
INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

BINH THUAN HIGH QUALITY PLASTIC JOINT STOCK COMPANY

First issued pursuant to Resolution of the General Meeting of Shareholders No. 02-10/2024/NQ-DHDCD dated October 15, 2024 and amended and supplemented for the first time pursuant to Resolution of the General Meeting of Shareholders No. 12-09/2026/NQ-BQP dated September 26, 2026

TABLE OF CONTENTS

Article 1.	Scope of governance and applicable subjects	2
Article 2.	General Meeting Of Shareholders	3
Article 3.	Board of Directors	6
Article 4.	Director	10
Article 5.	Other Activities	11
Article 6.	Effectiveness	14

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
BINH THUAN HIGH QUALITY PLASTIC JOINT STOCK COMPANY

First issued pursuant to Resolution of the General Meeting of Shareholders No. 02-10/2024/NQ-BQP dated October 15, 2024 and amended and supplemented for the first time pursuant to Resolution of the General Meeting of Shareholders No. 12-09/2026/NQ-BQP dated September 26, 2026

- Pursuant to the Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its amendments and supplements from time to time;
- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amendments and supplements from time to time;
- 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 and its amendments and supplements from time to time;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance providing guidance on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and its amendments and supplements from time to time;
- Pursuant to the Charter of Organization and Operation of Binh Thuan High Quality Plastic Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 12-09/2026/NQ-BQP dated September 26, 2026

The Board of Directors hereby promulgates the Internal Regulations on Corporate Governance of Binh Thuan High Quality Plastic Joint Stock Company

The Internal Regulations on Corporate Governance of Binh Thuan High Quality Plastic Joint Stock Company consist of the following contents:

Article 1. Scope of governance and applicable subjects

1. Scope of Governance: These Internal Regulations on Corporate Governance set forth the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors, and the Director; the order and procedures for convening and conducting meetings of the General Meeting of Shareholders; the nomination, self-nomination, election, dismissal and removal of members of the Board of Directors and the Director; and other matters as prescribed in the Company's Charter and applicable laws and regulations.
2. Applicable Subjects: These Regulations shall apply to members of the Board of Directors, the Director, and related persons.
3. Interpretation of Terms and Abbreviations:
 - a. "**Company**" means Binh Thuan High Quality Plastic Joint Stock Company;
 - b. "**Law on Enterprises**" means the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements from time to time;

- c. "**Law on Securities**" means the Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements from time to time;
- d. "**Decree No. 155/2020/ND-CP**" means Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020 detailing the implementation of a number of articles of the Law on Securities, and its amendments and supplements from time to time;
- e. "**Company Charter**" means the Charter of Organization and Operation of Binh Thuan High Quality Plastic Joint Stock Company;
- f. "**Executive Officer**" means the Director, Deputy Director(s), Chief Accountant, and other executive officers as prescribed in the Company's Charter;
- g. "**Manager**" means a manager of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the Director, and other individuals holding managerial positions as prescribed in the Company's Charter;
- h. "**Related Person**" means any individual or organization as defined in Clause 46, Article 4 of the Law on Securities;
- i. Terms defined in the Charter of Organization and Operation of Binh Thuan High Quality Plastic Joint Stock Company shall have the same meanings when used in these Regulations, unless otherwise defined in this Article. References to any provision of law or legal document shall include any amendments, supplements or replacement documents thereto.

Article 2. General Meeting Of Shareholders

- 1. The roles, rights and obligations of the General Meeting of Shareholders are prescribed in Article 14 and Article 15 of the Company's Charter.**
- 2. The order and procedures for convening the General Meeting of Shareholders and adopting resolutions by voting at a meeting of the General Meeting of Shareholders shall include the following principal contents:**
 - a. The authority to convene the General Meeting of Shareholders is prescribed in Clauses 2, Clauses 3 and Clauses 4, Article 14 of the Company's Charter;
 - b. The preparation of the list of shareholders entitled to attend the meeting is prescribed in Point (a), Clause 2, Article 18 of the Company's Charter;
 - c. The announcement of the record date for determining shareholders entitled to attend the General Meeting of Shareholders is prescribed in Point (a), Clause 2, Article 18 of the Company's Charter;
 - d. The notice convening the General Meeting of Shareholders is prescribed in Clause 3, Article 18 of the Company's Charter;
 - e. The agenda and contents of the General Meeting of Shareholders are prescribed in Clause 2, Clause 3, Clause 4, Clause 5 and Clauses 6, Article 18 of the Company's Charter;
 - f. The authorization of a representative to attend the General Meeting of Shareholders is prescribed in Article 16 of the Company's Charter;
 - g. The registration procedure for attending the General Meeting of Shareholders is prescribed in Point (a), Clause 1, Article 20 of the Company's Charter;
 - h. The quorum for conducting the meeting is prescribed in Article 19 of the Company's Charter;

- i. Method of adopting resolutions of the General Meeting of Shareholders: the General Meeting of Shareholders shall discuss and vote on each matter included in the meeting agenda. Voting shall be conducted by indicating one of the following options: For, Against, or Abstain;

- j. Voting method:

Each voting card may be used to select only one of the following voting options: For, Against, or Abstain; A valid voting card is the voting card in the prescribed form issued by the Company to shareholders upon registration for attendance at the General Meeting of Shareholders

Upon conclusion of the voting session, the voting cards shall be collected for each matter, any voting card that has not been submitted by a shareholder or proxy (whether due to absence at the time of collection or presence without submitting the voting card) shall be deemed a valid vote for the relevant resolution.

- k. Vote counting procedures:

The General Meeting of Shareholders shall elect one or more members to the Vote Counting Committee at the proposal of the Chairperson of the meeting. The Vote Counting Committee shall comprise no more than 03 (three) members.

Votes For shall be collected first, followed by votes Against. The total number of votes For and Against shall then be counted to determine the voting result.

Vote counting and supervision of the vote counting process must be conducted independently and honestly. Persons responsible for vote counting and supervision shall be accountable for the accuracy of the vote counting results.

Upon completion of the vote count, the Vote Counting Committee shall prepare minutes of the vote counting results. Such minutes shall include the following particulars:

- i. The total number of voting cards issued, representing the corresponding number of shares.
- ii. The total number of voting cards collected, representing the corresponding number of shares.
- iii. The voting results for each matter submitted for approval, specifying:
 - The total number of votes For, representing the corresponding number of shares and the percentage of the total voting shares;
 - The total number of votes Against, representing the corresponding number of shares and the percentage of the total voting shares;
 - The total number of Abstentions, representing the corresponding number of shares and the percentage of the total voting shares.
- iv. The minutes shall be signed by all persons participating in the vote counting and supervision process.

For sensitive matters and upon request of shareholders, the Company shall appoint an independent organization to collect and count the votes.

- l. The conditions for passing a resolution are prescribed in Article 21 of the Company's Charter;
- m. Announcement of vote counting results: the Chairperson shall announce the voting results immediately before the close of the meeting.

- n. The procedures for objecting to resolutions of the General Meeting of Shareholders are prescribed in Article 132 of the Law on Enterprises;
 - o. The preparation of minutes of the General Meeting of Shareholders is prescribed in Clause 1, Clause 2 and Clause 3, Article 23 of the Company's Charter;
 - p. The disclosure of resolutions of the General Meeting of Shareholders is prescribed in Clause 4, Article 23 of the Company's Charter.
- 3. The order and procedures for the General Meeting of Shareholders to adopt resolutions by collecting shareholders' written opinions shall include the following principal contents:**
- a. The cases in which shareholders' written opinions may or may not be collected are prescribed in Clause 1, Article 22 of the Company's Charter;
 - b. The order and procedures for the General Meeting of Shareholders to adopt resolutions by collecting shareholders' written opinions are prescribed in Article 22 of the Company's Charter;
- 4. The order and procedures for the General Meeting of Shareholders to adopt resolutions by means of an online meeting shall include the following principal contents:**
- a. The notice convening the online General Meeting of Shareholders shall be issued in accordance with Clause 3, Article 18 of the Company's Charter;
 - b. Registration for attendance at the online General Meeting of Shareholders:

Shareholders or their authorized representatives shall register to attend the General Meeting, verify their eligibility to attend and access the system in accordance with the instructions of the Company or the service provider designated by the Company to provide online General Meeting services;

Shareholders or their authorized representatives attending the meeting may be required to provide information (email address, telephone number, photo or scanned copy of an identification document, and a portrait photo for the system to assess the degree of matching with the photo on the identification document) and necessary documents to verify their identity and eligibility to attend. If a shareholder fails to comply, or fails to fully comply, with such requirements, the Company shall have the right to refuse access or voting rights until the verification is completed;
 - c. The authorization of representatives to attend the online General Meeting of Shareholders shall be carried out in accordance with Article 16 of the Company's Charter and the guidelines issued by the service provider organizing the online General Meeting of Shareholders;
 - d. The conditions for holding the meeting are stipulated in Article 19 of the Company's Charter. In the event of a technical incident or objective circumstances affecting shareholders' attendance or voting, the Chairperson of the General Meeting shall decide on appropriate measures to ensure that the General Meeting is conducted in accordance with the law and the Company's Charter;
 - e. Method of adopting resolutions at the online General Meeting of Shareholders: the General Meeting of Shareholders shall discuss and vote separately on each matter included in the meeting agenda. Voting shall be conducted by selecting one of the following options: For, Against, or Abstain;
 - f. Online voting shall be conducted in accordance with the Voting Rules issued by the service provider organizing the online General Meeting of Shareholders;

- g. The online vote-counting process shall comply with Point (k), Clause 2 of this Article and the Voting Rules issued by the service provider organizing the online General Meeting of Shareholders;
 - h. Announcement of vote-counting results: the Chairperson shall announce the voting results immediately before the close of the meeting;
 - i. The preparation of the minutes of the General Meeting of Shareholders shall comply with Clause 1, Clause 2 and Clause 3, Article 23 of the Company's Charter;
 - j. The disclosure of resolutions of the General Meeting of Shareholders shall comply with Clause 4, Article 23 of the Company's Charter.
- 5. The order and procedures for the General Meeting of Shareholders to adopt resolutions by means of a hybrid meeting (combining in-person and online participation) shall include the following principal contents:**
- a. The notice convening the General Meeting of Shareholders shall be issued in accordance with Clause 3, Article 18 of the Company's Charter;
 - b. Registration for participation in the online component of the General Meeting of Shareholders:
Shareholders shall complete the registration and identity verification procedures in accordance with the instructions of the service provider organizing the online General Meeting of Shareholders;
Shareholders shall provide their email address, telephone number, a photograph or scanned copy of their identity document, and a portrait photograph for the system to verify its consistency with the identity document;
 - c. The authorization of representatives to attend the online General Meeting of Shareholders shall be carried out in accordance with Article 16 of the Company's Charter and the guidelines issued by the service provider organizing the online General Meeting of Shareholders;
 - d. The quorum for conducting the meeting shall comply with Article 19 of the Company's Charter;
 - e. Method of adopting resolutions at the hybrid General Meeting of Shareholders: the General Meeting of Shareholders shall discuss and vote separately on each matter included in the meeting agenda. Voting shall be conducted by selecting one of the following options: For, Against, or Abstain;
 - f. Online voting shall be conducted in accordance with the Voting Rules issued by the service provider organizing the online General Meeting of Shareholders;
 - g. The online vote-counting process shall comply with Point (k), Clause 2 of this Article and the Voting Rules issued by the service provider organizing the online General Meeting of Shareholders;
 - h. Announcement of vote-counting results: the Chairperson shall announce the voting results immediately before the close of the meeting;
 - i. The preparation of the minutes of the General Meeting of Shareholders shall comply with Clause 1, Clause 2 and Clause 3, Article 23 of the Company's Charter;
 - j. The disclosure of resolutions of the General Meeting of Shareholders shall comply with Clause 4, Article 23 of the Company's Charter.

Article 3. Board of Directors

1. The roles, rights and obligations of the Board of Directors and the responsibilities of its members are prescribed in Article 27 of the Company's Charter and Articles 153 and 159 of the Law on Enterprises.
2. The nomination, self-nomination, election, dismissal and removal of members of the Board of Directors shall include the following principal contents:
 - a. The term of office and the number of members of the Board of Directors are prescribed in Clause 1 and Clause 2, Article 26 of the Company's Charter;
 - b. The composition, qualifications and conditions applicable to members of the Board of Directors are prescribed in Clause 4, Article 25 and Clause 3, Clause 4, Clause 5 and Clause 6, Article 26 of the Company's Charter;
 - c. The nomination and self-nomination of candidates for the Board of Directors are prescribed in Article 25 of the Company's Charter;
 - d. Election of members of the Board of Directors:
 - i. Ballot requirements:
 - At the General Meeting of Shareholders, each shareholder shall receive one ballot;
 - The ballot shall bear the Company's seal and specify the shareholder's full name, shareholder code, number of voting shares, total voting rights and the list of candidates.
 - ii. Voting method:
 - Members of the Board of Directors shall be elected by cumulative voting, whereby each shareholder shall have a total number of votes equal to the number of voting shares owned multiplied by the number of Board members to be elected. A shareholder may allocate all or part of his/her votes to one or more candidates.
 - Successful candidates shall be determined in descending order of the number of votes received, commencing with the candidate receiving the highest number of votes until all positions prescribed in the Company's Charter have been filled.
 - Where two or more candidates receive an equal number of votes for the final position on the Board of Directors, a re-election shall be conducted among those candidates.
 - iii. Vote counting: Following the completion of voting by the General Meeting of Shareholders, the Vote Counting Committee shall count the votes under the supervision of shareholder representatives and report the results to the Chairperson for announcement before the General Meeting of Shareholders.
 - e. Cases of dismissal, removal and replacement of members of the Board of Directors:
 - i. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following circumstances:
 - The member no longer satisfies the qualifications and conditions prescribed in Article 155 of the Law on Enterprises, Article 275 of Decree No. 155/2020/ND-CP, and its amendments and supplements from time to time;
 - The member submits a resignation letter which is accepted.
 - ii. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following circumstances:

- Failure to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
 - Where deemed necessary, the General Meeting of Shareholders may decide to replace, dismiss or remove a member of the Board of Directors in circumstances other than those specified above.
- iii. The Board of Directors shall convene a General Meeting of Shareholders to elect additional members in the following cases:
- The number of Board members falls by more than one-third of the number prescribed in the Company's Charter. In such case, the Board of Directors shall convene a General Meeting of Shareholders within sixty (60) days from the date the number of Board members is reduced by more than one-third;
 - The number of independent Board members or non-executive Board members falls below the minimum ratio prescribed in Point (b), Clause 1, Article 137 of the Law on Enterprises;
 - Except for the two cases above, the General Meeting of Shareholders shall elect replacement members at its nearest meeting following the dismissal or removal of a Board member.
- f. The election, dismissal and removal of members of the Board of Directors shall be disclosed in accordance with the regulations on information disclosure in the securities market;
- g. Presentation of candidates for election to the Board of Directors:
- Nomination documents for candidates to the Board of Directors shall include:
- A nomination or self-nomination document prepared in accordance with Article 25 of the Company's Charter;
 - Information disclosure form of the candidate/nominee in the form prescribed in the Circular of the Ministry of Finance guiding information disclosure on the securities market;
 - A written commitment from each candidate confirming that all disclosed personal information is truthful, accurate and reasonable, and undertaking to perform the duties of a Board member honestly if elected.
- h. The election, dismissal and removal of the Chairman of the Board of Directors shall comply with Article 29 of the Company's Charter.
3. The remuneration and other benefits of members of the Board of Directors are prescribed in Article 28 of the Company's Charter.
4. The organization of meetings of the Board of Directors shall include the following principal contents:
- a. The Board of Directors shall meet at least once every quarter and may convene extraordinary meetings;
 - b. Cases requiring the convening of an extraordinary meeting are prescribed in Clause 3, Article 30 of the Company's Charter;
 - c. Notices of meetings of the Board of Directors shall comply with Clauses 5 and 6, Article 30 of the Company's Charter;
 - d. The quorum for Board meetings shall comply with Clause 7, Article 30 of the Company's Charter;

- e. Voting procedures shall comply with Clause 8, Article 30 of the Company's Charter;
 - f. The adoption of resolutions of the Board of Directors shall comply with Clause 11, Article 30 of the Company's Charter;
 - g. The authorization of another person to attend a meeting on behalf of a Board member shall comply with Clause 10, Article 30 of the Company's Charter;
 - h. Minutes of meetings of the Board of Directors shall be prepared in accordance with Article 158 of the Law on Enterprises;
 - i. Where the Chairperson and/or the Secretary refuses to sign the minutes of a Board meeting, such matter shall be handled in accordance with Clause 2, Article 158 of the Law on Enterprises;
 - j. Resolutions and decisions of the Board of Directors shall be disclosed in accordance with the regulations on information disclosure in the securities market.
5. Audit Committee under the Board of Directors
- a. The rights and obligations of the Audit Committee are prescribed in Article 38 of the Company's Charter;
 - b. Term of office, number of members, qualifications and composition of the Audit Committee:
 - i. The term of office of an Audit Committee member shall not exceed five (05) years and members may be re-elected for an unlimited number of terms.
 - ii. The Audit Committee shall consist of at least two (02) members.
 - iii. The qualifications of member of the Audit Committee shall comply with Clause 1, Article 161 of the Law on Enterprises and Clause 3, Article 282 of Decree No. 155/2020/ND-CP.
 - iv. Composition of the Audit Committee
 - The Chairman of the Audit Committee must be an independent member of the Board of Directors;
 - The remaining members of the Audit Committee must be non-executive members of the Board of Directors.
 - v. The nomination, self-nomination and election of Audit Committee members shall comply with Article 36 of the Company's Charter;
 - c. The operation of the Audit Committee is prescribed in Articles 39 and 40 of the Company's Charter.
6. Committees under the Board of Directors
- The Board of Directors may establish committees under the Board of Directors (if any) and issue regulations governing their operation, including the following principal contents:
- a. The roles, responsibilities and authority of each committee and of each committee member;
 - b. The nomination, self-nomination, election, dismissal and removal of committee members, including:
 - The term of office, number of members, qualifications and composition of each committee;
 - The procedures for nomination, self-nomination, election, dismissal and removal of committee members.
 - c. The operation of the committees under the Board of Directors.

7. Selection, Appointment and Dismissal of the Person in Charge of Corporate Governance:
- Qualifications of the Person in Charge of Corporate Governance: The Person in Charge of Corporate Governance must not concurrently work for the approved auditing organization performing the audit of the Company's financial statements;
 - Appointment of the Person in Charge of Corporate Governance: The Board of Directors shall appoint at least one (01) Person in Charge of Corporate Governance to assist the Company in its corporate governance activities. The Person in Charge of Corporate Governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises;
 - Cases of dismissal of the Person in Charge of Corporate Governance: The Board of Directors may dismiss the Person in Charge of Corporate Governance whenever it deems necessary, provided that such dismissal is in compliance with the applicable provisions of labour laws;
 - The appointment and dismissal of the Person in Charge of Corporate Governance shall be disclosed in accordance with the regulations on information disclosure in the securities market;
 - The rights and obligations of the Person in Charge of Corporate Governance are prescribed in Clause 3, Article 32 of the Company's Charter.

Article 4. Director

- The roles, responsibilities, rights and obligations of the Director are prescribed in Clause 4, Article 35 of the Company's Charter and in the resolutions and decisions of the Board of Directors;
- Appointment, Dismissal, Execution and Termination of the Employment Contract of the Director:
 - Term of office, qualifications and conditions of the Director:
 - The term of office of the Director shall not exceed five (05) years and he/she may be reappointed for an unlimited number of terms.
 - The Director must satisfy the following qualifications and conditions:
 - Not fall within the categories of persons prohibited under Clause 2, Article 17 of the Law on Enterprises;
 - Not be a Related Person of the Company's managers or those of its parent company, the representative of State ownership capital, or the representative of an enterprise's capital contribution in the Company or its parent company, as prescribed in Point (d), Clause 46, Article 4 of the Law on Securities;
 - Possess professional qualifications and experience in the business administration of the Company.
 - The nomination, self-nomination, dismissal and removal of the Director shall be carried out in accordance with Article 35 of the Company's Charter;
 - Appointment and execution of the employment contract with the Director: The Board of Directors shall appoint one (01) of its members or recruit another individual to serve as the Director;
 - Dismissal and termination of the employment contract of the Director: The Board of Directors may dismiss the Director upon approval by a majority of the attending voting members of the Board of Directors and shall appoint a new Director to replace him/her;

- e. The appointment, dismissal, execution and termination of the employment contract of the Director shall be disclosed in accordance with the regulations on information disclosure in the securities market;
- f. The salary and other benefits of the Director shall be determined in accordance with Article 34 of the Company's Charter.

Article 5. Other Activities

1. Coordination between the Board of Directors and the Director:

- a. The procedures for convening meetings, issuing notices of meetings, recording minutes, and notifying meeting results between the Board of Directors and the Director shall comply with Article 157 of the Law on Enterprises and the following provisions:
 - The periodic meeting between the Board of Directors and the Director shall concurrently serve as the quarterly meeting of the Board of Directors;
 - The agenda of each quarterly meeting shall include reports assessing the Company's business performance and operating efficiency, achievements, outstanding issues requiring corrective action, and other matters arising that require resolution (if any);
 - The Board of Directors may convene extraordinary meetings with the Director whenever deemed necessary in the best interests of the Company;
 - The time, venue, notice of meeting, agenda, meeting documents and other relevant matters shall comply with Article 30 of the Company's Charter.

- b. Notification of resolutions and decisions of the Board of Directors to the Director

Within 01 (*one*) day from the date of issuance, all resolutions and decisions of the Board of Directors shall be notified to the Director for implementation.

- c. The cases in which the Director may request the convening of a meeting of the Board of Directors and the matters requiring the Board's opinion are prescribed in Clause 3, Article 30 of the Company's Charter;
- d. Reports of the Director to the Board of Directors: The Director shall report to the Board of Directors on the implementation of the duties and powers assigned by the Board. Such reports shall be submitted quarterly, annually, or whenever requested by the Board of Directors.
- e. Review of the implementation of resolutions and delegated matters: On a quarterly basis, the Board of Directors shall review and evaluate the implementation of its resolutions and other matters delegated to the Director for execution or organization of execution.
- f. Matters to be reported and information to be provided by the Director:

The Director or his/her authorized representative shall report and provide information to the Board of Directors within one (01) hour after the occurrence of any of the following events:

- The Company's bank account is frozen or restored after being frozen;
- The Company's Enterprise Registration Certificate is revoked;
- A decision is issued to initiate criminal proceedings against senior management personnel; A court judgment or decision relating to the Company's operations is issued; A tax authority concludes that the Company has violated tax laws.

Reports and supporting documents shall be prepared and submitted in writing to the Board of Directors. In urgent circumstances, telephone, facsimile, written annotations or other appropriate means of communication may be used to transmit reports or seek opinions in order to ensure the timely handling of matters.

- g. The coordination of management, supervision and control activities between members of the Board of Directors and the Director in accordance with their respective duties shall be implemented in accordance with the Company's Charter.

The annual evaluation, reward and disciplinary measures applicable to members of the Board of Directors, the Director and other Executive Officers shall be implemented in accordance with applicable laws and the Company's Charter.

2. Annual Evaluation, Reward and Disciplinary Measures Applicable to Members of the Board of Directors, the Director and Other Executive Officers:

a. Performance Evaluation:

i. Board of Directors:

- The Board of Directors shall conduct an evaluation of the Board of Directors in conjunction with the evaluation of the activities of its Committees and the individual evaluation of each member of the Board of Directors. Such evaluation shall be conducted once a year
- Evaluation criteria include:
 - + Revenue, profit and other financial and non-financial performance indicators;
 - + The proportion of independent, non-executive and executive directors on the Board;
 - + The number of Board and committee meetings and the matters considered at such meetings;
 - + The number of conflict-of-interest cases arising;
 - + Compliance with confidentiality obligations;
 - + Participation of Board members in management training programmes;
 - + Development and issuance of new policies.
- The evaluation shall be conducted through a special meeting of the Board of Directors dedicated to assessing the Board's performance, or by allocating time during a regular Board meeting. Evaluation records shall be maintained by the Company in accordance with its confidential document retention procedures.
- Individual Board members shall be evaluated through self-assessment and confidential peer evaluation, with the assistance of an independent third party where appropriate. Such third party may be a legal adviser or a professional investor, as determined by the Board of Directors from time to time.

ii. Director and Other Executive Officers

- The Board of Directors shall establish performance standards and conduct evaluations of the Director and other Executive Officers.
- Performance standards shall balance the interests of the management team with the long-term interests of the Company and its shareholders. Financial and non-financial performance

indicators shall be determined by the Board of Directors from time to time. Non-financial indicators may include stakeholder relations, operational processes and efficiency, internal development and knowledge management.

- The Board of Directors shall evaluate the Director and other Executive Officers based on the following criteria:
 - + Achievement of business and operational objectives;
 - + Fulfilment of fiduciary duties, including the duties of care, honesty, avoidance of conflicts of interest, confidentiality, loyalty and diligence
 - + Professional competence and management skills, including leadership, managerial capability, personal qualities, professional knowledge, relationships with members of the Executive Management, employees and the community.
- The Board of Directors may authorize the Director to evaluate other Executive Officers.
- The evaluation process shall consist of two (02) stages: self-assessment and assessment by the direct supervisor. In evaluating other Executive Officers, the Board of Directors may also take into account the Director's supervisory assessment.

b. Rewards:

- Remuneration and bonuses of members of the Board of Directors shall be accounted for as the Company's business expenses in accordance with the total remuneration approved by the General Meeting of Shareholders.
- Bonuses of the Director and other executive officers shall be paid from the Company's reward and welfare fund or business performance bonus fund, as decided by the Board of Directors based on the actual annual results.

c. Disciplinary Measures:

- The Board of Directors shall be responsible for establishing a disciplinary system based on the nature and severity of violations.
- Members of the Board of Directors, the Director and other executive officers who breach their duties of honesty and due care, or cause damage to the Company through self-interested acts or acts beyond their authority, shall bear individual or joint liability for compensation for damages in accordance with the law and the Company's Charter.
- Applicable sanctions:
 - + For the Director and other executive officers: The Board of Directors shall have the right to temporarily suspend or immediately dismiss such person from office if a serious violation of the corporate governance regulations is identified, or if such violation causes damage to the Company's reputation or assets, without having to wait until the next General Meeting of Shareholders.
 - + For members of the Board of Directors: The Board of Directors shall have the right to record the violation and submit a written report to the General Meeting of Shareholders at its nearest meeting for consideration and voting on the dismissal or removal of such member from the Board of Directors.

3. The procedures for coordination between the Board of Directors and the Company's representatives managing the Company's capital contributions in other enterprises shall be implemented in accordance with the Regulations on the Management of Capital Contributions and Capital Representatives of the Company in Other Enterprises.

Article 6. Effectiveness

These Internal Regulations consist of six (06) Articles, have been approved by the General Meeting of Shareholders, and shall take effect in accordance with applicable laws.

Any amendment or supplementation to these Regulations (if any) shall be made pursuant to a resolution of the General Meeting of Shareholders or a decision of the Board of Directors or the Company's legal representative within the scope of authority delegated by the General Meeting of Shareholders and in compliance with applicable laws.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN THANH TUNG

**APPENDIX: LEGAL BASIS FOR THE ISSUANCE, AMENDMENT AND SUPPLEMENTATION OF THE
INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
BINH THUAN HIGH QUALITY PLASTIC JOINT STOCK COMPANY**

NO.	CONTENTS	LEGAL BASIS
1	Internal Regulations on Corporate Governance (First issuance)	Resolution of the General Meeting of Shareholders No. 02-10/2024/NQ-DHDCD dated October 15, 2024
2	Internal Regulations on Corporate Governance (First Amendment)	Resolution of the General Meeting of Shareholders No. 12-09/2026/NQ-BQP dated September 26, 2026

