurement, Management, and Utilization of Fixed Assets

1. The Company's fixed assets include tangible and intangible fixed assets, finance-leased fixed assets, and construction in progress. The criteria for determining fixed assets are implemented according to the Ministry of Finance's regulations.
2. Authority to decide on investment, construction, and procurement projects for the Company's fixed assets:
 - a) The Board of Directors decides on investment projects with a total investment below the limit specified in the Company Charter. For projects exceeding the aforementioned limit, the Board of Directors reports to the General Meeting of Shareholders for consideration and decision.
 - b) In specific cases, the Board of Directors delegates to the Director the authority to decide on investment projects, construction, and procurement of fixed assets within the decision-making authority of the Board of Directors.
3. The procedures for investment, construction, and procurement of fixed assets shall be conducted in accordance with legal regulations.
4. Depreciation of Fixed Assets:
 - a) Principles of Depreciation: All fixed assets of the Company used for business operations must be depreciated as prescribed, except for the following assets:
 - Fixed assets that have been fully depreciated but are still in use for business operations;
 - Fixed assets not yet fully depreciated that are lost;
 - Other fixed assets managed by the Company but not owned by the Company (excluding finance-leased fixed assets);
 - Fixed assets not managed, monitored, or recorded in the Company's accounting books;
 - Fixed assets used in welfare activities for employees (excluding fixed assets serving employees working at the Company such as: mid-shift rest houses, mid-shift canteens, changing rooms, restrooms, clean water tanks, parking lots,

medical rooms or stations for medical examination and treatment, employee transport vehicles, training and vocational facilities, employee housing invested and constructed by the Company);

- Fixed assets from non-refundable aid after being handed over to the Company by the competent authority for scientific research purposes;
- Intangible fixed assets are long-term land use rights with land use fees paid or legally transferred long-term land use rights.

b) The Company implements the management, use, and depreciation schedule of fixed assets as guided by the Ministry of Finance.

Article 16. Leasing, Mortgaging, and Pledging of Assets

1. The Company is entitled to lease, mortgage, and pledge assets based on the principles of efficiency, capital preservation, and development in accordance with legal regulations.
2. The Board of Directors decides on asset mortgage contracts with values stipulated in the Company Charter. In specific cases, the Board of Directors delegates to the Director the authority to decide on asset mortgage contracts within the Board's authority. For asset mortgages exceeding the aforementioned delegation, the Board of Directors submits to the General Meeting of Shareholders for decision.
3. The authority to decide on the use of the Company's assets for leasing or as collateral for borrowings by way of mortgage or pledge shall be implemented as per the authority to mobilize capital stipulated in Clause 4, Article 10 of this Regulation.
4. The use of assets for leasing, mortgaging, and pledging must comply with the Civil Code and other relevant legal regulations.

Article 17. Liquidation and Sale of Fixed Assets

1. The Company is entitled to proactively carry out the sale and liquidation of damaged, obsolete, unused, or inefficient assets to recover capital. The liquidation and sale of assets attached to land must comply with legal regulations on land.
2. The authority to decide on the liquidation and sale of assets: The Board of Directors decides on the plans for liquidation and sale of assets as stipulated in the Enterprise Law 2020 and the Company Charter. Depending on specific cases, the Board of Directors authorizes or delegates to the Director the authority to decide on the procedures for liquidation and sale of assets within the decision-making authority of the Board of Directors.
3. The method of asset liquidation and transfer: The liquidation and transfer of assets shall be conducted through auction by an organization authorized to auction assets or organized by the Company itself in a transparent manner in accordance with the procedures and regulations prescribed by law.

Article 18. Cash Management

1. Cash Management:
 - a) Cash funds in foreign currency shall be managed and utilized in accordance with the prevailing regulations of the State and laws on foreign exchange management;
 - b) The Director shall prepare and submit to the Board of Directors for issuance the regulations on the cash fund limit at the Company within the Regulations on the

Management and Utilization of Cash Funds for implementation. Any amount exceeding the cash fund limit must be deposited into the Company's accounts at banks or credit institutions;

- c) The use of the Company's cash for loans to individuals or organizations not intended for the Company's business activities is strictly prohibited.
 - d) Periodically (end of quarter, end of year) or unexpectedly, the Company shall conduct an inventory of the cash fund at the Company. The cash fund inventory shall be conducted in accordance with regulations: Preparing an inventory record and obtaining the signatures of the Director, Chief Accountant, payment accountant, and treasurer. Any discrepancies arising during the inventory process must be handled as follows: All discrepancies must be identified for their cause. If due to the subjective fault of an individual, that individual shall be responsible for compensating for the damage and may be subject to legal action depending on the severity. The specific compensation level shall be determined by the Company's Director but shall not be lower than the damage caused by the individual;
 - e) The inventory record must be retained in the accounting cash document files.
2. Bank Deposit Management:
- a) All payment procedures through banks must be conducted in accordance with the regulations of the banks and the State;
 - b) Periodically (quarterly, annually), the Company must organize the reconciliation and confirmation of bank deposit balances at banks and credit institutions to detect errors, mistakes, and promptly adjust any discrepancies (if any);
 - c) The Director shall base the selection of credit institutions on the evaluation criteria set forth in the Regulations on the Management and Utilization of Cash Funds to choose credit institutions that meet the basic criteria as a basis for depositing idle funds, ensuring the safety of deposits;
3. Short-term Investment of Idle Funds: Based on the regulations in the Regulations on the Management and Utilization of Cash Funds, the Director shall decide on the form of term deposits at financial credit institutions for temporarily idle funds to enhance the efficiency of capital utilization, but must ensure the principle of safety, sufficient resources for debt payment due to customers, creditors, and related parties.
4. The Director is responsible for developing and submitting to the Board of Directors for issuance the Regulations on the Management and Utilization of Cash Funds of the Company.

Article 19. Management of the Company's Inventory

- 1. Inventory includes goods purchased by the Company for sale that remain in stock, raw materials, supplies, tools, equipment, spare parts, chemicals, catalysts in stock or in transit, work-in-progress during production, finished products not yet warehoused, finished goods in stock, and finished goods being consigned for sale.
- 2. The Company must maintain detailed inventory records for each type of goods, raw materials, tools, including those tools and supplies whose value has been fully allocated but which remain in use.
- 3. The Company is authorized to independently and responsibly handle inventory that is substandard, outdated, technically obsolete, stagnant, slow-moving, or expired, in

order to recover capital. The handling of inventory shall be conducted in accordance with the Company's relevant regulations and rules.

4. At the end of the accounting period, if the original cost of inventory recorded in the accounting books exceeds the net realizable value, the Company must make a provision for inventory devaluation as prescribed.

Article 20. Management of Accounts Receivable

1. The Director's responsibilities in managing accounts receivable include developing and issuing regulations on accounts receivable management, assigning and clearly defining the responsibilities of collectives and individuals in monitoring and recovering accounts receivable; deciding on compensation and disciplinary measures for collectives and individuals involved in the event of failure to fulfill assigned responsibilities, resulting in losses related to accounts receivable.
2. The Chief Accountant is responsible for accounting for accounts receivable in accordance with accounting standards and making provisions for doubtful debts as prescribed; reviewing and reconciling accounts receivable with debtors; classifying debts, identifying doubtful debts, uncollectible receivables, and determining the causes and responsibilities of individuals and collectives, reporting to the Director for resolution. Criteria for identifying doubtful debts and uncollectible receivables shall follow the guidelines of the Ministry of Finance.
3. The Director/Head of the unit, in charge of accounting at branches, representative offices, and other dependent accounting units of the Company, is responsible for managing and monitoring accounts receivable arising at their unit in accordance with the contents of these regulations.
4. The Director is authorized to propose the sale of accounts receivable in accordance with the law, including both current and doubtful receivables, to recover capital as prescribed by law.
5. The Director is accountable to the Board of Directors for accounts receivable.
6. The Director shall develop and submit the Company's Debt Management Regulations to the Board of Directors for approval.

Article 21. Foreign Exchange Differences

In the course of business operations, including investment in construction to form the Company's assets, foreign exchange differences arising from the settlement of monetary items denominated in foreign currencies and the revaluation of monetary items denominated in foreign currencies at the end of the fiscal year shall be handled in accordance with the regulations of the Ministry of Finance and relevant legal provisions.

Article 22. Asset Inventory

1. The Company shall organize periodic inventories at the end of the fiscal year or on an ad-hoc basis: determining the quantity of assets (fixed assets and long-term investments, current assets and short-term investments), reconciling accounts payable and receivable when closing the accounting books to prepare financial statements as prescribed.
2. The Company shall conduct inventories when implementing decisions on division, separation, merger, consolidation, ownership conversion, after natural disasters or

calamities; or for any reason causing changes in the Company's assets, or at the request of competent State agencies, or at the request of shareholders as stipulated in the Company Charter.

3. Upon completion of the inventory, the Company shall prepare minutes, reconcile and compare with accounting records, determine the value of surplus or deficient assets or assets that have suffered losses; clarify the causes and responsibilities of individuals and collectives involved, and determine the level of material compensation as prescribed.

Article 23. Handling of Asset Losses

1. Asset losses refer to assets that are lost, deficient, damaged, degraded, outdated in design, technologically obsolete, or in excess inventory during periodic and ad-hoc inventories.
2. The company must determine the value of the loss, the cause, responsibility, and handle it as follows:
 - a) If the cause is subjective from the collective or individuals, the person causing the loss must compensate according to legal regulations. The Director shall decide the compensation amount in accordance with the law and shall be responsible for their decision;
 - b) If the asset is insured and a loss occurs, it shall be handled according to the insurance contract;
 - c) The value of the asset loss, after being offset by compensation from individuals, collectives, or insurance organizations, any remaining shortfall shall be recognized as production and business expenses for the period in accordance with legal regulations. In cases where compensation cannot be immediately determined in the accounting period when the asset loss occurs, it shall be recorded as other income for the accounting period when the compensation is determined;
 - d) In special cases of severe damage due to natural disasters or force majeure, where the company cannot independently remedy the situation, the Board of Directors shall develop a loss handling plan to be submitted to the General Meeting of Shareholders for consideration and decision on loss handling.
3. The company is responsible for promptly handling asset losses in accordance with current legal regulations. If asset losses are not addressed, the Board of Directors and the Director shall be accountable to shareholders as in the case of untruthful reporting of the Company's financial position.

Article 24. Revaluation of Assets

1. The company shall revalue assets in the following cases:
 - a) As decided by a competent state authority;
 - b) Upon conversion of company ownership;
 - c) When using assets for investment outside the company;
 - d) Other cases as prescribed by law.
2. The revaluation of assets must comply with legal regulations. Any increase or decrease in asset value due to revaluation shall be accounted for in accordance with legal regulations for each specific case.

Chapter IV

MANAGEMENT OF REVENUE AND EXPENSES

Article 25. Revenue and Other Income of the Company

1. The company's revenue and other income include: revenue from business operations, financial activities, and other income generated by the company.
2. Details of the company's revenue and other income:
 - a) Revenue from the sale of all products (fertilizers, chemicals, etc.) of the company;
 - b) Revenue from other business operations of the company;
 - c) Revenue from financial activities:
 - Interest from lending capital, deposit interest, interest from deferred sales, installment sales, and discounts received;
 - Exchange rate gains from foreign currency sales, foreign exchange rate differences;
 - Capital transfer gains, dividends, and profits shared from investments in subsidiaries, associates, and external investments;
 - Other financial revenue.
 - d) Other income includes:
 - Proceeds from the liquidation and sale of fixed assets;
 - Insurance compensation received, liabilities written off due to untraceable creditors, fines collected from customers for contract violations;
 - Other income recognized in accordance with applicable regulations.
3. All revenue and other income of the Company must be fully documented in accordance with legal regulations and comprehensively reflected in the Company's accounting books in accordance with the current enterprise accounting regime.
4. The Company's revenue and other income are determined in Vietnamese Dong; in cases of collection or expenditure in foreign currency, conversion to Vietnamese Dong must be in accordance with current legal regulations.
5. The determination of revenue and income for the purpose of tax obligations and other financial obligations of the Company shall be conducted in accordance with tax laws and other relevant legal provisions.

Article 26. Expenses and Expense Management of the Company

1. The Company's expenses include production and business operation expenses, financial expenses, and other expenses of the Company.
2. Production and business operation expenses:
 - a) Expenses for raw materials, fuel, power, semi-finished products, outsourced services (calculated based on actual consumption and actual cost), allocation of tools and labor instruments, fixed asset repair expenses, allocation of major fixed asset repair expenses, expenses for outsourced warehousing services;
 - b) Depreciation expenses for fixed assets calculated in accordance with the current financial regime;

- c) Salaries and salary-related expenses payable to employees as decided by the Board of Directors, in line with the Production and Business Plan approved by the General Meeting of Shareholders;
- d) Social insurance, occupational disease insurance, unemployment insurance, health insurance, and trade union contributions for employees that the Company must pay in accordance with regulations;
- e) Expenses for transactions, brokerage, hospitality, marketing, trade promotion, advertising, and meetings calculated based on actual expenses incurred in accordance with the Corporate Income Tax Law;
- f) Contributions to voluntary pension funds, social welfare funds, purchase of voluntary pension insurance, life insurance, non-life insurance, and health insurance for employees. The level of expenditure and conditions for expenditure are decided by the Board of Directors depending on the actual situation of the Company;
- g) Expenditures for the implementation of national defense and security education tasks, training, activities of the militia and self-defense forces, and other national defense and security tasks in accordance with legal regulations;
- h) Expenses for outsourced services for company security and safety;
- i) Welfare-related expenses paid directly to employees for which the Company has invoices and documents in accordance with regulations;
- j) Bonuses for initiatives, productivity improvement, material savings, safety, completion of production and business plan, and collective or individual achievements, with specific conditions and bonus levels stipulated in the Company's internal regulations or the Collective Labor Agreement;
- k) Meeting and conference expenses in accordance with legal regulations;
- l) Other outsourced service expenses in accordance with legal regulations;
- m) Other cash expenses include: resource taxes, land taxes, license taxes; land rental, non-agricultural land use taxes, environmental protection taxes, and other state budget obligations, severance and job loss allowances for employees, management capacity enhancement training, employee skill training; expenses for healthcare, scientific research, technological innovation research; allowances for participation in fire prevention and fighting drills; safety and hygiene allowances; maritime allowances, costs for expert consultation, advisory fees, expenses for female employees, environmental protection activities, meal allowances for employees, work attire expenses, expenses for Party and union activities (expenses beyond the budget of Party and union organizations as regulated) and other cash expenses;
- n) The actual value of lost assets, uncollectible receivables as prescribed;
- o) The value of provisions for inventory devaluation, provisions for doubtful debts, provisions for financial investment losses, foreign exchange differences on long-term foreign currency loans;
- p) Social welfare expenses: support for healthcare, education, natural disasters, building gratitude houses, and other expenses as prescribed by law and the Company;

- q) Other expenses include expenses not deductible when determining taxable corporate income such as: community relations expenses, cultural and social activities; support for associations, external agencies, and other support expenses;
 - r) Other expenses as prescribed by law.
3. Financial expenses include:
- a) Expenses related to investments outside the company (including expenses that capital-contributing parties must bear themselves, including losses shared from invested enterprises);
 - b) Loan interest expenses;
 - c) Losses from foreign exchange differences, payment discounts granted to buyers;
 - d) Provisions for devaluation of long-term investments;
 - e) Other financial expenses as prescribed.
4. Other expenses include:
- a) Expenses for the transfer and liquidation of fixed assets, including the remaining value of fixed assets upon liquidation or transfer;
 - b) Expenses for recovering written-off debts;
 - c) Expenses for penalties due to contract violations after deducting any liability settlements (if any);
 - d) Other expenses as prescribed.
5. Do not include in business production expenses the following items already covered by other sources:
- a) Expenses for the procurement, construction, and installation of tangible and intangible fixed assets;
 - b) Loan interest expenses included in investment and construction costs;
6. Company cost management: The management of the Company's costs is carried out in accordance with current regulations applicable to enterprises and the following provisions:
- a) The Company Director shall establish economic-technical norms suitable to the economic-technical characteristics, business sector, management organization model, and equipment level as a basis for operating production and managing the Company's costs, to be submitted to the Board of Directors for approval;
 - b) If necessary, the Director shall organize an analysis of production and business costs, cost of goods sold, and product costs of the Company to identify weak management areas and factors increasing costs, cost of goods sold, and product costs to promptly address them. Report the results to the Board of Directors.
 - c) Based on the labor staffing plan and the annual business performance results, the Director shall develop the planned salary fund for submission to the Board of Directors for approval.
7. The Company must accurately and fully account for production and business operation costs, independently cover all expenses with the Company's revenue, and bear responsibility for the business performance results.

Chapter V

PROFIT, PROFIT DISTRIBUTION, AND UTILIZATION OF FUNDS

Article 27. Realized Profit

1. The Company determines realized profit quarterly and annually in accordance with State regulations. The Company's realized profit is derived directly from its production and business operations, profit shared from the Company's capital investment activities, and other income as prescribed.
2. Profit directly arising from production and business operations includes:
 - a) The difference between revenue from the sale of goods and services and the total cost of all products, goods, or consumption expenses during the period;
 - b) The difference between revenue from financial activities and financial operation expenses incurred during the period;
 - c) Other operating profit is the difference between income from other activities and other operating expenses incurred during the period.

Article 28. Profit Distribution

The Company's profit, after offsetting previous years' losses in accordance with the Corporate Income Tax Law and paying corporate income tax, shall be distributed in the following order:

1. Profit distribution to affiliated capital-contributing parties as stipulated in the signed economic contract (if any).
2. The remaining profit, the Board of Directors reports to the General Meeting of Shareholders for approval of profit distribution:
 - a) Allocation to the investment and development fund;
 - b) Allocation to the reward and welfare fund;
 - c) Allocation to the fund for resolving employee policy regimes during company restructuring;
 - d) Allocation to other funds in accordance with legal regulations;
 - e) Distribution of dividends to shareholders.

Article 29. Management and Utilization of Funds

1. General Principles:
 - a) The utilization of funds as stipulated in points a, b, c, d of Clause 2, Article 28 must be conducted publicly in accordance with State regulations;
 - b) The Company may only disburse the reward and welfare funds after settling all due debts and other financial obligations;
 - c) The utilization of the Company's funds must be for the correct purpose and target:
 - The Director shall develop, issue, and submit to the Board of Directors the regulations on fund management and utilization in accordance with the law for application within the Company; ensuring democracy, transparency, and openness within the Company before implementation.

- During the fiscal year, the Company shall proactively make provisional allocations to the funds based on profitable business results and after paying corporate income tax as prescribed to have a source for fund utilization according to the stipulated purpose.
2. Management and Utilization of Funds:
- a) The investment and development fund shall be used to implement the Company's development investment projects and to supplement the Company's charter capital.
 - b) The reward fund shall be used for:
 - Year-end bonuses, regular or extraordinary bonuses, and bonuses in accordance with the laws on emulation and commendation for employees within the Company.
 - Bonuses for individuals and units outside the Company who have significantly contributed to the Company's business activities and management.
 - The standards, bonus levels, and authority to decide on commendations are stipulated in the Company's Regulations on Salary, Bonus, and Distribution of the Reward and Welfare Fund.
 - c) The Welfare Fund shall be used for:
 - Investing in the construction or repair of the Company's welfare facilities;
 - Funding welfare activities for the collective employees of the Company, including the Company's management: Chairperson, members of the Board of Directors, Head and members of the Supervisory Board, Director, Deputy Director, Chief Accountant.
 - Contributing a portion of capital to invest in the construction of common welfare facilities within the industry or with other units under contract.
 - Utilizing a portion of the welfare fund to provide assistance to organizations and individuals outside the Company facing difficulties; families of employees who died while working at the Company and its predecessor units.
 - The standards, expenditure levels, and decision-making authority are stipulated in the Company's Regulations on Salary, Bonus, and Distribution of the Reward and Welfare Fund/Collective Labor Agreement and Employee Policy.

Chapter VI

FINANCIAL PLAN, ACCOUNTING REGIME, STATISTICS, AUDIT, AND REPORTING

Article 30. Production and Business Plan

1. The Company develops a production and business plan, medium and long-term financial plan in line with the strategic orientation and business production development plan approved by the General Meeting of Shareholders.
2. Before October 31 each year, the Director submits the Company's production and business plan for the following year to the Board of Directors for review and approval.

Article 31. Accounting, Statistics, Audit Regime

1. The Company applies the enterprise accounting regime issued by the Ministry of Finance, maintains accounting records in Vietnamese, and economic activities are reflected in Vietnamese Dong.
2. Accounting documents (including data in accounting software) of the Company must be accurate, systematically updated, and sufficient to prove and explain the Company's transactions. The storage of accounting documents and records is in accordance with the law.
3. The provision of information, documents, and accounting records outside the enterprise is only carried out with the consent of the Director or as prescribed by law.
4. The Chief Accountant is responsible for organizing the Company's accounting work according to the State's accounting regime and standards, and is accountable to the Board of Directors and the Director for all accounting work of the Company.
5. The Company does not organize an internal audit department; internal inspection and control are carried out according to regulations and through the internal audit activities of the Corporation.
6. The Company's financial statements must be audited by an independent audit firm included in the list of audit firms approved by the General Meeting of Shareholders.

Article 32. Financial and Management Reporting

1. At the end of the accounting period, the Company must prepare statistical reports and financial statements in accordance with the law and the Company Charter.
2. The Company's financial statements and other supplementary reports and documents are prepared in compliance with accounting standards and current regulations. The financial statements are submitted to regulatory agencies and relevant entities as per current regulations;
3. The management report is prepared and submitted to the Board of Directors/Director on an annual, quarterly, monthly, or ad-hoc basis to facilitate the Company's management.

Chapter VII

FINANCIAL RELATIONSHIPS AND INVESTMENT CAPITAL MANAGEMENT BETWEEN THE COMPANY AND OTHER ENTERPRISES WITH COMPANY INVESTMENT

Article 33. Financial relationships between the Company and other enterprises with Company investment

1. The Company exercises the rights, obligations, and responsibilities of a shareholder or joint venture member, or capital contributor through the Company's representative at these companies in accordance with the Company Charter and legal regulations.
2. The economic relationships between the Company and other enterprises with Company investment are conducted through economic contracts.

Article 34. General principles for managing investment capital in other enterprises

1. The Company exercises the rights and responsibilities of a capital owner with the investment capital in other enterprises in accordance with legal regulations. The management of capital in other enterprises is conducted through the exercise of the Company's rights and obligations as a capital owner, shareholder, or capital contributor; and through appointing a representative for the Company's capital portion in other enterprises.
2. The Director is responsible for organizing effective monitoring and management of the Company's external investment capital. The Director and the Company's capital contribution representative are responsible for quarterly and annual reporting to the Company's Board of Directors on the status and effectiveness of business operations in enterprises with Company capital contributions.

Article 35. Management of investment capital in other enterprises through a representative

The Company appoints a representative at enterprises with capital contributions to manage the capital portion, participate in management, administration, and supervision at those enterprises. The representative manages according to the rights and obligations of a representative as per the Company's regulations and relevant legal provisions.

Chapter VIII

POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS, DIRECTOR, AND CHIEF ACCOUNTANT IN FINANCIAL MANAGEMENT

Article 36. Powers of the Board of Directors

1. The Board of Directors performs the function of managing the Company, within its authority, is responsible for organizing, implementing, inspecting, and supervising the Company's financial activities.
2. Receive and be responsible for preserving and developing the capital entrusted by shareholders, accountable to shareholders for the Company's business results, ensuring the achievement of objectives assigned by the General Meeting of Shareholders to the Company. Develop plans and propose to the General Meeting of Shareholders for consideration and approval of increasing the Company's charter capital.

Submit to the General Meeting of Shareholders for approval policies on investments and construction, external investments, and contracts for the transfer or sale of assets exceeding the authority delegated to the Board of Directors; and develop plans for profit distribution, allocation, and utilization of funds for submission to the General Meeting of Shareholders for consideration and decision.

3. In addition to the authority stipulated in the aforementioned articles of these Regulations and the provisions of the Company's Charter on organization and operation, the Board of Directors shall decide on the following matters:
 - a) Issuance of internal regulations on the Company's financial management, cost norms, labor norms, labor productivity, and other standards;
 - b) Financial plan targets for the medium, long-term, and annual periods of the Company within 30 days from the date of approval by the competent authority;

- c) Appointment of representatives for capital investment in other enterprises;
- d) Approval of the Company's annual financial statements, the plan for the use of post-tax profits, and handling of losses after approval by the General Meeting of Shareholders; implementation of the disclosure and publication of annual financial statements as prescribed;
- e) Inspection and supervision of the Director in the use, preservation, and development of capital, fulfillment of obligations to the State, and achievement of objectives assigned to the Company in accordance with the law;
- f) Approval of the capital contribution plan of a single-member limited liability company wholly owned by the Company to establish new joint-stock companies and limited liability companies with two or more members;
- g) Decision or authorization for the Director to decide on joint venture capital contribution projects with foreign investors, overseas investment projects of member companies wholly owned by the Company, under the decision-making authority of the Board of Directors as prescribed by investment law;
- h) Decision on other matters as prescribed by law.

Article 37. Obligations and Responsibilities of Members of the Board of Directors

1. To perform honestly and responsibly the powers and duties assigned for the benefit of shareholders and the Company.
2. Not to exploit their position and authority to use the Company's capital and assets for personal gain for themselves, their family, and others.
3. Annually, to report fully, accurately, and honestly on the management and supervision of the Company's operations as prescribed; to promptly report on matters related to the Company's production and business situation as required by competent State authorities.
4. Other obligations and responsibilities as stipulated in the Charter and the law.

Article 38. Powers of the Director

1. The right to proactively and flexibly use all of the Company's capital and funds for the Company's business activities, except for funds mobilized for which the Company has committed a specific purpose; to bear responsibility and fulfill obligations for mobilized funds in accordance with the Charter and legal regulations.
2. To propose to the Board of Directors for submission to the General Meeting of Shareholders regarding adjustments to the Company's Charter Capital.
3. To decide on investment projects, external investment projects, borrowing plans, asset liquidation, and transfer plans according to the Board of Directors' delegation; to submit projects and plans exceeding authority to the Board of Directors for approval.
4. To develop and submit to the Board of Directors for decision the medium, long-term, and annual financial plans in line with the business plan; cost norms, labor norms, and other standards suitable to the Company's business conditions as a basis for operating the Company's business activities.

Article 39. Obligations and Responsibilities of the Director

1. To perform honestly and responsibly the powers and duties assigned for the benefit of shareholders and the Company.

2. Not to exploit their position and authority to use the Company's capital and assets for personal gain for themselves, their family, and others.
3. When the Company is unable to fulfill its debt obligations and asset liabilities, it must report to the Board of Directors, notify creditors, seek solutions to overcome the Company's financial difficulties, and refrain from increasing salaries or paying bonuses to employees and Company management. Failure to implement these measures resulting in damage to creditors shall incur personal liability for such damages.
4. Responsible to the Board of Directors for the preservation and development of the Company's capital.
5. Responsible for and obligated to manage the mobilized capital and other financial resources of the Company within the scope of authority.
6. Prepare and report the Company's financial statements to the Board of Directors, ensuring the accuracy and truthfulness of the financial data and other financial information.
7. Annually, the Director must submit a report on the Company's business performance to the Board of Directors.
8. Fulfill other obligations and responsibilities as prescribed by law.
9. In the event of a violation of the Company Charter, decisions beyond authority, misuse of position or authority causing damage to the Company and shareholders, compensation must be made in accordance with the law and the Company Charter.

Article 40. Powers of the Chief Accountant

1. Independent authority over accounting expertise and professional matters.
2. Provide written opinions to the legal representative regarding the recruitment, transfer, salary increase, commendation, and discipline of accountants, warehouse keepers, and treasurers.
3. Request relevant departments within the Company to provide complete and timely documentation related to accounting and financial supervision.
4. Reserve professional opinions in writing when differing from the decision-maker's opinion.

Article 41. Obligations and Responsibilities of the Chief Accountant

1. The Chief Accountant is subject to the leadership of the legal representative.
2. Responsible for assisting the legal representative in supervising the Company's finances.
3. Implement legal regulations on accounting and finance..
4. Organize and manage the accounting apparatus in accordance with legal regulations.
5. Prepare financial statements in compliance with accounting regimes and standards.
6. Report in writing to the legal representative upon discovering any violations of financial or accounting laws within the Company; if required to comply with the decision, report to the direct superior of the decision-maker and bear no responsibility for the consequences of executing that decision.

Chapter IX

IMPLEMENTATION AND ENFORCEMENT PROVISIONS

Article 42. Implementation

1. The Company Director and Chief Accountant are responsible for organizing the implementation of financial management and business accounting in accordance with the provisions of these Regulations and State regulations.

Article 43. Enforcement Provisions

1. These regulations comprise 9 Chapters and 43 Articles and shall take effect as per the promulgation decision. Should there be a need to supplement or amend this Regulation to align with practical circumstances and legal provisions, the Director shall submit it to the Board of Directors for consideration and decision.
2. In addition to the provisions of this financial regulation, the Company must comply with the current legal regulations on financial management and accounting.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRPERSON

