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SOCIALIST REPUBLIC OF VIETNAM
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ON CORPORATE GOVERNANCE

DA NANG WATER SUPPLY JOINT STOCK COMPANY

Da Nang, October 30, 2026

TABLE OF CONTENTS

CHAPTER 1 – GENERAL PROVISIONS ---------- 7

Article 1. Scope of regulation and subjects of application ---------- 7

Article 2. Interpretation of terms ---------- 7

CHAPTER 2 – GENERAL MEETING OF SHAREHOLDERS ---------- 9

Article 3. Rights and obligations of the General Meeting of Shareholders ---------- 9

Section 1. Regulations on the General Meeting of Shareholders passing Resolutions by voting at a meeting of the General Meeting of Shareholders ---------- 10

Article 4. Authority to convene the General Meeting of Shareholders ---------- 10

Article 5. Personnel of the General Meeting of Shareholders ---------- 11

Article 6. Preparation of the List of shareholders entitled to attend and notification of the closing of the list of shareholders entitled to attend the General Meeting of Shareholders --- 13

Article 7. Notice of convening the General Meeting of Shareholders ---------- 14

Article 8. Agenda and contents of the General Meeting of Shareholders ---------- 15

Article 9. Methods of registration and authorization to attend the General Meeting of Shareholders ---------- 16

Article 10. Conditions for conducting the General Meeting of Shareholders ---------- 19

Article 11. Forms of passing resolutions of the General Meeting of Shareholders ---------- 19

Article 12. Contents approved at the General Meeting of Shareholders ---------- 20

Article 13. Voting to approve matters at the meeting ---------- 21

Article 14. Method of casting votes ---------- 22

Article 15. Method of casting election ballots ---------- 23

Article 16. Method of vote counting ---------- 24

Article 17. Conditions for a resolution to be passed ---------- 24

Article 18. Announcement of vote counting results ---------- 26

Article 19. Method of objecting to decisions of the General Meeting of Shareholders ---------- 26

Article 20. Preparation of the Minutes of the General Meeting of Shareholders ---------- 27

Article 21. Publication of Resolutions and Minutes of the General Meeting of Shareholders ---- 28

Section 2. Regulations on the General Meeting of Shareholders passing Resolutions by collecting written opinions ---------- 28

Article 22. Order and procedures for the General Meeting of Shareholders to pass Resolutions by collecting written opinions ---------- 28

Article 23. Vote counting, preparation of Minutes and passing of Resolutions by collecting written opinions ---------- 29

Article 24. Request for annulment of Decisions of the General Meeting of Shareholders passed by collecting written opinions ---------- 30

Section 3. Regulations on the General Meeting of Shareholders passing Resolutions by online conference ---------- 30

Article 25. Notice of convening an online General Meeting of Shareholders ---------- 31

Article 26. Method of registration to attend an online General Meeting of Shareholders --------- 31

Article 27. Provision of login information and electronic voting----------32
Article 28. Authorization of representatives to attend an online General Meeting of Shareholders32
Article 29. Conditions for conducting an online General Meeting of Shareholders----------33
Article 30. Discussion at an online General Meeting of Shareholders----------33
Article 31. Forms of passing Resolutions of an online General Meeting of Shareholders --------34
Article 32. Method of online voting----------34
Article 33. Method of online vote counting----------35
Article 34. Announcement of vote counting results of the online conference----------35
Article 35. Preparation of the minutes of the General Meeting of Shareholders----------35
Article 36. Publication of Resolutions and Minutes of the General Meeting of Shareholders----36

Section 4. Regulations on the General Meeting of Shareholders passing Resolutions by in-person conference combined with online conference ---------- 37

Article 37. Notice of convening the General Meeting of Shareholders----------37
Article 38. Method of registration to attend the General Meeting of Shareholders----------37
Article 39. Authorization of representatives to attend the General Meeting of Shareholders-----37
Article 40. Conditions for conducting the meeting ----------37
Article 41. Forms of passing resolutions of the General Meeting of Shareholders ----------37
Article 42. Method of voting ----------37
Article 43. Method of vote counting ----------37
Article 44. Announcement of vote counting results ----------37
Article 45. Preparation of the minutes of the General Meeting of Shareholders----------37
Article 46. Publication of Resolutions and Minutes of the General Meeting of Shareholders----37

CHAPTER 3 – BOARD OF DIRECTORS---------- 39

Section 1. General provisions ---------- 39

Article 47. Role, rights, obligations and responsibilities of the Board of Directors ----------39
Article 48. Rights, obligations and responsibilities of members of the Board of Directors -------40

Section 2 – Regulations on Nomination, Self-nomination, Election, Dismissal and Removal of members of the Board of Directors ---------- 41

Article 49. Number, term of office and composition of members of the Board of Directors -----41
Article 50. Standards and conditions for members of the Board of Directors----------42
Article 51. Nomination and self-nomination of members of the Board of Directors----------42
Article 52. Method of electing members of the Board of Directors----------43
Article 53. Cases of dismissal, removal, replacement and addition of members of the Board of Directors ----------44
Article 54. Notification of the election, dismissal and removal of members of the Board of Directors ----------45
Article 55. Method of introducing candidates for membership of the Board of Directors --------45
Article 56. Election, removal and dismissal of the Chairman of the Board of Directors ----------45

Section 3 – Remuneration, salaries, bonuses and other benefits of members of the Board of Directors ---------- 47

Article 57. Remuneration, bonuses and other benefits of members of the Board of Directors ---47

Section 4 – Regulations on the order and procedures for organizing meetings of the Board of Directors ---------- 48

Article 58. Minimum number of meetings ----------48

Article 59. Cases where an extraordinary meeting of the Board of Directors must be convened 48

Article 60. Notice of meetings of the Board of Directors and the right of members of the Supervisory Board to attend meetings of the Board of Directors----------49

Article 61. Conditions for holding meetings of the Board of Directors ----------49

Article 62. Method of voting ----------49

Article 63. Method of passing resolutions of the Board of Directors ----------52

Article 64. Authorization by members of the Board of Directors for others to attend meetings -52

Article 65. Preparation of minutes of meetings of the Board of Directors ----------53

Article 66. Cases where the Chairman and/or secretary refuses to sign the Minutes of a meeting of the Board of Directors ----------54

Article 67. Notification of resolutions and decisions of the Board of Directors ----------54

Section 5 - Sub-committees under the Board of Directors---------- 54

Article 68. Sub-committees under the Board of Directors----------54

Section 6 - Selection, appointment and dismissal of the Person in charge of corporate governance 55

Article 69. Standards for the Person in charge of corporate governance ----------55

Article 70. Appointment of the Person in charge of corporate governance ----------55

Article 71. Cases of dismissal of the Person in charge of corporate governance ----------55

Article 72. Notification of the appointment and dismissal of the Person in charge of corporate governance ----------55

Article 73. Rights and Obligations of the Person in charge of corporate governance----------56

CHAPTER 4 – SUPERVISORY BOARD---------- 57

Article 74. Role, rights and obligations of the Supervisory Board; responsibilities of members of the Supervisory Board and the Head of the Supervisory Board ----------57

Article 75. Number, term of office, composition and structure of members of the Supervisory Board----------61

Article 76. Standards and conditions for members of the Supervisory Board----------61

Article 77. Nomination and self-nomination of members of the Supervisory Board----------62

Article 78. Method of electing members of the Supervisory Board----------63

Article 79. Cases of dismissal and removal of members of the Supervisory Board ----------63

Article 80. Notification of the election, dismissal and removal of members of the Supervisory Board----------64

Article 81. Salaries and other benefits of members of the Supervisory Board ----------64

CHAPTER 5 - GENERAL DIRECTOR AND OTHER EXECUTIVES ---------- 65

Article 82. Role, responsibilities, rights and obligations of the General Director ----------65

Article 83. Term of office, standards and conditions of the General Director----------67

Article 84. Self-nomination and nomination of the General Director---------- 67
Article 85. Appointment, dismissal, contract signing and contract termination in respect of the General Director---------- 67
Article 86. Notification of the appointment, dismissal, contract signing and contract termination in respect of the General Director---------- 67
Article 87. Deputy General Directors, Chief Accountant---------- 68
Article 88. Salaries and other benefits of the General Director, Deputy General Directors and Chief Accountant ---------- 69
CHAPTER 6 – OTHER ACTIVITIES---------- 70
Article 89. Procedures and order for convening, sending meeting invitations, taking minutes and announcing meeting results among the Board of Directors, the Supervisory Board and the General Director ---------- 70
Article 90. Notification of Resolutions and Decisions of the Board of Directors to the Supervisory Board---------- 70
Article 91. Notification of Resolutions and Decisions of the Board of Directors to the General Director ---------- 70
Article 92. Cases where the Supervisory Board and the General Director request the convening of a meeting of the Board of Directors and matters requiring the opinion of the Board of Directors ---------- 70
Article 93. Reports of the General Director to the Board of Directors on the performance of assigned duties and powers ---------- 73
Article 94. Review of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director---------- 73
Article 95. Matters on which the General Director must report and provide information, and the method of notification to the Board of Directors and the Supervisory Board --------- 73
Article 96. Coordination of control, management and supervision activities among members of the Board of Directors, members of the Supervisory Board and the General Director according to the specific duties of the above members---------- 75
Article 97. Regulations on annual evaluation of commendation and discipline for members of the Board of Directors, members of the Supervisory Board, the General Director and other executives---------- 76
CHAPTER 7 - AMENDMENTS TO THE REGULATIONS ON CORPORATE GOVERNANCE ---------- 76
Article 98. Supplements and amendments to the Regulations on Corporate Governance --------- 76
CHAPTER 8 - EFFECTIVE DATE ---------- 76
Article 99. Effective date ---------- 76

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
DA NANG WATER SUPPLY JOINT STOCK COMPANY

- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and the laws amending, supplementing or replacing the Law on Securities No. 54/2019/QH14;*
- *Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the laws amending, supplementing or replacing the Law on Enterprises No. 59/2020/QH14;*
- *Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities; the Government's Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020;*
- *Pursuant to the Ministry of Finance's Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies under the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter on Organization and Operation of Da Nang Water Supply Joint Stock Company;*
- *Pursuant to Resolution of the General Meeting of Shareholders No.03/NQ-DHDCD dated October 30, 2026.*

The Board of Directors promulgates the Internal Regulations on Corporate Governance of Da Nang Water Supply Joint Stock Company.

The Internal Regulations on Corporate Governance of Da Nang Water Supply Joint Stock Company include the following contents:

CHAPTER 1 – GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: These Regulations stipulate the role, rights and obligations of the General Meeting of Shareholders, the Board of Directors and the General Director; the order and procedures for meetings of the General Meeting of Shareholders; the nomination, self-nomination, election, dismissal and removal of members of the Board of Directors, the Supervisory Board and the General Director; and other activities in accordance with the Company's Charter and other current laws.
2. Subjects of application: These Regulations apply to members of the Board of Directors, the Supervisory Board, the General Director and related persons mentioned in these Regulations.

Article 2. Interpretation of terms

1. *Company* means Da Nang Water Supply Joint Stock Company;
2. *Shareholder* means an individual or organization owning at least one share of a joint stock company;
3. *Major shareholder* means a shareholder as defined in Clause 18, Article 4 of the Law on Securities;
4. *General Meeting of Shareholders* comprises all shareholders with voting rights and is the highest authority of the Company, performing the functions and exercising the rights and obligations as prescribed in the Company's Charter and relevant laws;
5. *Charter* means the Charter of the Company, including all amendments duly approved from time to time;
6. *Board of Directors* means the management body of the Company, having full authority to act on behalf of the Company to decide on all matters relating to the Company's production and business activities, except for matters falling within the competence of the General Meeting of Shareholders;
7. *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 the laws amending, supplementing or replacing it (if any);

8. *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 the laws amending, supplementing or replacing it (if any);

9. *Related person* means an individual or organization with a direct or indirect relationship as defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities;

10. *Family member* includes: spouse, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological siblings, brothers-in-law, sisters-in-law and the biological siblings of one's spouse;

11. *Executives of the Company* include: the General Director, Deputy General Directors, the Chief Accountant and other executives appointed by the Board of Directors;

12. *Insider* means a person holding an important position in the governance and management apparatus of the Company, including: the Chairman of the Board of Directors, members of the Board of Directors, the legal representative, the General Director, Deputy General Directors, the Chief Accountant and equivalent managerial positions elected by the General Meeting of Shareholders or appointed by the Board of Directors; the Head and members of the Supervisory Board, members of the Internal Audit Board; the Company Secretary, the Person in charge of corporate governance and the person authorized to disclose information;

13. *Managers of the Company* include the Chairman of the Board of Directors, members of the Board of Directors, the General Director and individuals holding other managerial positions elected by the General Meeting of Shareholders or appointed by the Board of Directors;

14. *Strategic investor* means a shareholder who has signed a Strategic Investor Share Purchase Agreement with the Company and has committed to long-term cooperation and support for the Company after equitization in terms of finance, technology, corporate governance and human resource training;

15. *Non-executive member of the Board of Directors* means a member of the Board of Directors who is not the General Director, a Deputy General Director, the Chief Accountant or another executive as prescribed by the Company's Charter;

CHAPTER 2 – GENERAL MEETING OF SHAREHOLDERS

The role, rights and obligations of the General Meeting of Shareholders are prescribed by the Law on Enterprises and the Law on Securities. In addition, the General Meeting of Shareholders has the role, rights and obligations under Article 19 of the Company's Charter, as follows:

Article 3. Rights and obligations of the General Meeting of Shareholders

1. To approve the Company's development orientations;
2. To decide on the classes of shares and the total number of shares of each class authorized for offering; to decide on the annual dividend rate of each class of shares;
3. To elect, dismiss and remove members of the Board of Directors and members of the Supervisory Board;
4. To decide on investments in or sales of assets with a value of thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent audited financial statements;
5. To decide on amendments and supplements to the Company's Charter;
6. To approve the annual financial statements;
7. To decide on the redemption of more than 10% of the total number of sold shares of each class;
8. To review and handle violations by members of the Board of Directors and members of the Supervisory Board causing damage to the Company and its shareholders;
9. To decide on the reorganization or dissolution of the Company;
10. To decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
11. To approve/amend and supplement the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors and the Supervisory Board;
12. To approve the list of approved audit firms; to decide on the approved audit firm to examine the Company's operations, and to remove approved auditors when deemed necessary;
13. Other rights and obligations as prescribed by law and the Company's Charter.

Section 1. Regulations on the General Meeting of Shareholders passing Resolutions by voting at a meeting of the General Meeting of Shareholders

Article 4. Authority to convene the General Meeting of Shareholders

The authority to convene the General Meeting of Shareholders is specified in Clause 1, Article 22 of the Company's Charter. Specifically:

1. *Authority to convene the annual General Meeting of Shareholders:* The General Meeting of Shareholders shall hold its annual meeting once a year within four (04) months from the end of the fiscal year. The Board of Directors shall decide to extend the annual General Meeting of Shareholders when necessary, but not beyond six (06) months from the end of the fiscal year.

2. *Authority to convene an extraordinary General Meeting of Shareholders:*

a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors or Supervisors is as specified in Point b, Clause 3, Article 18 of the Company's Charter, or from the date of receipt of a request specified in Points c and d, Clause 3, Article 18 of the Company's Charter;

b. Where the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in Point a, Clause 2 of this Article, within the following thirty (30) days, the Supervisory Board must convene the General Meeting of Shareholders in place of the Board of Directors in accordance with Clause 3, Article 140 of the Law on Enterprises;

c. Where the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in Point b, Clause 2 of this Article, the shareholder or group of shareholders specified in Clause 2, Article 16 of the Company's Charter has the right to request the Company's representative to convene a General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. Such expenses do not include expenses incurred by shareholders in attending the General Meeting of Shareholders, including accommodation and travel expenses.

d. Procedures for organizing a General Meeting of Shareholders are as prescribed in Clause 5, Article 18 of the Company's Charter.

e. Personnel of the General Meeting of Shareholders

1. Chairman and Presidium:

a. The Chairman of the Board of Directors shall chair, or authorize another member of the Board of Directors to chair, meetings of the General Meeting of Shareholders convened by the Board of Directors. Where the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them by majority to chair the meeting. Where no Chairman can be elected, the Head of the Supervisory Board shall preside over the General Meeting of Shareholders' election of a Chairman from among the attendees, and the person with the highest number of votes shall chair the meeting;

b. Except for the case specified in Point a of this Clause, the person signing the notice convening the General Meeting of Shareholders shall preside over the General Meeting of Shareholders' election of a Chairman of the meeting, and the person with the highest number of votes shall chair the meeting;

c. The Chairman has the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.

d. The Chairman of the General Meeting of Shareholders has the following rights:

- To require all attendees to be subject to inspection or other lawful and reasonable security measures;
- To request the competent authority to maintain order at the meeting; to expel from the General Meeting of Shareholders persons who fail to comply with the Chairman's authority, intentionally disrupt order, obstruct the normal progress of the meeting or fail to comply with security inspection requirements.

e. The Chairman has the right to postpone a General Meeting of Shareholders that has the required number of registered attendees for a maximum of 03 working days from the intended opening date, and may only postpone the meeting or change the venue in the following cases:

- The meeting venue does not have sufficient convenient seating for all attendees;

- The communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss and vote;
- An attendee obstructs or disrupts order, posing a risk that the meeting may not be conducted fairly and lawfully.

f. Certain other rights and obligations of the Chairman as prescribed by current laws.

g. The Presidium consists of 01 Chairman and Members.

h. Duties of the Presidium:

- To direct the activities of the General Meeting of Shareholders of the Company in accordance with the agenda proposed by the Board of Directors and approved by the General Meeting of Shareholders;
- To guide the delegates and the Meeting in discussing the contents of the agenda;
- To present drafts and conclusions on necessary matters for the Meeting to vote on;
- To answer matters raised by the Meeting;
- To resolve issues arising throughout the Meeting.

i. Working principles of the Presidium: The Presidium works on the principles of collectivity and democratic centralism, making decisions by majority.

2. Secretariat of the Meeting:

a. The Chairman shall appoint one or more persons as secretary of the meeting;

b. Duties of the Secretariat of the Meeting:

- To fully and truthfully record the contents of the Meeting;
- To receive speaking registration forms from shareholders/delegates;
- To prepare the Meeting Minutes and draft the Resolutions of the General Meeting of Shareholders;
- To assist the Chairman in disclosing information relating to the General Meeting of Shareholders and notifying shareholders in accordance with the law and the Company's Charter;
- Other duties as requested by the Chairman.

3. Vote Counting Committee:

a. The General Meeting of Shareholders shall elect one or more persons to the vote counting committee at the proposal of the Chairman of the meeting;

b. Duties of the Vote Counting Committee:

- To explain the principles and rules and give guidance on the voting method.
- To count and record voting ballots, prepare the vote counting minutes and announce the results; to transfer the minutes to the Chairman for approval of the voting results.
- To promptly notify the secretary of the voting results.
- To review and report to the Meeting on violations of the voting rules or complaints about the voting results.

4. Shareholder/Delegate Eligibility Verification Committee:

a. The Chairman shall appoint one or more persons to the Shareholder/Delegate Eligibility Verification Committee serving the meeting. The Delegate Eligibility Verification Committee of the Meeting consists of 01 Head and members.

b. Duties of the Shareholder/Delegate Verification Committee:

- To verify the eligibility and attendance of shareholders and shareholders' representatives attending the meeting.
- The Head of the Delegate Eligibility Verification Committee shall report to the General Meeting of Shareholders on the attendance of shareholders. If the meeting is attended by shareholders and authorized representatives entitled to attend representing more than 50% of the total votes, the General Meeting of Shareholders of the Company may be conducted.
- To participate in counting votes on other contents before the Vote Counting Committee is established.

Article 5. Preparation of the List of shareholders entitled to attend and notification of the closing of the list of shareholders entitled to attend the General Meeting of Shareholders

1. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date.
2. The convener of the General Meeting of Shareholders must prepare the list of shareholders eligible to attend and vote/elect at the General Meeting of

Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made based on the shareholder register, the register of securities holders of the Company. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no more than 10 days before the date of sending the invitation to the General Meeting of Shareholders.

3. The list of shareholders entitled to attend the General Meeting of Shareholders must contain the full name, contact address, nationality and legal document number of each individual shareholder; the name, enterprise code or legal document number and head office address of each institutional shareholder; and the number of shares of each class, and the shareholder registration number and date of each shareholder.

4. Shareholders have the right to inspect, look up, extract and copy the names and contact addresses of shareholders on the list of shareholders entitled to attend the General Meeting of Shareholders; and to request the correction of inaccurate information or the addition of necessary information about themselves on the list of shareholders entitled to attend the General Meeting of Shareholders. Managers of the Company must promptly provide information in the shareholder register and correct or supplement inaccurate information at the request of shareholders; and shall be liable to compensate for damage arising from failure to provide, or untimely or inaccurate provision of, shareholder register information as requested. The order and procedures for requesting information in the shareholder register shall comply with the Company's Charter.

Article 6. Notice of convening the General Meeting of Shareholders

1. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring that it reaches their contact addresses, and simultaneously published on the website of the Company and of the State Securities Commission and the Stock Exchange where the Company's shares are registered for trading. The convener of the General Meeting of Shareholders must send the notice of invitation to all shareholders on the list of shareholders entitled to attend at least 21 days before the opening date. The notice of invitation must contain the name, head office address and enterprise code; the names and contact addresses of shareholders, the time and venue of the meeting and other requirements for attendees.

2. The notice of invitation shall be sent by a method ensuring that it reaches the contact addresses of shareholders and posted on the Company's website; where the Company deems it necessary, it shall be published in a central or local daily newspaper as prescribed by the Company's Charter.

3. The notice of invitation must be accompanied by the following documents:

a. Draft resolutions on each issue on the agenda. The meeting agenda, documents used at the meeting and draft resolutions on each issue on the agenda;

b. The list and detailed information of candidates in case of election of members of the Board of Directors and members of the Supervisory Board;

c. Voting ballots/election ballots;

d. Other tasks serving the meeting;

4. Where the Company has a website, the sending of meeting documents together with the notice of invitation as specified in Clause 3 of this Article may be replaced by posting them on the Company's website. In this case, the notice of invitation must clearly state where and how to download the documents.

Article 7. Agenda and contents of the General Meeting of Shareholders

1. A General Meeting of Shareholders is convened in the cases specified in Article 4 of these Regulations.

2. The convener of a General Meeting of Shareholders must perform the following tasks:

a. Prepare the list of shareholders eligible to attend and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date. The order and procedures shall comply with Article 7 of these Regulations;

b. Prepare the agenda and contents of the meeting;

c. Prepare documents for the meeting;

d. Draft resolutions of the General Meeting of Shareholders in accordance with the proposed contents of the meeting;

e. Determine the time and venue of the meeting;

f. Announce and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend;

g. Other tasks serving the meeting.

3. A shareholder or group of shareholders specified in Clause 2, Article 16 of the Company's Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name, the number of shares of each class held by the shareholder, contact address, nationality, number of the Citizen Identity Card, People's Identity Card, Passport or other lawful personal identification for individual shareholders; name, enterprise code or establishment decision number and head office address for institutional shareholders; the number and class of shares held by such shareholder, and the issues proposed to be included in the agenda.

4. The convener of the General Meeting of Shareholders has the right to reject a proposal specified in Clause 3 of this Article in any of the following cases:

a. The proposal is not sent in accordance with Clause 3 of this Article;

b. At the time of the proposal, the shareholder or group of shareholders does not hold five percent (05%) or more of the ordinary shares as prescribed in Clause 2, Article 16 of the Company's Charter;

c. The proposed issue does not fall within the decision-making competence of the General Meeting of Shareholders;

d. Other cases as prescribed by law and the Company's Charter.

5. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 3 of this Article in the proposed agenda and contents of the meeting, except for the cases specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 8. Methods of registration and authorization to attend the General Meeting of Shareholders

1. Method of registration to attend the General Meeting of Shareholders before the opening date of the General Meeting of Shareholders:

a. The method of registration to attend the General Meeting of Shareholders is clearly specified in the Notice of the General Meeting of Shareholders,

including contacting the Company or sending the Meeting Attendance Registration Form (attached to the Notice of the General Meeting of Shareholders sent to shareholders) to the Company.

b. Shareholders shall choose the form of registration to attend the General Meeting of Shareholders according to the method stated in the notice, including:

- Attending and voting/electing in person at the meeting;
- Authorizing another representative to attend and vote/elect at the meeting in compliance with Clause 2 of this Article; (Where more than one representative is appointed, the number of shares and the number of election/voting ballots authorized to each representative must be specified).
- Attending and voting/electing via online conference, electronic voting or other electronic forms;
- Sending voting/election ballots to the meeting by mail, fax or email;
- Other forms of registration to attend the General Meeting of Shareholders in accordance with the law.
- The Company must make every effort to apply modern information technology so that shareholders can best attend and express their opinions at the General Meeting of Shareholders, including guiding shareholders to vote via online General Meetings of Shareholders, electronic voting or other electronic forms in accordance with Article 144 of the Law on Enterprises and the Company's Charter.

2. Regulations on authorization to attend the meeting

a. Shareholders and authorized representatives of institutional shareholders may attend the meeting in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms specified in Point b, Clause 1 of this Article; authorization shall be as follows:

- An individual shareholder may only authorize 01 individual or 01 other organization to attend the meeting;
- An institutional shareholder holding less than 10% of the total number of voting shares may authorize a maximum of 02 individuals or 02 other organizations; one holding from 10% to less than 50% of the total number of voting shares may authorize a maximum of 03 individuals or 03 other organizations to attend the meeting; and one holding 50% or more of the total

number of voting shares may authorize a maximum of 04 individuals or 04 other organizations to attend the meeting

b. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders under Point a, Clause 2 of this Article must be made in writing. The letter of authorization shall be made in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the contents, scope and term of the authorization, and the signatures of the authorizing party and the authorized party.

A person authorized to attend the General Meeting of Shareholders must submit the letter of authorization upon registering to attend the meeting. In case of sub-authorization, the attendee must also present the original letter of authorization of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

c. Voting/election ballots of a person authorized to attend the meeting within the scope of authorization remain valid in any of the following cases:

- The authorizing person has died, has restricted civil act capacity or has lost civil act capacity;
- The authorizing person has revoked the appointment of authorization;
- The authorizing person has revoked the authority of the person carrying out the authorization.
- This provision does not apply if the Company receives a notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

3. Method of registration to attend the General Meeting of Shareholders and verification of delegate eligibility on the date of the General Meeting of Shareholders

Before the opening of the meeting, the Company must carry out the shareholder registration procedures and continue registration until all shareholders entitled to attend who are present have registered, in the following order:

a. Upon shareholder registration, the Company shall issue to each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot stating the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes/election ballots of such shareholder. The General Meeting of

Shareholders discusses and votes on each issue on the agenda. Voting is conducted by votes for, against and abstentions. The vote counting results shall be announced by the Chairman/Vote Counting Committee immediately before the closing of the meeting. The Meeting shall elect persons responsible for counting votes or supervising the vote counting at the proposal of the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;

b. Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the opening of the meeting have the right to register immediately and thereafter to participate and vote/elect at the meeting immediately after registration. The Chairman is not responsible for stopping the meeting to allow late shareholders to register, and the validity of the contents voted/elected before then shall remain unchanged.

Article 9. Conditions for conducting the General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when attending shareholders represent more than 50% of the total number of voting shares.
2. Where the first meeting does not satisfy the conditions to be conducted under Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within 30 days, from the date intended for the first meeting. The second General Meeting of Shareholders shall be conducted when attending shareholders represent 33% or more of the total number of voting shares.
3. Where the second meeting does not satisfy the conditions to be conducted under Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the date intended for the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of votes of the attending shareholders.

Article 10. Forms of passing resolutions of the General Meeting of Shareholders

The General Meeting of Shareholders passes resolutions within its competence by voting at a meeting, by collecting written opinions or by other forms prescribed by current laws and the Company's Charter.

Article 11. Contents approved at the General Meeting of Shareholders

1. To approve the Company's development orientations;
2. Audited annual financial statements;
3. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;
4. Report of the Supervisory Board on the Company's business results and the performance of the Board of Directors and the General Director;
5. Self-assessment report on the performance of the Supervisory Board and its members;
6. Dividend rate for each share of each class;
7. Number of members of the Board of Directors and the Supervisory Board;
8. To elect, dismiss and remove members of the Board of Directors and members of the Supervisory Board;
9. Decision on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
10. To approve the list of approved audit firms; to decide on the approved audit firm to examine the Company's operations, and to remove approved auditors when deemed necessary;
11. Supplements and amendments to the Company's Charter;
12. Classes of shares and number of new shares to be issued for each class of shares;
13. Division, separation, consolidation, merger or conversion of the Company;
14. Reorganization and dissolution (liquidation) of the Company and appointment of the liquidator;
15. Decision on investments in or sales of assets with a value of 35% or more of the total asset value recorded in the Company's most recent audited Financial Statements;
16. To decide on the redemption of more than 10% of the total number of sold shares of each class;
17. The Company's entry into contracts and transactions with the persons specified in Clause 1, Article 167 of the Law on Enterprises with a value

equal to or greater than 35% of the Company's total asset value recorded in the most recent financial statements;

18. Approval of the transactions specified in Clause 4, Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities (as amended and supplemented by Clause 84, Article 1 of the Government's Decree No. 245/2025/ND-CP dated September 11, 2025);
19. Approval, supplements and amendments to the Internal Regulations on Corporate Governance, the Regulations on the Operation of the Board of Directors and the Regulations on the Operation of the Supervisory Board;
20. To review and handle violations by members of the Board of Directors and members of the Supervisory Board causing damage to the Company and its shareholders;
21. The Company's annual business plan;
22. Other matters as prescribed by law and the Company's Charter.

Article 12. Voting to approve matters at the meeting

1. General principles

a. All issues on the agenda and contents of the Meeting must be publicly discussed and voted on by the General Meeting of Shareholders.

b. Voting Cards, Voting Ballots and Election Ballots are printed by the Company, stamped with a partial seal and handed directly to delegates at the meeting (together with the set of documents for attending the General Meeting of Shareholders). Each delegate is issued a *Voting Card*, *Voting Ballot* and *Election Ballot*. The *Voting Card*, *Voting Ballot* and *Election Ballot* clearly state the delegate's code, full name, and the number of shares owned and authorized to be voted by such delegate.

2. Regulations on the validity of voting ballots and election ballots

a. **Voting Ballot**

- *A valid voting ballot* is a ballot in the pre-printed form issued by the Organizing Committee, without erasures, alterations, tears or damage,… with no content written other than as prescribed for this ballot, bearing the signature and, below the signature, the full handwritten name of the attending delegate,

and submitted to the Vote Counting Committee before the ballot box seal is opened.

On a voting ballot, a voting choice is valid when the delegate marks one (01) of the three (03) voting boxes..

➢ *An invalid voting ballot* is a ballot whose content does not comply with the provisions on valid Voting Ballots.

b. **Election Ballot**

➢ *A valid election ballot:* is a ballot in the pre-printed form issued by the organizing committee, without erasures or alterations, with no content written other than as prescribed for the ballot; bearing the signature and full name of the attending delegate, and submitted to the Vote Counting Committee before the ballot box seal is opened.

➢ *An invalid election ballot:*

- Content not complying with the provisions on valid Election Ballots;
- A ballot on which the total votes cast for the candidates by the shareholder or representative exceed the total number of votes allowed;
- Other provisions under the Election Regulations.

Article 13. Method of casting votes

1. General principles

- The General Meeting of Shareholders discusses and votes on each issue on the agenda. Voting is conducted by raising cards, casting ballots directly, electronic voting or other electronic forms.
- Delegates vote *For*, *Against* or *Abstain* on an issue put to the vote at the Meeting by raising *Voting Card* or filling in the options on *Voting Ballot*.

2. Forms of voting

a. Voting by *Voting Card*: When voting by raising *Voting Card*, the front side of *Voting Card* must be raised facing the Presidium. If a delegate does not raise *Voting Card* in all three rounds of voting *For*, *Against* or *Abstain* on an issue, the delegate is deemed to vote for that issue. If a delegate raises *Voting Card* more than one (01) time when voting *For*, *Against* or *Abstain* on an issue, the vote is deemed invalid. Under the form of voting by raising *Voting Card*, members of the Delegate Eligibility Verification Committee/Vote Counting

Committee shall record the delegate's code and the corresponding number of votes of each shareholder *For*, *Against*, *Abstain* and *Invalid*.

b. Voting by *Voting Ballot*: When voting by filling in *Voting Ballot*, for each content, the delegate selects one of the three options "*For*", "*Against*", "*Abstain*" pre-printed on *Voting Ballot* by marking "X" or "" in the selected box. After completing all contents to be voted on at the Meeting, the delegate shall put *the Voting Ballot* into the sealed ballot box at the Meeting as instructed by the Vote Counting Committee. *Voting Ballot* must bear the signature and full name of the delegate.

c. Electronic voting is similar to the provisions of Article 31 of these Regulations.

Article 14. Method of casting election ballots

1. General principles

- Strictly comply with the law and the Company's Charter;
- Members of the vote counting committee must not be on the list of nominees or self-nominees for the Board of Directors and the Supervisory Board.

2. Forms of casting election ballots

a. Election by cumulative voting

- Accordingly, each delegate has a total number of votes corresponding to the total number of shares owned or represented multiplied by the number of members to be elected;
- Attending delegates have the right to cast all of their votes for one or several candidates;
- Where additional candidates arise on the day of the meeting, delegates may contact the Vote Counting Committee to be issued a new election ballot and must return the old ballot (before casting it into the ballot box);
- In case of a mistaken choice, delegates shall contact the Vote Counting Committee to be issued a new ballot and must return the old ballot;
- How to fill in election ballots: In accordance with the Election Regulations approved by the General Meeting of Shareholders and relevant laws.
- Principles of election:

+ Elected persons are determined by the number of votes in descending order, starting from the candidate with the highest number of votes until the required number of members is elected.

+ Where two (02) or more candidates obtain the same number of votes for the last seat, a re-election shall be held among the candidates with equal votes.

+ If the first round of election does not elect the required number, further rounds of election shall be held until the required number of members is elected.

b. Election by the voting method: In accordance with Article 14 of these Regulations.

c. Election by electronic voting is similar to the provisions of Article 32 of these Regulations.

Article 15. Method of vote counting

1. Vote counting shall be conducted by aggregating *Voting Card*, *Voting Ballot* and *Election Ballot* by each "*For*", "*Against*", "*Abstain*" or "*Invalid*" case of shareholders for each content discussed at the General Meeting of Shareholders.

2. For sensitive matters and at the request of shareholders, the Company must appoint an independent organization to collect and count the votes.

Article 16. Conditions for a resolution to be passed

1. Resolutions on the following contents are passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting, or if approved by shareholders with voting rights representing sixty-five percent (65%) or more of the total votes when collecting shareholders' opinions in writing, except for the cases specified in Clauses 3 and 4 of this Article:

a) Amendments and supplements to the Company's Charter;

b) Classes of shares and the total number of shares of each class;

c) Types of shares and the number of shares to be offered;

d) Changes in business lines and fields;

e) Changes in the organizational and management structure of the Company;

f) Investment projects or sales of assets with a value of 35% or more of the total asset value recorded in the Company's most recent audited financial statements;

g) Reorganization or dissolution of the Company;

2. Other resolutions are passed when approved by shareholders owning at least 51% of the total votes of all shareholders attending and voting at the meeting, or or when approved by shareholders with voting rights representing fifty-one percent (51%) or more of the total votes when collecting shareholders' opinions in writing, except for the cases specified in Clauses 1, 3 and 4 of this Article.

3. Voting to elect members of the Board of Directors and the Supervisory Board must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and shareholders have the right to cast all or part of their total votes for one or several candidates. Elected members of the Board of Directors or Supervisors are determined by the number of votes in descending order, starting from the candidate with the highest number of votes until the number of members specified in Clause 1, Article 31 or Clause 1, Article 48 of the Company's Charter is reached. Where 02 or more candidates obtain the same number of votes for the last seat on the Board of Directors or the Supervisory Board, a re-election shall be held among the candidates with equal votes, or a selection shall be made according to the criteria specified in the election regulations or the Company's Charter.

4. Resolutions of the General Meeting of Shareholders on matters adversely changing the rights and obligations of shareholders holding preference shares shall only be passed if approved by attending preference shareholders of the same class owning 75% or more of the total preference shares of that class, or approved by preference shareholders of the same class owning 75% or more of the total preference shares of that class in case the resolution is passed by collecting written opinions.

5. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are lawful and effective even if the order and procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

Article 17. Announcement of vote counting results

The Vote Counting Committee shall check, aggregate and report to the Chairman the counting results for each issue. The vote counting results shall be announced by the Chairman/Vote Counting Committee immediately before the closing of the meeting.

Article 18. Method of objecting to decisions of the General Meeting of Shareholders

1. Shareholders who voted against a resolution on the reorganization of the Company or changes in the rights and obligations of shareholders specified in the Company's Charter have the right to request the Company to redeem their shares. The request must be made in writing, clearly stating the name and address of the shareholder, the number of shares of each class, the proposed selling price and the reason for requesting the Company to redeem the shares. The request must be sent to the Company within 10 days from the date the General Meeting of Shareholders passes the resolution on the matters specified in this Clause.

   The Company must redeem the shares at the request of the shareholder at the market price or at a price calculated according to the principles specified in the Company's Charter within 90 days from the date of receipt of the request. If the parties fail to agree on the price, they may request a valuation organization to determine the price. The Company shall recommend at least 03 valuation organizations for the shareholder to choose from, and such choice shall be final.

2. Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the collection of opinions of the General Meeting of Shareholders, a shareholder or group of shareholders specified in Clause 2, Article 16 of the Company's Charter has the right to request a Court or Arbitration to review and annul the resolution or part of the contents of the resolution of the General Meeting of Shareholders in the following cases:

a. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in Clause 5, Article 17 of these Regulations;

b. The contents of the resolution violate the law or the Company's Charter.

Article 19. Preparation of the Minutes of the General Meeting of Shareholders

1. Meetings of the General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be made in Vietnamese, may additionally be made in a foreign language, and shall contain the following principal contents:

a. Name, head office address and enterprise code;

b. Time and venue of the General Meeting of Shareholders;

c. Agenda and contents of the meeting;

d. Full names of the Chairman and the secretary;

e. Summary of the proceedings of the meeting and the opinions expressed at the General Meeting of Shareholders on each issue on the agenda;

f. Number of shareholders and total votes of the attending shareholders, an appendix listing the registered shareholders and shareholders' representatives attending the meeting with the corresponding number of shares and votes;

g. Total votes on each issue voted on, clearly stating the voting method, total valid and invalid votes, votes for, against and abstentions; and the corresponding percentages of the total votes of the attending shareholders;

h. Aggregate number of votes for each candidate (if any);

i. Issues approved and the corresponding approval ratios;

j. Full names and signatures of the Chairman and the secretary. Where the Chairman or the secretary refuses to sign the meeting minutes, such minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and containing all contents specified in this Clause. The meeting minutes shall clearly state the refusal of the Chairman or the secretary to sign them.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairman and the secretary of the meeting or other signatories of the meeting minutes shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

3. Minutes made in Vietnamese and in a foreign language have equal legal validity. In case of any discrepancy in content between the minutes in Vietnamese and in the foreign language, the contents of the minutes in Vietnamese shall prevail.

Article 20. Publication of Resolutions and Minutes of the General Meeting of Shareholders

1. Resolutions, Minutes of the General Meeting of Shareholders, the appendix listing the shareholders registered to attend, letters of authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents accompanying the notice of invitation must be kept at the Company's head office.
2. Resolutions, Minutes of the General Meeting of Shareholders and documents attached to the minutes and resolutions must be disclosed in accordance with the law on information disclosure on the securities market.

Section 2. Regulations on the General Meeting of Shareholders passing Resolutions by collecting written opinions

The Board of Directors has the right to collect shareholders' written opinions on all matters within the competence of the General Meeting of Shareholders as specified in Article 19 of the Company's Charter to pass resolutions of the General Meeting of Shareholders when deemed necessary for the interests of the Company, except for the organization of the annual General Meeting of Shareholders. The collection of shareholders' written opinions shall be carried out in accordance with Clauses 2 and 3, Article 26 of the Company's Charter.

Article 21. Order and procedures for the General Meeting of Shareholders to pass Resolutions by collecting written opinions

1. The Company must disclose information on the preparation of the list of shareholders with voting rights at least 20 days before the record date. The list of shareholders with voting rights shall be made no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders.
2. The Board of Directors must prepare the opinion ballots, draft resolutions of the General Meeting of Shareholders and documents explaining the draft resolutions and send them to all shareholders with voting rights at least 15 days before the deadline for returning the opinion ballots. The requirements and methods for sending opinion ballots and accompanying documents shall be as specified in Clauses 1 and 3, Article 7 of these Regulations.
3. An opinion ballot must contain the following principal contents:

a. Name, head office address and enterprise code;

b. Purpose of collecting opinions;

c. Full name, contact address, nationality and legal document number of the individual for individual shareholders; name, enterprise code or legal document number and head office address for institutional shareholders, or full name, contact address, nationality and legal document number of the individual representative of an institutional shareholder; the number of shares of each class and the number of votes of the shareholder;

d. Issues on which opinions are collected for decision;

e. Voting options including for, against and abstain for each issue on which opinions are collected;

f. Election options (if any)

g. Deadline for returning the completed opinion ballot to the Company;

h. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send completed opinion ballots to the Company by mail, fax or email as follows:

a. In case of sending by mail, the completed opinion ballot must bear the signature of the individual shareholder, or of the authorized representative or legal representative of the institutional shareholder. Opinion ballots sent to the Company must be placed in a sealed envelope and no one may open them before the vote counting;

b. In case of sending by fax or email, opinion ballots sent to the Company must be kept confidential until the time of vote counting;

5. Opinion ballots sent to the Company after the deadline stated in the opinion ballot, or which have been opened in case of sending by mail or disclosed in case of sending by fax or email, are invalid. Opinion ballots not returned are deemed not to have participated in the vote.

Article 22. Vote counting, preparation of Minutes and passing of Resolutions by collecting written opinions

1. Vote counting and preparation of the vote counting Minutes:

The Board of Directors shall count the votes and prepare the vote counting minutes in the presence of the Supervisory Board or of shareholders not holding managerial positions in the Company. The vote counting minutes must contain the following principal contents:

a. Name, head office address and enterprise code;

b. Purpose and issues on which opinions are collected to pass resolutions;

c. Number of shareholders and total votes/election ballots that participated in voting/election, distinguishing between valid and invalid votes/election ballots and the method of sending voting/election ballots, with an appendix listing the shareholders participating in voting/election;

d. Total votes for, against and abstentions on each issue, and total votes for each candidate (if any);

e. Issues approved and the corresponding approval ratios;

f. Full names and signatures of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor.

Members of the Board of Directors, the vote counter and the vote counting supervisor shall be jointly liable for the truthfulness and accuracy of the vote counting minutes, and jointly liable for damage arising from decisions passed due to untruthful or inaccurate vote counting.

2. Resolutions and vote counting Minutes

a. The vote counting minutes and resolutions must be sent to shareholders within 15 days from the end of the vote counting. The sending of the vote counting minutes and resolutions may be replaced by posting them on the Company's website within 24 hours from the end of the vote counting.

b. Resolutions passed by collecting shareholders' written opinions have the same validity as resolutions passed at a General Meeting of Shareholders.

3. Retention of documents:

Completed opinion ballots, vote counting minutes, passed resolutions and relevant documents sent together with the opinion ballots must be kept at the Company's head office.

Article 23. Request for annulment of Decisions of the General Meeting of Shareholders passed by collecting written opinions

In accordance with Clause 2, Article 19 of these Regulations and the Company's Charter.

Section 3. Regulations on the General Meeting of Shareholders passing Resolutions by online conference

Article 24. Notice of convening an online General Meeting of Shareholders

In accordance with Article 7 of these Regulations. However, in case of an online General Meeting of Shareholders, the convener of the General Meeting of Shareholders is obliged to prepare additional guidance documents for shareholders to register and attend the meeting online.

Note: Voting/election ballots need not be sent together with the notice of invitation.

Article 25. Method of registration to attend an online General Meeting of Shareholders

The method of registration to attend an online General Meeting of Shareholders before the opening date of the General Meeting of Shareholders is clearly specified in the Notice of the General Meeting of Shareholders, including:

1. Conditions for participation:

- Being named on the list of shareholders entitled to attend the General Meeting of Shareholders prepared under the Company's notice of exercise of rights.
- Authorized representatives eligible to attend in accordance with the law and the Company's Charter.
- Technical requirements: Delegates need an electronic device connected to the internet (e.g. computer, tablet, mobile phone or other internet-connected electronic device…).

2. Shareholders shall register to attend the online General Meeting of Shareholders according to the guidance documents of the Organizing Committee sent to shareholders or posted on the Company's website. Accordingly, shareholders shall access the link announced by the Organizing Committee and make declarations and verify their shareholder status to attend the meeting.

- Shareholders shall be allowed to attend the online meeting if and only if they have declared and verified their shareholder status. The Organizing Committee also ensures that shareholder access is unique and that each shareholder has only one account to access the online meeting room at any given time.
- The Organizing Committee shall also provide shareholders with the contact information of technical support staff as well as a hotline to assist shareholders in accessing and participating in the meeting.

3. Method of recording Delegates attending the online General Meeting of Shareholders: A Delegate is recorded by the electronic voting system as attending the online General Meeting of Shareholders when the Delegate accesses the system using the access information provided in accordance with Article 27 of these Regulations and has cast an electronic vote on any issue on the Agenda of the online General Meeting of Shareholders.

Article 26. Provision of login information and electronic voting

1. Information on the access link to the electronic voting system, username, password and other identifiers (if any) for attending the online General Meeting of Shareholders shall be provided in the notice of invitation (or in another form of notification of login information prescribed by the Board of Directors). Delegates are responsible for keeping their assigned username, password and other identifiers confidential to ensure that only the Delegate has the right to vote on the electronic voting system, and shall be fully responsible for such registered information.
2. When a Delegate requests the re-provision of login information, the Organizing Committee may provide it in person or by email/telephone. The provision of login information by email or telephone shall only be based on shareholder information from the list of shareholders with voting rights prepared by the Vietnam Securities Depository and Clearing Corporation under the Company's notice of exercise of rights.
3. Delegates use their username, password or other identifiers (if any) to access the electronic voting system and cast electronic votes according to the Agenda of the online General Meeting of Shareholders.

Article 27. Authorization of representatives to attend an online General Meeting of Shareholders

1. Shareholders shall make authorizations in accordance with Clause 2, Article 9 of these Regulations.
2. Certain provisions to note when making online authorizations:

a. Shareholders must provide all information required for online authorization, in particular information on the authorized party: telephone number, contact address and email address. This is the basis for issuing the username, password and other identifiers (if any) to the authorized party.

b. Validity of online authorization: an authorization is only legally valid when the following conditions are met:

- The shareholder has fully filled in the information in the online authorization form and completed the online authorization.
- The letter of authorization printed from the online authorization form bears the signatures, full names and seals (for organizations) of both the authorizing party and the authorized party.
- The Company receives the original letter of authorization before the official opening of the meeting.

c. Revocation of authorization by shareholders who have authorized online: the shareholder shall send an official written request to the Company to revoke the online authorization before the official opening of the meeting. Note that the time at which the revocation takes effect is the time the Company receives the official written request to revoke the online authorization.

d. The revocation of authorization shall be void if the authorized representative has already cast votes/election ballots on any issue on the Agenda of the online General Meeting of Shareholders.

Article 28. Conditions for conducting an online General Meeting of Shareholders

In accordance with Article 10 of these Regulations.

Article 29. Discussion at an online General Meeting of Shareholders

1. Principles:

a. Discussions may only be conducted within the prescribed time and within the scope of the issues presented on the agenda of the General Meeting of Shareholders;

b. Only Delegates may participate in discussions;

c. Delegates wishing to speak shall register their discussion topics in the form specified in the working regulations of the meeting;

d. The Secretariat shall arrange the Delegates' discussion topics in order of registration and forward them to the Chairman.

2. Answering Delegates' questions:

a. Based on the Delegates' discussion topics, the Chairman or a member designated by the Chairman shall answer the Delegates' questions;

b. Where, due to time constraints, questions are not answered directly at the Meeting, the Company shall answer them afterwards.

Article 30. Forms of passing Resolutions of an online General Meeting of Shareholders

The General Meeting of Shareholders passes Resolutions within its competence by electronic voting.

Article 31. Method of online voting

1. Method of casting votes:

a. Delegates select one of the three voting options For, Against or Abstain for each issue put to the vote at the Meeting as set up in the electronic voting system.

b. Delegates then confirm their votes for the electronic voting system to record the results.

2. Method of casting election ballots:

a. Election by cumulative voting: Unless otherwise provided by the Company's Charter, voting to elect members of the Board of Directors and the Supervisory Board must be conducted by cumulative voting (equal cumulative voting or specified-number voting). Accordingly, Delegates vote by ticking the "Cumulative voting" box or clearly writing the number of votes in the "Number of votes" box for the corresponding candidates on the Election Ballot set up in the electronic voting system. Delegates then confirm their election votes for the electronic voting system to record the results.

b. Election by the voting method (if any): In accordance with the voting provisions in Point a of this Article.

3. Certain other provisions on electronic voting:

a. Where a Delegate does not vote or elect on all issues on the agenda of the Meeting, the issues not voted/elected on shall be deemed as issues on which the Delegate did not cast votes/election ballots.

b. Where issues arise outside the agenda already sent, Delegates may cast additional votes/election ballots. If a Delegate does not vote/elect on such

arising issues, the Delegate is deemed not to have cast votes/election ballots on such arising issues.

c. Delegates may change their voting/election results (but may not cancel them), including the results of additional voting/election on issues arising outside the agenda of the Meeting. The online system only counts the final voting/election results at the end of the electronic voting time of each vote counting round as specified in the working regulations of the meeting.

d. Where a Delegate uses specified-number voting: invalid ballots are as specified in the election regulations.

e. The electronic voting time is specified in the working regulations of the meeting. Delegates may access the electronic voting system and vote 24 hours a day, 07 days a week, except during system maintenance or for other reasons beyond the Company's control. At the end of the voting time, the system no longer records electronic votes from Delegates.

Article 32. Method of online vote counting

When Delegates vote/elect, the number of votes and election ballots are recorded in the system according to the number of votes for, votes against and abstentions.

Article 33. Announcement of vote counting results of the online conference

Based on the vote counting minutes recorded as prescribed in Article 32 of these Regulations, the Vote Counting Committee shall check, aggregate and report to the Chairman the vote counting results for each issue on the agenda of the meeting. The vote counting results shall be announced by the Chairman/Vote Counting Committee immediately before the closing of the meeting

Article 34. Preparation of the minutes of the General Meeting of Shareholders

1. In accordance with Article 20 of these Regulations.
2. The venue recorded in the minutes of the online General Meeting of Shareholders is the location where the Chairman of the Meeting is present to conduct the Meeting. This location must be within the territory of Vietnam.
3. The form of approving the minutes of the General Meeting of Shareholders is specified in the Company's Working Regulations at each General Meeting of Shareholders.

Article 35. Publication of Resolutions and Minutes of the General Meeting of Shareholders

In accordance with Article 21 of these Regulations.

Section 4. Regulations on the General Meeting of Shareholders passing Resolutions by in-person conference combined with online conference

Article 36. Notice of convening the General Meeting of Shareholders

In accordance with Article 7 of these Regulations.

Article 37. Method of registration to attend the General Meeting of Shareholders

In accordance with Clause 1, Article 9 and Article 26 of these Regulations.

Article 38. Authorization of representatives to attend the General Meeting of Shareholders

In accordance with Clause 2, Article 9 and Article 28 of these Regulations.

Article 39. Conditions for conducting the meeting

In accordance with Article 10 of these Regulations.

Article 40. Forms of passing resolutions of the General Meeting of Shareholders

In accordance with Articles 11 and 31 of these Regulations.

Article 41. Method of voting

In accordance with Articles 14, 15 and 32 of these Regulations.

Article 42. Method of vote counting

In accordance with Articles 16 and 33 of these Regulations.

Article 43. Announcement of vote counting results

In accordance with Articles 18 and 34 of these Regulations.

Article 44. Preparation of the minutes of the General Meeting of Shareholders

In accordance with Articles 20 and 35 of these Regulations.

Article 45. Publication of Resolutions and Minutes of the General Meeting of Shareholders

In accordance with Article 21 of these Regulations.

CHAPTER 3 – BOARD OF DIRECTORS

Section 1. General provisions

Article 46. Role, rights, obligations and responsibilities of the Board of Directors

The Board of Directors is the management body of the Company and has full authority to exercise all rights on behalf of the Company, except for matters falling within the competence of the General Meeting of Shareholders. The Board of Directors operates on a collective basis and must fully comply with its responsibilities and obligations as prescribed by law and the Company's Charter.

1. The Board of Directors has the rights, obligations and responsibilities specified in Articles 33 and 34 of the Company's Charter and Articles 153 and 167 of the Law on Enterprises. In addition, the Board of Directors has responsibilities and obligations under Article 278 of Decree 155/2020, specifically as follows:

a. To be accountable to shareholders for the Company's operations;
b. To treat all shareholders equally and respect the interests of persons with interests related to the Company;
c. To ensure that the Company's operations comply with the law, the Charter and the Company's internal regulations;
d. To develop the Regulations on the Operation of the Board of Directors for submission to the General Meeting of Shareholders for approval and publish them on the Company's website in accordance with the guidance in Circular 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies under the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
e. To supervise and prevent conflicts of interest of members of the Board of Directors, members of the Supervisory Board, the General Director and other managers, including the misuse of the Company's assets and abuse of transactions with related parties;
f. To develop the Internal Regulations on Corporate Governance and submit them to the General Meeting of Shareholders for approval in accordance with Article 270 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

g. To appoint the Person in charge of corporate governance;

h. To organize training on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Person in charge of corporate governance and other managers of the Company;

i. To report on the Company's corporate governance at the annual General Meeting of Shareholders and disclose information in the Company's Annual Report in accordance with the securities law on information disclosure;

j. Other rights and obligations as prescribed by the Company's Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors;

k. Within the scope specified in Clause 2, Article 33 of the Company's Charter and except for cases specified in Clause 3, Article 167 of the Law on Enterprises which must be approved by the General Meeting of Shareholders, the Board of Directors shall, from time to time, decide on the amendment and suspension of the Company's major contracts for renegotiation with partners if deemed to affect the interests of the Company;

l. Plans serving production and business, and investment projects within and outside the annual plan within the competence of the Board of Directors;

m. Matters concerning organization, labor and wages, and other transactions and matters which the Board of Directors decides require approval within the scope of its powers and responsibilities.

3. The Board of Directors assigns each member of the Board of Directors to directly monitor one or several areas of work; and decentralizes and delegates authority to members of the Board of Directors in charge of sub-committees under the Board of Directors.

Article 47. Rights, obligations and responsibilities of members of the Board of Directors

1. Members of the Board of Directors have full rights, obligations and responsibilities as prescribed by the Law on Enterprises, the Law on Securities, relevant laws, the Company's Charter and these Regulations.

2. In addition to the rights, obligations and responsibilities specified in Clause 1 of this Article, members of the Board of Directors have the responsibilities and obligations under Article 277 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, specifically as follows:

a. To perform their duties honestly and prudently in the best interests of the shareholders and the Company;

b. To fully attend meetings of the Board of Directors and give opinions on the issues brought up for discussion;

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

d. To report to the Board of Directors at its nearest meeting transactions between the Company, its subsidiaries or companies in which the public company controls 50% or more of the charter capital and members of the Board of Directors and their related persons; and transactions between the Company and companies in which a member of the Board of Directors is a founding member or an enterprise manager within the 03 most recent years prior to the time of the transaction;

e. To disclose information when conducting transactions in the Company's shares in accordance with the law.

Section 2 – Regulations on Nomination, Self-nomination, Election, Dismissal and Removal of members of the Board of Directors

Article 48. Number, term of office and composition of members of the Board of Directors

1. The Board of Directors consists of 05 members.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and members may be re-elected for an unlimited number of terms. Where the terms of office of all members of the Board of Directors expire at the same time, such members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

3. The composition of the Company's Board of Directors must ensure that at least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

4. A member of the Board of Directors ceases to be a member of the Board of Directors in case of dismissal, removal or replacement by the General Meeting of Shareholders as prescribed in Article 53 of these Regulations.

Article 49. Standards and conditions for members of the Board of Directors

1. Members of the Board of Directors must satisfy the standards and conditions specified in Clause 1, Article 32 of the Company's Charter as follows:

a. Not being a subject specified in Clause 2, Article 17 of the Law on Enterprises;

b. Holding at least a university degree; having professional qualifications and experience in business management or in the Company's principal business lines, and not necessarily being a shareholder of the Company;

c. A member of the Company's Board of Directors may only concurrently be a member of the Board of Directors or Members' Council of at most 05 other companies;

d. Members of the Board of Directors must not be family members of the General Director and other Managers of the Company;

e. Other conditions and standards as prescribed by current laws, the Internal Regulations on Corporate Governance and other regulations of the Company from time to time;

Article 50. Nomination and self-nomination of members of the Board of Directors

1. A shareholder or group of shareholders owning 10% or more of the total number of ordinary shares has the right to nominate candidates to the Board of Directors in accordance with the Law on Enterprises and the Company's Charter. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates to the Board of Directors. Ordinary shareholders forming a group to nominate persons to the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders. The number of Board of Directors candidates that may be nominated depends on the percentage of shares owned by the shareholder or group of shareholders against the total number of voting shares, as follows:

a. From 10% to less than 20%: may nominate a maximum of one (01) candidate;

b. From 20% to less than 30%: may nominate a maximum of two (02) candidates;

c. From 30% to less than 40%: may nominate a maximum of three (03) candidates;

d. From 40% to less than 50%: may nominate a maximum of four (04) candidates;

e. From 50% or more: may nominate a maximum of five (05) candidates.

2. Where the number of Board of Directors candidates through nomination and self-nomination is still insufficient as required under Article 49 of these Regulations, the incumbent Board of Directors shall introduce additional candidates or organize the nomination of Board of Directors candidates in accordance with Point b, Clause 3, Article 16 of the Company's Charter or the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

3. Where the number of candidates additionally nominated by the incumbent Board of Directors under Clause 2 of this Article is still insufficient, the Board of Directors shall organize nominations by other shareholders in accordance with the Company's Charter, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors. The organization by the incumbent Board of Directors of additional nominations of candidates by other shareholders must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

Article 51. Method of electing members of the Board of Directors

Voting to elect members of the Board of Directors must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members of the Board of Directors to be elected, and shareholders have the right to cast all or part of their total votes for one or several candidates. Elected members of the Board of Directors are determined by the number of votes in descending order, starting from the candidate with the highest number of votes until the number of members specified in Clause 1, Article 49 of these Regulations is reached. Where 02 or more candidates obtain the same number of votes for the last seat on the Board of Directors, a re-election shall be held among the candidates with equal votes, or a selection shall be made according to the criteria specified in the election regulations or the Company's Charter.

Article 52. Cases of dismissal, removal, replacement and addition of members of the Board of Directors

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

a. Failing to satisfy the standards and conditions specified in Clause 1, Article 50 of these Regulations;

b. Having submitted a resignation letter which is accepted;

c. No longer being an authorized representative or capital representative of an institutional shareholder as decided by such organization;

d. Being an authorized representative of an institutional shareholder which is no longer a shareholder of the Company.

e. Other cases as specified in the Company's Charter.

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

a. Failing to participate in the activities of the Board of Directors for 06 consecutive months without the approval of the Board of Directors, and the Board of Directors decides that such person's position is vacant, except in force majeure events.

b. Other cases as specified in the Company's Charter.

3. When deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors, or dismiss or remove members of the Board of Directors in cases other than those specified in Clauses 1 and 2 of this Article.

4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in case the number of members of the Board of Directors is reduced by more than 1/3 compared with the number of members of the Board of Directors specified in Clause 1, Article 49 of these Regulations. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members of the Board of Directors is reduced by more than 1/3.

Article 53. Notification of the election, dismissal and removal of members of the Board of Directors

After a decision on the election, dismissal or removal of members of the Board of Directors, the Company is responsible for disclosing information within the Company and to relevant authorities, in the mass media and on the Company's website in accordance with the order and provisions of current laws.

Article 54. Method of introducing candidates for membership of the Board of Directors

Where Board of Directors candidates have been identified, the Company must disclose information relating to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must make a written commitment to the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, prudently and in the best interests of the Company if elected as members of the Board of Directors. The disclosed information relating to Board of Directors candidates includes:

a. Full name, date of birth;

b. Professional qualifications;

c. Work history;

d. Other managerial positions (including positions on the Boards of Directors of other companies);

e. Interests related to the Company and the Company's related parties;

f. The Company is responsible for disclosing information about the companies in which the candidate holds the position of member of the Board of Directors or other managerial positions and the interests related to the Company of the Board of Directors candidate (if any).

g. Other information (if any) as prescribed in the Company's Charter.

Article 55. Election, removal and dismissal of the Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed and removed by the Board of Directors from among its members.

2. The Chairman of the Board of Directors may not concurrently hold the position of General Director.

3. The Chairman of the Board of Directors is responsible for directing the work of the Board of Directors during their term of office, and for considering and deciding on the governance work of the Company in accordance with the Company's Charter, internal regulations and current laws. The Chairman of the Board of Directors has the following rights and obligations:

a. To formulate the programs and operation plans of the Board of Directors; to monitor and urge members of the Board of Directors in performing their duties;

b. To prepare agendas, contents and documents for meetings; to convene, preside over and chair meetings of the Board of Directors;

c. To organize the passing of resolutions and decisions of the Board of Directors;

d. To supervise the implementation of resolutions and decisions of the Board of Directors and the Company's activities;

e. To chair the General Meeting of Shareholders;

f. Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.

4. Where the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation letter or the dismissal or removal.

5. Where the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize in writing another member to exercise the rights and perform the obligations of the Chairman of the Board of Directors. Where there is no authorized person, or the Chairman of the Board of Directors dies, goes missing, is held in temporary detention, is serving a prison sentence, is subject to an administrative handling measure at a compulsory drug rehabilitation establishment or compulsory education establishment, absconds from their place of residence, has restricted or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one of their members to hold the position of Chairman of the Board of Directors by a majority vote of the remaining members until a new decision of the Board of Directors is made.

Section 3 – Remuneration, salaries, bonuses and other benefits of members of the Board of Directors

Article 56. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration for each member on a consensus basis. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at its annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at its annual meeting.
4. Members of the Board of Directors holding executive positions, or members of the Board of Directors working on sub-committees of the Board of Directors or performing other work outside the scope of the ordinary duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum fee per assignment, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to reimbursement of all travel, meal, accommodation and other reasonable expenses incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or sub-committees of the Board of Directors.
6. Members of the Board of Directors may be provided with liability insurance by the Company upon approval of the General Meeting of Shareholders. Such insurance does not cover liabilities of members of the Board of Directors relating to violations of the law and the Company's Charter.

Section 4 – Regulations on the order and procedures for organizing meetings of the Board of Directors

Article 57. Minimum number of meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of such Board of Directors. This meeting shall be convened and chaired by the member with the highest number or percentage of votes. Where more than one member has the same highest number or percentage of votes, the members shall elect by majority one of them to convene the meeting of the Board of Directors.
2. The Board of Directors shall meet at least once every quarter and may hold extraordinary meetings.

Article 58. Cases where an extraordinary meeting of the Board of Directors must be convened

1. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

a. At the request of the Supervisory Board;

b. At the request of the General Director or at least 05 other managers;

c. At the request of at least 02 members of the Board of Directors;

d. Other cases as prescribed by the Company's Charter.

2. A request specified in Clause 1 of this Article must be made in writing, clearly stating the purposes and the issues to be discussed and decided within the competence of the Board of Directors.
3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of a request specified in Clause 1 of this Article. If the Chairman fails to convene a meeting of the Board of Directors as requested, the Chairman of the Board of Directors shall be liable for any damage caused to the Company; the requester has the right to convene the meeting of the Board of Directors in place of the Chairman of the Board of Directors.

Article 59. Notice of meetings of the Board of Directors and the right of members of the Supervisory Board to attend meetings of the Board of Directors

1. The Chairman of the Board of Directors or the convener of a meeting of the Board of Directors must send the notice of invitation at least 05 working days before the meeting date. The notice of invitation must specify the time and venue of the meeting, the agenda and the issues to be discussed and decided. The notice of invitation must be accompanied by the documents used at the meeting and the members' voting ballots.

   The notice of invitation to a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means or other methods prescribed by the Company's Charter, ensuring that it reaches the contact address of each member of the Board of Directors registered with the Company.

2. The Chairman of the Board of Directors or the convener shall send the notice of invitation and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors.

   Members of the Supervisory Board have the right to attend meetings of the Board of Directors and to discuss but not to vote.

Article 60. Conditions for holding meetings of the Board of Directors

A meeting of the Board of Directors shall be conducted when at least 3/4 of the total number of members attend. Where a meeting convened under this Clause does not have the required number of attending members, it shall be convened for the second time within 07 days from the date intended for the first meeting. In this case, the meeting shall be conducted if more than 1/2 of the members of the Board of Directors attend.

Article 61. Method of voting

1. A member of the Board of Directors is considered to attend and vote at a meeting in the following cases:

a. Attending and voting in person at the meeting;

b. Authorizing another person to attend the meeting and vote in accordance with Article 64 of these Regulations;

c. Attending and voting via online conference, electronic voting or other electronic forms;

d. Sending voting ballots to the meeting by mail, fax or email;

e. Sending voting ballots by other means as prescribed in the Company's Charter.

2. Where voting ballots are sent to the meeting by mail, they must be placed in a sealed envelope and delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots may only be opened in the presence of all meeting attendees.

3. Voting

a. Except as provided in Point b, Clause 3 of this Article, each member of the Board of Directors or authorized person under Clause 1 of this Article who is personally present at a meeting of the Board of Directors has 01 vote;

b. A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or their related person has an interest that conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted towards the minimum quorum required to hold a meeting of the Board of Directors on decisions on which such member has no voting rights;

c. In accordance with Point d of this Article, when an issue arises at a meeting concerning the interests or voting rights of a member of the Board of Directors and such member does not voluntarily waive their voting rights, the ruling of the Chairman of the meeting shall be final, unless the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;

d. A member of the Board of Directors benefiting from a contract as specified below is deemed to have a material interest in such contract:

- For transactions with a value of less than 35% of the total asset value recorded in the most recent financial statements, the material contents of the contract or transaction as well as the relationships and interests of the member of the Board of Directors have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors without related interests;

- For transactions with a value of 35% or more, or transactions resulting in a transaction value arising within 12 months from the date of the first transaction of 35% or more, of the total asset value recorded in the most recent financial statements, the material contents of such transaction as well as the relationships and interests of the member of the Board of Directors have been

disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders without related interests.

- Contracts and transactions for borrowing or selling assets with a value of more than 10% of the total asset value recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total number of voting shares or a related person of such shareholder have been disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders without related interests.

e. Supervisors have the right to attend meetings of the Board of Directors and to discuss but not to vote.

4. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction signed or proposed to be signed with the Company and who is aware of having an interest therein is responsible for disclosing such interest at the first meeting of the Board at which the signing of such contract or transaction is discussed. Where a member of the Board of Directors is not aware that they or their related persons have an interest at the time the contract or transaction is signed with the Company, such member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after such member becomes aware that they have or will have an interest in the above transaction or contract.

5. The Board of Directors has the right to collect written opinions of members of the Board of Directors to pass Resolutions of the Board of Directors when approving matters within the competence of the Board of Directors under Articles 47 and 48 of these Regulations and other provisions of law and the Company's Charter.

   A resolution in the form of collecting written opinions is passed on the basis of the approval of a majority of the members of the Board of Directors with voting rights. Such resolution has the same effect and validity as a resolution passed at a meeting.

6. Meetings of the Board of Directors may be held in the form of an online conference among members of the Board of Directors when all or some members are at different locations, provided that each participating member is able to:

a. Hear each of the other participating members of the Board of Directors speak at the meeting;

b. Speak to all other attending members simultaneously. Discussions among members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting is deemed to be "present" at that meeting. The venue of a meeting held under this provision is the location where the largest number of members of the Board of Directors are present, or the location where the Chairman of the meeting is present.

   Decisions passed at a telephone meeting duly organized and conducted take effect immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending such meeting.

7. The Chairman of the Board of Directors is responsible for sending the minutes of meetings of the Board of Directors to the members, and such minutes constitute conclusive evidence of the work conducted at the meeting unless objections to the contents of the minutes are raised within ten (10) days from the date of sending. Minutes of meetings of the Board of Directors shall be made in Vietnamese and may also be made in a foreign language. The minutes must bear the signatures of the Chairman and the minute-taker.

Article 62. Method of passing resolutions of the Board of Directors

Resolutions and decisions of the Board of Directors are passed if approved by a majority of the attending members; in case of a tie, the final decision shall be on the side of the opinion of the Chairman of the Board of Directors.

Article 63. Authorization by members of the Board of Directors for others to attend meetings

Members of the Board of Directors must fully attend meetings of the Board of Directors and give opinions on the issues brought up for discussion. Meetings of the Board of Directors pass decisions by voting at the meeting or by collecting written opinions. Each member of the Board of Directors has one (01) vote. A member of the Board of Directors may authorize another person to attend a meeting if approved by a majority of the remaining members of the Board of Directors.

Article 64. Preparation of minutes of meetings of the Board of Directors

1. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, recorded and stored in other electronic forms. The minutes must be made in Vietnamese and may additionally be made in a foreign language, and shall contain the following principal contents:

a. Name, head office address and enterprise code;

b. Time and venue of the meeting;

c. Purposes, agenda and contents of the meeting;

d. Full name of each member attending the meeting or person authorized to attend and the manner of attendance; full names of members not attending and the reasons;

e. Issues discussed and voted on at the meeting;

f. Summary of the opinions expressed by each attending member in the chronological order of the meeting;

g. Voting results, clearly stating the members who voted for, against and abstained;

h. Issues approved and the corresponding approval ratios;

i. Full names and signatures of the Chairman, the minute-taker and all members of the Board of Directors attending the meeting, except for the case specified in Article 66 of these Regulations.

2. The Chairman, the minute-taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the meeting of the Board of Directors.

3. Minutes of meetings of the Board of Directors and documents used at the meetings must be kept at the Company's head office.

4. Minutes made in Vietnamese and in a foreign language have equal legal validity. In case of any discrepancy in content between the minutes in Vietnamese and in the foreign language, the contents of the minutes in Vietnamese shall prevail.

Article 65. Cases where the Chairman and/or secretary refuses to sign the Minutes of a meeting of the Board of Directors

Where the Chairman or the minute-taker refuses to sign the meeting minutes, but the minutes are signed by all other members of the Board of Directors who attended and agreed to approve the meeting minutes, and contain all contents specified in Points a, b, c, d, dd, e, g and h, Article 66 of these Regulations, such minutes shall be valid. The meeting minutes shall clearly state the refusal of the Chairman or the minute-taker to sign them. The signatories of the meeting minutes shall be jointly liable for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The Chairman and the minute-taker shall be personally liable for damage caused to the enterprise due to their refusal to sign the meeting minutes in accordance with this Law, the Company's Charter and relevant laws.

Article 66. Notification of resolutions and decisions of the Board of Directors

After issuing Resolutions and Decisions of the Board of Directors, the Company is responsible for disclosing information within the Company and to relevant authorities, in the mass media and on the Company's website in accordance with the order and current regulations.

Section 5 - Sub-committees under the Board of Directors

Article 67. Sub-committees under the Board of Directors

1. The Board of Directors may establish sub-committees under it in charge of development policies, personnel, remuneration and bonuses, internal audit, risk management, etc. The number of members of a sub-committee shall be decided by the Board of Directors, with at least 03 persons including members of the Board of Directors and external members. Non-executive members of the Board of Directors should constitute the majority of a sub-committee, and one of them shall be appointed Head of the sub-committee as decided by the Board of Directors. The activities of sub-committees must comply with the regulations of the Board of Directors. Resolutions of a sub-committee are only valid when a majority of its members attend and vote in favor at a meeting of the sub-committee.
2. The implementation of decisions of the Board of Directors or of sub-committees under the Board of Directors must be in accordance with current

laws and the provisions of the Company's Charter and the Internal Regulations on Corporate Governance.

3. Members of the Board of Directors directly monitor, consistently and effectively, one or several areas of work assigned to them by the Board of Directors. The assigned work, duties and powers of members of the Board of Directors shall be specified for each area of work assigned. Members of the Board of Directors are responsible for convening and chairing thematic meetings and workshops on the assigned work and have the right to use the Company's executive apparatus to implement the policies, orientations, strategies, resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

Section 6 - Selection, appointment and dismissal of the Person in charge of corporate governance

Article 68. Standards for the Person in charge of corporate governance

The Person in charge of corporate governance may not concurrently work for the approved audit firm auditing the Company's financial statements.

Article 69. Appointment of the Person in charge of corporate governance

The Company's Board of Directors must appoint at least 01 Person in charge of corporate governance to support corporate governance work at the enterprise. The Person in charge of corporate governance may concurrently act as Company Secretary in accordance with Article 39 of the Company's Charter.

Article 70. Cases of dismissal of the Person in charge of corporate governance

The Board of Directors may remove or dismiss the Person in charge of corporate governance when necessary, provided that this is not contrary to current labor laws.

Article 71. Notification of the appointment and dismissal of the Person in charge of corporate governance

After a decision on the appointment or dismissal of the Person in charge of corporate governance, the Company is responsible for disclosing information within the Company and to relevant authorities, in the mass media and on the Company's website in accordance with the order and provisions of current laws.

Article 72. Rights and Obligations of the Person in charge of corporate governance

The Person in charge of corporate governance has the following rights and obligations:

a. To advise the Board of Directors on organizing General Meetings of Shareholders as prescribed and on related work between the Company and its shareholders;

b. To prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c. To advise on meeting procedures;

d. To attend meetings;

e. To advise on procedures for preparing resolutions of the Board of Directors in accordance with the law;

f. To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Supervisory Board;

g. To supervise and report to the Board of Directors on the Company's information disclosure activities;

h. To act as the focal point of contact with stakeholders;

i. To keep information confidential in accordance with the law and the Company's Charter;

j. Other rights and obligations as prescribed by law and the Company's Charter.

CHAPTER 4 – SUPERVISORY BOARD

Article 73. Role, rights and obligations of the Supervisory Board; responsibilities of members of the Supervisory Board and the Head of the Supervisory Board

1. Role, rights and obligations of the Supervisory Board:

a. To be accountable to shareholders for its supervisory activities;

b. To ensure coordination of activities with the Board of Directors, the General Director and shareholders;

c. The Supervisory Board supervises the Company's financial position and the compliance with the law in the activities of members of the Board of Directors, the General Director and other managers in managing and operating the Company;

d. To examine the rationality, legality, truthfulness and degree of prudence in the management and operation of business activities; the systematism, consistency and appropriateness of accounting, statistics and preparation of financial statements;

e. To appraise the completeness, legality and truthfulness of the business performance reports, the annual and semi-annual financial statements of the Company and the reports assessing the management work of the Board of Directors, and to submit appraisal reports at the annual General Meeting of Shareholders. To review contracts and transactions with related persons within the approval competence of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring the approval of the Board of Directors or the General Meeting of Shareholders;

f. To propose and recommend to the General Meeting of Shareholders for approval the list of audit firms approved to audit the Company's Financial Statements; to decide on the approved audit firm to examine the Company's operations, and to remove approved auditors when deemed necessary;

g. To review, examine and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management and early warning systems;

h. To review accounting books, accounting records and other documents of the Company, and the management and operation of the Company's activities

when deemed necessary or under a resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders specified in Clause 2, Article 16 of the Company's Charter;

i. Upon request of a shareholder or group of shareholders specified in Clause 2, Article 16 of the Company's Charter, the Supervisory Board shall conduct an inspection within 07 working days from the date of receipt of the request. Within 15 days from the end of the inspection, the Supervisory Board must report on the matters requested to be inspected to the Board of Directors and the requesting shareholder or group of shareholders. Inspections by the Supervisory Board under this Clause must not obstruct the normal operations of the Board of Directors or interrupt the management of the Company's business operations;

j. To recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement and improve the organizational structure for management, supervision and operation of the Company's business activities;

k. Upon detecting that a member of the Board of Directors, the General Director or another executive has violated the law or the Company's Charter, the Supervisory Board must immediately notify the Board of Directors in writing, requesting the violator to stop the violation and take measures to remedy the consequences;

l. To attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company;

m. To use independent consultants and the Company's internal audit department to perform assigned duties;

n. The Supervisory Board may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;

o. Annually, the Supervisory Board shall formulate a plan and the contents to be inspected and supervised at the Company's affiliated units, report this plan to the Board of Directors for information and notify the Executive Board for coordinated implementation.

p. To develop the Regulations on the Operation of the Supervisory Board and submit them to the General Meeting of Shareholders for approval;

q. To report to the General Meeting of Shareholders as prescribed in Article 290 of the Government's Decree 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

r. Other rights and obligations as prescribed by law and the Company's Charter;

2. Members of the Supervisory Board have the rights prescribed by the Law on Enterprises, relevant laws, the Company's Charter and the Regulations on the Operation of the Supervisory Board. Members of the Supervisory Board are responsible for complying with the law, the Company's Charter, the Regulations on the Operation of the Supervisory Board and professional ethics in exercising the assigned rights and performing the assigned obligations, including the right to access information and documents relating to the Company's operations.

a. Documents and information must be sent to the Supervisory Board at the same time and in the same manner as to members of the Board of Directors, including:

- Meeting invitations, ballots for collecting opinions of members of the Board of Directors and accompanying documents;
- Resolutions, decisions and meeting minutes of the General Meeting of Shareholders and the Board of Directors;
- Reports of the Director or General Director submitted to the Board of Directors or other documents issued by the Company;

b. To access the Company's records and documents kept at the head office, branches and other locations; and to visit the workplaces of the Company's managers and employees during working hours;

c. To request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company.

3. Rights and obligations of the Head of the Supervisory Board:

a. To convene and chair meetings of the Supervisory Board;

b. On behalf of the Supervisory Board, to request the Board of Directors, the General Director and other executives of the Company to provide relevant information for reporting to the Supervisory Board;

c. To prepare and sign the reports of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders;

d. To prepare agendas for meetings of the Supervisory Board on the basis of considering the issues and concerns of all members of the Supervisory Board relating to matters within the duties and powers of the Supervisory Board;

e. On behalf of the Supervisory Board, to request the Board of Directors to hold an extraordinary meeting when necessary to perform the duties of the Supervisory Board; on behalf of the Supervisory Board, to convene an extraordinary General Meeting of Shareholders when the Board of Directors commits violations of law as prescribed by this Charter and the law;

f. On behalf of the Supervisory Board, to sign documents within the competence of the Supervisory Board;

g. To prepare work plans and assign specific tasks to members of the Supervisory Board in accordance with the Operating Regulations of the Supervisory Board;

h. To ensure that members of the Supervisory Board receive complete, objective, accurate and comprehensible information on the matters to be considered by the Supervisory Board; to ensure that there is sufficient time before and during meetings of the Supervisory Board to discuss and consider complex or controversial issues;

i. To supervise and direct members of the Supervisory Board in performing their assigned tasks and the general duties and powers of the Supervisory Board;

j. On behalf of the Supervisory Board, to attend meetings of the Company's Board of Directors, give opinions and make recommendations but without voting rights;

k. To request that their opinions be recorded in the minutes of meetings of the Company's Board of Directors if such opinions differ from the decisions of the Company's Board of Directors;

l. To authorize another member of the Supervisory Board to perform their duties during their absence;

m. Other duties and powers as prescribed by the Company's Charter and current laws;

Article 74. Number, term of office, composition and structure of members of the Supervisory Board

1. The Company's Supervisory Board consists of three (03) members.
2. The term of office of a Supervisor shall not exceed 05 years and Supervisors may be re-elected for an unlimited number of terms.
3. Members of the Supervisory Board are not necessarily shareholders of the Company.
4. Where the terms of office of members of the Supervisory Board expire at the same time but members of the Supervisory Board for the new term have not yet been elected, the members of the Supervisory Board whose terms have expired shall continue to exercise their rights and perform their obligations until the members of the Supervisory Board for the new term are elected and take office.
5. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; the election, dismissal and removal shall be carried out on the majority principle. The rights and obligations of the Head of the Supervisory Board are prescribed by the Company's Charter. More than half of the members of the Supervisory Board must reside permanently in Vietnam.

Article 75. Standards and conditions for members of the Supervisory Board

1. Supervisors must satisfy the following standards and conditions:

a. Not being a subject specified in Clause 2, Article 17 of the Law on Enterprises;

b. Having been trained in one of the fields of economics, finance, accounting, auditing, law, business administration or a field suitable for the enterprise's business operations;

c. Not being a family member of a member of the Board of Directors, the General Director or other Managers of the Company; not being a family member of an enterprise manager of the Company, a capital representative of an enterprise, or a representative of state capital at the Company;

d. Not being a manager of the Company; not necessarily being a shareholder or employee of the Company;

e. Not working in the accounting or finance department of the Company;

f. Not being a member or employee of the independent audit firm auditing the Company's financial statements in the preceding 03 consecutive years.

g. Other standards and conditions as prescribed by other relevant laws and the Company's Charter.

2. The Head of the Supervisory Board must hold at least a university degree in one of the fields of economics, finance, accounting, auditing, law, business administration or a field relating to the enterprise's business operations.

Article 76. Nomination and self-nomination of members of the Supervisory Board

1. A shareholder or group of shareholders owning 10% or more of the total number of ordinary shares has the right to nominate candidates to the Supervisory Board in accordance with the Law on Enterprises and the Company's Charter. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates to the Supervisory Board. Ordinary shareholders forming a group to nominate persons to the Supervisory Board must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders. The number of Supervisory Board candidates that may be nominated depends on the percentage of shares owned by the shareholder or group of shareholders against the total number of voting shares, as follows:

a. From 10% to less than 20%: may nominate a maximum of one (01) candidate;

b. From 20% to less than 30%: may nominate a maximum of two (02) candidates;

c. From 30% or more: may nominate a maximum of three (03) candidates.

2. Where the number of Supervisory Board candidates through nomination and self-nomination is still insufficient as required under Article 75 of these Regulations, the incumbent Supervisory Board shall introduce additional candidates or organize the nomination of Supervisory Board candidates in accordance with Point b, Clause 3, Article 16 of the Company's Charter or the Regulations on the Operation of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

3. The method of introducing candidates for membership of the Supervisory Board is similar to that for introducing candidates for membership of the Board of Directors specified in Article 55 of these Regulations.

Article 77. Method of electing members of the Supervisory Board

Voting to elect members of the Supervisory Board must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members of the Supervisory Board to be elected, and shareholders have the right to cast all or part of their total votes for one or several candidates. Elected members of the Supervisory Board are determined by the number of votes in descending order, starting from the candidate with the highest number of votes until the number of members specified in Article 75 of these Regulations is reached. Where 02 or more candidates obtain the same number of votes for the last seat on the Supervisory Board, a re-election shall be held among the candidates with equal votes, or a selection shall be made according to the criteria specified in the election regulations, the Regulations on the Operation of the Supervisory Board or the Company's Charter.

Article 78. Cases of dismissal and removal of members of the Supervisory Board

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

a. No longer meeting the standards and conditions to be a member of the Supervisory Board as prescribed in Clause 1, Article 76 of these Regulations;

b. Having submitted a resignation letter which is accepted;

c. Other cases as prescribed by the Company's Charter.

2. The General Meeting of Shareholders shall remove a member of the Supervisory Board in the following cases:

a. Failing to complete assigned duties and tasks;

b. Failing to exercise their rights and perform their obligations for 06 consecutive months, except in force majeure events;

c. Repeatedly or seriously violating the obligations of a member of the Supervisory Board as prescribed by the Law on Enterprises and the Company's Charter;

d. Other cases as decided by resolution of the General Meeting of Shareholders.

Article 79. Notification of the election, dismissal and removal of members of the Supervisory Board

After a decision on the election, dismissal or removal of members of the Supervisory Board, the Company is responsible for disclosing information within the Company and to relevant authorities, in the mass media and on the Company's website in accordance with the order and provisions of current laws.

Article 80. Salaries and other benefits of members of the Supervisory Board

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

CHAPTER 5 - GENERAL DIRECTOR AND OTHER EXECUTIVES

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the day-to-day business of the Company. Executives of the Company include the General Director, Deputy General Directors, the Chief Accountant and other managerial positions appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be approved by resolutions or decisions of the Board of Directors.

Article 81. Role, responsibilities, rights and obligations of the General Director

1. The General Director is the legal representative of the Company and is responsible for managing the day-to-day business of the Company in accordance with the law, Article 43 of the Company's Charter and the Resolutions and Decisions of the Board of Directors; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and the law for the exercise of the assigned rights and the performance of the assigned obligations.

2. The General Director has the following rights and obligations:

a. To organize, direct and manage the Deputy General Directors, the advisory and support apparatus and the units within the Company in carrying out matters relating to the day-to-day production and business operations of the Company, except for matters within the competence of the General Meeting of Shareholders and the Board of Directors, in accordance with best management practices and in the best interests of the Company and its shareholders;

b. To organize the implementation of and fully comply with the resolutions, decisions, orientations, strategies and policies of the Board of Directors and the General Meeting of Shareholders;

c. To be responsible for organizing the implementation of the Company's business plans and investment plans approved by the General Meeting of Shareholders and the Board of Directors;

d. To propose plans for the organizational structure and internal management regulations of the Company;

e. To appoint, dismiss and remove managerial positions in the Company, except for positions within the competence of the Board of Directors, after approval by the Board of Directors;

f. To decide on salaries and other benefits for employees of the Company, including managers within the appointing competence of the General Director;

g. To recruit employees after the Board of Directors has approved the recruitment policies and principles;

h. To propose, recommend and advise the Board of Directors on plans for dividend payment, interim dividend payment or the handling of business losses of the Company or its subsidiaries;

i. To be responsible for negotiating and signing contracts on behalf of the Company in accordance with the law, except for cases within the competence of the Board of Directors;

j. To submit semi-annual and annual financial finalization reports to the Company's Board of Directors;

k. To assign and authorize Deputy General Directors in charge of each area of operation;

l. To organize the monitoring, inspection and supervision of the activities of units within the Company;

m. To implement the regime of periodic reports, ad hoc reports and reports on the results of other work (resolutions, decisions, business results…) to the Board of Directors and the Supervisory Board; to prepare all reports on the agendas as requested by the Board of Directors and the Supervisory Board;

n. To request the Board of Directors to convene an extraordinary meeting to resolve matters beyond the powers of the General Director or major changes in the Company;

o. To make decisions beyond their competence in emergencies such as natural disasters, enemy attacks, fires, incidents, etc. and be responsible for such decisions, and to immediately report to the Board of Directors for further resolution;

p. Other rights and obligations as prescribed by law, the Company's Charter, the Internal Regulations on Corporate Governance of the Company and resolutions and decisions of the Board of Directors.

Article 82. Term of office, standards and conditions of the General Director

1. The term of office of the General Director shall not exceed 05 years and the General Director may be reappointed for an unlimited number of terms.

2. The General Director must satisfy the following standards and conditions:

a. Not being a subject specified in Clause 2, Article 17 of the Law on Enterprises;

b. Not being a related person of an enterprise manager or Supervisor of the Company, a representative of state capital, or a capital representative of an enterprise at the Company;

c. Holding at least a university degree; Having professional qualifications and experience in the business administration of the Company;

Article 83. Self-nomination and nomination of the General Director

The Board of Directors and the Board of General Directors have the right to nominate candidates for General Director in accordance with the standards and conditions specified in Article 83 of these Regulations and submit them to the Board of Directors for consideration when the Company needs to seek a General Director.

Article 84. Appointment, dismissal, contract signing and contract termination in respect of the General Director

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

2. The Board of Directors may dismiss the General Director when approved by a majority of the attending members of the Board of Directors with voting rights, and appoint a new General Director as a replacement.

3. The Board of Directors has the authority to sign and terminate contracts and decide on the terms of the labor contract as specified in Point i, Clause 2, Article 33 of the Company's Charter and Articles 82 and 83 of these Regulations.

Article 85. Notification of the appointment, dismissal, contract signing and contract termination in respect of the General Director

After a decision on the election, dismissal or removal of the General Director, the Company is responsible for disclosing information within the Company and

to relevant authorities, in the mass media and on the Company's website in accordance with the order and provisions of current laws.

Article 86. Deputy General Directors, Chief Accountant

1. Deputy General Directors assist the General Director in managing the Company as assigned and authorized by the General Director. In addition to the duties and powers specified in the Company's Charter and other regulations, Deputy General Directors have the following rights and duties:

a. To advise the Board of Directors and the General Director in directing and managing the Company's operations;

b. To perform tasks assigned by the Board of Directors and the General Director;

c. To implement the regime of periodic or ad hoc reports at the request of the Board of Directors and the General Director on the assigned tasks;

d. To propose opinions and measures to resolve matters relating to the assigned tasks and contribute opinions on resolving other matters relating to the organization and operation of the Company;

e. When authorized to perform the role of the General Director on behalf of the General Director, the Deputy General Director shall be fully accountable to the Board of Directors, the General Meeting of Shareholders and the law for their decisions during the authorized period and shall be responsible for reporting to the General Director on the matters resolved during the General Director's absence;

2. The Chief Accountant is responsible for organizing the financial and accounting work of the Company, assisting the General Director in preserving and developing the Company's capital; proposing solutions and conditions for raising capital for production, business and development investment needs of the Company; managing, inspecting and supervising the financial and accounting work of the Company in accordance with the law on finance and accounting; and has the powers and obligations prescribed by law. The Chief Accountant is accountable to the General Director, the Company's Board of Directors and the law for the assigned and authorized tasks. The selection criteria for the Company's Chief Accountant shall comply with the Law on Accounting and other legal provisions.

3. The appointment, dismissal, signing and termination of contracts in respect of Deputy General Directors and the Chief Accountant shall comply with the Company's Charter and current laws.

Article 87. Salaries and other benefits of the General Director, Deputy General Directors and Chief Accountant

1. The Board of Directors decides on the payment of salaries, bonuses and other benefits to the General Director, Deputy General Directors and the Chief Accountant.
2. Salaries of executives are included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at its annual meeting.

CHAPTER 6 – OTHER ACTIVITIES

Article 88. Procedures and order for convening, sending meeting invitations, taking minutes and announcing meeting results among the Board of Directors, the Supervisory Board and the General Director

The procedures and order for convening, sending meeting invitations, taking minutes and announcing meeting results among the Board of Directors, the Supervisory Board and the General Director shall follow the procedures and order for convening meetings of the Board of Directors specified in Section 4, Chapter 3 of these Regulations.

Article 89. Notification of Resolutions and Decisions of the Board of Directors to the Supervisory Board

Resolutions, Decisions and minutes of meetings of the Board of Directors, once issued, must be sent to members of the Supervisory Board at the same time and in the same manner as to members of the Board of Directors.

Article 90. Notification of Resolutions and Decisions of the Board of Directors to the General Director

Resolutions and Decisions of the Board of Directors (with contents relating to the responsibilities, powers and obligations of the General Director), once issued, must be sent to the General Director at the same time and in the same manner as to members of the Board of Directors.

Article 91. Cases where the Supervisory Board and the General Director request the convening of a meeting of the Board of Directors and matters requiring the opinion of the Board of Directors

1. Cases of requesting the convening of a meeting of the Board of Directors

a. The Supervisory Board may request the convening of a meeting of the Board of Directors in the following cases:

- At the request of a shareholder or group of shareholders as specified in Clause 2, Article 16 of the Company's Charter.
- When it considers that the right of members of the Supervisory Board to access information and documents relating to the Company's operations has not been fully exercised in accordance with current laws and the Company's Charter;

- Upon detecting violations of the law or the Company's Charter by members of the Board of Directors, the General Director or other executives after having notified the Board of Directors in writing in accordance with Point k, Clause 1, Article 74 of these Regulations, but the violator has not stopped the violation or taken measures to remedy the consequences;

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

- When it considers that the rights of the General Director specified in Clause 2, Article 82 of these Regulations are not being exercised;
- Upon detecting violations of the law or the Company's Charter by other executives after having notified the Board of Directors in writing, but the violator has not stopped the violation or taken measures to remedy the consequences;

2. Matters on which the General Director must seek the opinion of the Board of Directors:

a. To develop and submit to the Board of Directors plans for the organizational structure and operation of the Company;

b. To be responsible for submitting and advising the Board of Directors on the consideration and decision of matters within the competence of the Board of Directors in all areas.

c. To develop and submit to the Board of Directors, before the Board of Directors submits to the General Meeting of Shareholders for resolution, matters within the competence of the General Meeting of Shareholders;

d. To authorize a Deputy General Director to manage the general activities of the Company under the charge of the General Director when the General Director is absent for an extended period;

e. To propose the assignment and authorization of Deputy General Directors to take charge of each area of the Company's production and business operations;

f. Regarding management and operation:

- To propose measures to improve the Company's operations and management;
- To report to the Board of Directors on the review and development of professional procedures relating to the Company's business operations and day-to-day work within the competence of the General Director;

- To develop and submit production and business plans, investment projects, borrowing...; plans for the procurement of equipment and fixed assets; plans for repair, upgrading, renovation… detailing each item, or the overall plan for the use of capital for the following fiscal year in line with the actual situation and financial plan of the Company; to approve plans, cost estimates, dossiers, procedural steps for procurement, contractor selection,...
- To submit to the Board of Directors contents under the plan approved for the year or contents arising outside the plan before implementation, and to sign contracts after approval by the competent authority;

g. Regarding personnel, labor and wages

- To develop long-term, short-term and annual plans for organization, staff planning, staffing and managerial personnel... for submission to the Board of Directors;
- To prepare plans for submission to the Board of Directors for approval of the wage scale and payroll system;
- To prepare annual labor and wage plans and finalization reports for submission to the Board of Directors before submission to the City People's Committee for approval;
- To recommend to the Board of Directors the standards and number of employees and managerial staff that the Company needs to recruit in order to further improve management; to propose to the Board of Directors the salaries, other benefits and other terms of the labor contracts of such employees and managerial staff in special cases, on the principle of compliance with the organizational structure, recruitment regulations and other regulations relating to the Company's employees;
- To propose other matters relating to employees and other managers such as organizational work (decisions on appointment, reappointment, dismissal, removal, rotation, contract termination, sending employees for training or business trips at home and abroad...) and other regimes relating to employees (number of employees in the Company, salaries, allowances, social insurance, welfare, commendation and discipline…);

h. To prepare plans for submission to the Board of Directors for approval of matters relating to the Company's relationship with the trade union in accordance with best management standards, practices and policies, the

practices and policies specified in the Company's Charter, the Company's regulations and current laws.

i. Other contents when deemed to best ensure the interests of the Company.

Article 92. Reports of the General Director to the Board of Directors on the performance of assigned duties and powers

1. Reports on the implementation of Resolutions of the Board of Directors and the General Meeting of Shareholders, and the Company's business plans and investment plans approved by the Board of Directors and the General Meeting of Shareholders;
2. Quarterly and annual reports assessing the financial position and production and business performance of the Company;
3. Reports on improvements in organizational structure, policies and management;
4. Annual reports on the implementation of obligations towards the environment, the community and employees;
5. Reports on the implementation of contents of the Board of Directors and the General Meeting of Shareholders;
6. Reports on other matters as requested by the Board of Directors.

Article 93. Review of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director

Based on the General Director's report on the performance of assigned duties and powers under Article 82 of these Regulations, the Board of Directors shall review the results of the implementation of resolutions and other matters assigned by the Board of Directors to the General Director.

Article 94. Matters on which the General Director must report and provide information, and the method of notification to the Board of Directors and the Supervisory Board

1. Matters on which the General Director must report and provide information, and the method of notification to the Board of Directors:

a. The contents specified in Clause 2, Article 92 of these Regulations;

b. To implement the regime of periodic and ad hoc reports to the Board of Directors and the Supervisory Board; to prepare all reports on the agendas as requested by the Board of Directors and the Supervisory Board;

c. The General Director is obliged to notify the Board of Directors of transactions between the Company, its subsidiaries or other companies in which the Company controls 50% or more of the charter capital and the General Director himself/herself or their related persons in accordance with the law;

d. Other contents requiring opinions of or reports to the Board of Directors must be sent at least 07 working days in advance, and the Board of Directors shall respond within seven (07) working days;

e. Particularly for the approval of contracts and transactions with related persons as specified in Clause 1, Article 167 of the Law on Enterprises with a value of less than 35% of the enterprise's total asset value recorded in the most recent audited financial statements, the person representing the Company in signing the contract or transaction must notify the members of the Board of Directors and the members of the Supervisory Board of the related parties to such contract or transaction, enclosing the draft contract or the principal contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notice; members of the Board of Directors with interests related to the parties to the contract or transaction shall have no voting rights;

2. Matters on which the General Director must report and provide information, and the method of notification to the Supervisory Board:

a. Reports of the General Director submitted to the Board of Directors or other documents issued by the Company shall be sent to the Supervisory Board at the same time and in the same manner as to members of the Board of Directors in accordance with Clause 1 of this Article.

b. The General Director and other executives must provide complete, accurate and timely information and documents on the management, operation and business activities of the Company at the request of members of the Supervisory Board or the Supervisory Board.

Article 95. Coordination of control, management and supervision activities among members of the Board of Directors, members of the Supervisory Board and the General Director according to the specific duties of the above members

1. Coordination between members of the Supervisory Board and the Board of Directors:

The Supervisory Board has the role of supervising, coordinating, advising and informing fully, promptly and accurately. Specifically:

a. Regularly informing the Board of Directors of the results of its activities, and consulting the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;

b. At meetings of the Supervisory Board, the Supervisory Board has the right to request members of the Board of Directors, the General Director and representatives of the approved audit firm to attend and answer matters requiring clarification;

c. The Supervisory Board is obliged to notify the Board of Directors of transactions between the Company, its subsidiaries or other companies in which the Company controls 50% or more of the charter capital and such persons themselves or their related persons in accordance with the law;

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

2. Coordination between the Supervisory Board and the General Director:

The Supervisory Board has the function of inspection and supervision.

a. At meetings of the Supervisory Board, the Supervisory Board has the right to request the General Director (together with members of the Board of Directors and representatives of the approved audit firm) to attend and answer matters requiring clarification that are of concern to members of the Supervisory Board;

b. Members of the Supervisory Board have the right to request the General Director to facilitate access to records and documents relating to the Company's business operations at the head office or the place where records are kept;

c. The General Director shall create favorable conditions for the Supervisory Board to exercise its rights and perform its obligations.

3. Coordination between the Board of Directors and the General Director:

The General Director manages the operations of the Company on its behalf, ensuring that the Company operates continuously and effectively.

Contents requiring the opinion of the Board of Directors as specified in Clause 2, Article 92 of these Regulations must be sent at least 07 working days before the expected date of receiving a response.

Article 96. Regulations on annual evaluation of commendation and discipline for members of the Board of Directors, members of the Supervisory Board, the General Director and other executives

Based on current laws, the Company's Charter and the Company's Regulations on Commendation and Discipline.

CHAPTER 7 - AMENDMENTS TO THE REGULATIONS ON CORPORATE GOVERNANCE

Article 97. Supplements and amendments to the Regulations on Corporate Governance

1. Any supplement to or amendment of these Regulations must be considered and decided by the General Meeting of Shareholders of the Company.
2. Where there are legal provisions relating to the Company's operations not mentioned in these Regulations, or where new legal provisions differ from the provisions of these Regulations, such legal provisions shall automatically apply and govern the Company's operations.

CHAPTER 8 - EFFECTIVE DATE

Article 98. Effective date

1. These Regulations, consisting of 08 Chapters and 99 Articles, were unanimously approved by the General Meeting of Shareholders of Da Nang Water Supply Joint Stock Company on October 30, 2026 which also approved the full text of these Regulations taking effect.
2. These Regulations are the sole and official regulations of the Company.
3. Copies or extracts of the Regulations on Corporate Governance must bear the signature of the Chairman of the Board of Directors./.

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN



Ho Huong