

No: 26-1225 /QĐ-PBHC

Ho Chi Minh City, April 28, 2026

DECISION

Regarding the Promulgation of the Internal Regulations on Corporate Governance of Petrovietnam Fertilizer and Chemicals Corporation

BOARD OF DIRECTORS OF PETROVIETNAM FERTILIZER AND CHEMICALS CORPORATION

- Pursuant to the current Charter of Petrovietnam Fertilizer and Chemicals Corporation;
- Pursuant to Article 9 of Resolution No. 71/NQ-ĐHĐCĐ dated 23 April 2026 of the Annual General Meeting of Shareholders of the Corporation regarding the approval of the Internal Regulations on Corporate Governance of the Corporation and the authorization to the Board of Directors for promulgation thereof,

HEREBY DECIDES:

Article 1. To promulgate together with this Decision the “Internal Regulations on Corporate Governance of Petrovietnam Fertilizer and Chemicals Corporation” in accordance with the contents approved by the General Meeting of Shareholders of the Corporation under Resolution No. 71/NQ-ĐHĐCĐ dated 23 April 2026.

Article 2. The Regulations referred to in Article 1 of this Decision shall take effect from the date of promulgation and shall replace the Internal Regulations on Corporate Governance of the Corporation promulgated under Decision No. 288/QĐ-PBHC dated 30 June 2023 of the Board of Directors, as amended and supplemented by Decision No. 24-208/QĐ-PBHC dated 31 May 2024 and Decision No. 24-242/QĐ-PBHC dated 04 July 2024 of the Board of Directors.

Article 3. The Presidents & CEO and heads of divisions/units within the Corporation shall be responsible for implementation of this Decision./.

Recipients:

- BOD, BOM, BOS;
- Divisions/Units;
- Filing: Administration.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOD**

(signed & sealed)

Nguyễn Xuân Hòa

**INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
OF PETROVIETNAM FERTILIZER AND CHEMICALS
CORPORATION – JOINT STOCK COMPANY**

*(Promulgated together with Decision No. 26-1225/QĐ-PBHC dated 28/04/2026 of the
Board of Directors of the Corporation)*

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CHAPTER I. GENERAL PROVISIONS

Article 1. Purpose

The purpose of promulgating the Internal Corporate Governance Regulations is to implement the principles of corporate governance as prescribed by current legal documents and the Corporation's Charter in practical governance activities, ensuring that corporate governance activities comply with the law, operate effectively, and aim toward sustainable development.

Article 2. Scope of Regulation and Applicable Entities

2.1. Scope of Regulation:

The Internal Regulations on Corporate Governance of Petrovietnam Fertilizer and Chemicals Corporation – JSC (the “Corporation”) provide for the roles, rights, and obligations of the General Meeting of Shareholders (GMS), the Board of Directors (BOD), and the President & CEO; the order and procedures for convening and conducting General Meeting of Shareholders meetings; the nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Board of Supervisors (BOS), and the President & CEO; and other activities in accordance with the Corporation's Charter and other prevailing laws and regulations.

2.2. Applicable Entities:

These Regulations shall apply to members of the Board of Directors, the Board of Supervisors, the President & CEO, and related persons.

Article 3. Definition of Terms

Unless otherwise defined, the terms used in these Regulations shall have the same meanings as those defined in the Corporation's Charter, the Law on Enterprises, the Law on Securities, and other relevant legal documents.

In these Regulations, references to one or more provisions or relevant legal documents shall include any amendments, supplements, or replacement documents thereto.

CHAPTER II. CORPORATE GOVERNANCE STRUCTURE OF THE CORPORATION

Article 4. Corporate Governance Structure of the Corporation

The corporate governance structure of the Corporation consists of: the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors, and the President & CEO.

CHAPTER III. GENERAL MEETING OF SHAREHOLDERS

Article 5. Roles, Rights, and Obligations of the General Meeting of Shareholders

The General Meeting of Shareholders, comprising all shareholders with voting rights, serves as the highest decision-making authority of the Corporation and shall have the rights and obligations as prescribed in Article 14 of the Corporation's Charter.

Article 6. Convening the General Meeting of Shareholders

6.1. Persons Authorized to Convene Meetings

- a. The Board of Directors shall convene annual and extraordinary meetings of the General Meeting of Shareholders in accordance with the Corporation's Charter;
- b. The Board of Supervisors shall replace the Board of Directors in convening an extraordinary General Meeting of Shareholders in cases where the Board of Directors is required to convene such meeting but fails to do so within the time limit prescribed by the Corporation's Charter;
- c. A shareholder or a group of shareholders holding 5% or more of the ordinary shares shall have the right to convene an extraordinary General Meeting of Shareholders in cases where such shareholder or shareholder group has requested the convening of the meeting but neither the Board of Directors nor the Board of Supervisors convenes the meeting within the prescribed time limit.

6.2. Decision to Convene Meetings

The issuance of a decision to convene a General Meeting of Shareholders as provided in Clause 6.1 of this Article must comply with the regulations on organizational operations and the authority of the convening person/entity.

Based on a lawful decision to convene a General Meeting of Shareholders, the Corporation's managers and executives shall be responsible for establishing an organizing committee and/or appointing the necessary personnel to carry out the preparation and organization of the meeting at the request of the authorized convening person/entity, in compliance with the Corporation's Charter and these Regulations.

Article 7. Procedures for Preparing the List of Shareholders Entitled to Attend the General Meeting of Shareholders and Issuing Meeting Notices

7.1. Preparation of the List and Notice of Record Date for Shareholders Entitled to Attend the Meeting

The Corporation's shareholder list shall be centrally managed by the Vietnam Securities Depository and Clearing Corporation (VSDC). Based on the decision to convene the General Meeting of Shareholders by the authorized convening person/entity, the Chairperson of the Board of Directors/President & CEO of the Corporation shall issue a notice regarding the record date for determining shareholders entitled to attend the meeting in accordance with VSDC regulations and submit such notice to VSDC and the Ho Chi Minh City Stock Exchange (HOSE).

Immediately after VSDC/HOSE approves the contents of the notice on the record date for shareholders and HOSE publishes such notice on its website, the notice shall also be published on the Corporation's website. The date on which the Corporation receives the list of shareholders entitled to attend the meeting from VSDC shall be deemed the date of preparation of the List of Shareholders Entitled to Attend the Meeting.

The time limits relating to the preparation of the list of shareholders entitled to attend the meeting and the disclosure of information regarding such list shall comply with Point a, Clause 2, Article 17 of the Corporation's Charter.

7.2. Contents of the Meeting Notice

The contents and template of the meeting notice shall be determined by the convening person/entity, but must include the following information:

- a. Name, head office address, and enterprise registration number of the Corporation;
- b. Name and contact address of the shareholder;
- c. Type of meeting (annual or extraordinary), and the convening instance (first, second, or third convening);
- d. Form of organization of the meeting;
- e. Meeting agenda and contents;
- f. Time and venue of the meeting;
- g. Signature of the convening person/entity and the corporate seal;
- h. List of enclosed documents or instructions on where meeting documents may be accessed;
- k. Requirements regarding identification documents that shareholders must bring to the meeting;
- l. Other matters deemed necessary by the convening person/entity.

7.3. Delivery of Meeting Notices

The convening person/entity shall send the notice of invitation to the General Meeting of Shareholders in accordance with Clause 3, Article 17 of the Corporation's Charter.

The term "contact address" as prescribed in Clause 3, Article 17 of the Corporation's Charter shall mean the physical address, email address, or fax number declared and registered by the shareholder with the Corporation or with the agency/organization conducting securities trading or depository activities.

7.4. Registration for Attendance and Authorization to Attend the Meeting

Shareholders are responsible for notifying in advance their attendance at the meeting through appropriate communication methods as specifically instructed in the meeting notice/invitation letter in order to facilitate the organizing committee's preparation for the meeting. Shareholders attending the meeting on the meeting date shall be guided by the organizing committee to register their attendance, verify shareholder status, and receive meeting documents and voting ballots/election ballots.

Shareholders may attend the meeting in person or authorize a representative to attend on their behalf. Procedures for authorization to attend the meeting shall be carried out in accordance with Article 15 of the Corporation's Charter and the detailed instructions provided in the meeting notice/invitation letter.

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

The convening person/entity of the General Meeting of Shareholders shall be responsible for preparing the draft agenda and contents of the meeting, as well as the documents relating to the meeting agenda and contents.

A shareholder or group of shareholders satisfying the conditions prescribed in Clause 2, Article 11 of the Corporation's Charter shall have the right to make recommendations and

proposals regarding the agenda and contents of the General Meeting of Shareholders in accordance with Clause 4, Article 17 of the Corporation's Charter.

Article 9. Conditions for Conducting the General Meeting of Shareholders

Meetings of the General Meeting of Shareholders shall be conducted when the conditions prescribed in Article 18 of the Corporation's Charter and the corresponding provisions of enterprise laws are satisfied.

Article 10. Procedures and Methods for Voting, Election Balloting, and Adoption of Minutes and Resolutions at In-Person General Meetings of Shareholders

10.1. Voting Methods

Voting on matters submitted to the General Meeting of Shareholders for approval (except for the election of members of the Board of Directors and the Board of Supervisors as provided in Clause 10.2 of this Article) shall be conducted by voting ballots corresponding to the number of voting rights of each shareholder, with the voting options being: approval, disapproval, and abstention/no opinion.

The Corporation shall apply information technology solutions to ensure that vote counting is accurate, prompt, and convenient for shareholders. Each attending shareholder shall be provided with one (01) voting ballot clearly stating the number of voting rights corresponding to the shareholder's shareholding and each matter to be submitted to the General Meeting of Shareholders for approval according to the meeting agenda. Shareholders shall select one voting option for each matter.

Shareholders shall complete the voting process by depositing their voting ballots into the ballot box at the relevant time according to the meeting agenda and at the request of the Chairperson of the meeting.

10.2. Election Methods for the Board of Directors and the Board of Supervisors

The election of members of the Board of Directors and members of the Board of Supervisors shall be conducted using the cumulative voting method. Ballots for the election of the Board of Directors and the Board of Supervisors shall contain information on the number of voting rights corresponding to the shareholder's shareholding, the list of valid candidates, the maximum number of members to be elected, and summary instructions on the cumulative voting method. The election procedures shall be specifically and comprehensively set out in the election guidance documents prepared by the organizing committee.

Shareholders shall complete the election process by depositing their election ballots into the ballot box at the time specified in the meeting agenda and at the request of the Chairperson of the meeting.

10.3. Vote Counting Procedures

The Vote Counting Committee shall conduct vote counting in a separate area at the venue of the General Meeting of Shareholders. The Vote Counting Committee may engage supporting personnel and apply appropriate technological solutions to assist in vote counting, ensuring the accuracy, honesty, and objectivity of the vote-counting results. Upon request of shareholders, the Chairperson of the meeting shall invite certain shareholder representatives to supervise the collection and counting of voting/election ballots.

The determination of voting/election results of the General Meeting of Shareholders for relevant matters shall be based on the provisions of the Corporation's Charter and applicable laws.

10.4. Invalid Ballots

- Ballots not issued by the Corporation;
- Ballots that are damaged, deformed, or erased to the extent that the Vote Counting Committee lacks sufficient basis to determine the accuracy of any information stated therein;
- Ballots not signed by the shareholder and/or the shareholder's authorized representative, or lacking full and accurate names;
- Voting ballots selecting more than one option for the same matter on the meeting agenda; election ballots not completed in accordance with the cumulative voting instructions stated on the ballot and the election procedures set out in the organizing committee's election guidance documents;
- Ballots submitted after the ballot box has been unsealed.

The provisions of this Clause shall not apply to electronic ballots in the case of online General Meetings of Shareholders, hybrid meetings combining in-person and online participation, or collection of shareholder opinions through online voting.

10.5. Announcement of Vote Counting Results

Upon completion of vote counting, the Vote Counting Committee shall prepare minutes thereof and report the results to the Chairperson of the meeting. The Chairperson shall invite the Vote Counting Committee to announce the vote-counting results before the entire General Meeting of Shareholders.

The vote-counting results publicly announced before the General Meeting of Shareholders shall serve as the basis for the Meeting Secretary to incorporate them into the draft Minutes and draft Resolution of the meeting.

The conditions for adoption of resolutions of the General Meeting of Shareholders shall comply with Article 20 of the Corporation's Charter.

10.6. Adoption of the Meeting Minutes

The Meeting Secretary shall present a summary of the draft Minutes of the meeting for approval by the General Meeting of Shareholders in the manner prescribed in Clause 10.1 of this Article.

Article 11. Authority and Procedures for Collecting Written Opinions of Shareholders to Adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders shall be implemented in accordance with Article 21 of the Corporation's Charter. The order and procedures for conducting the collection of written opinions from shareholders shall be carried out in a manner similar to that prescribed in Articles 6, 7, and 10 of these Regulations.

Article 12. Procedures for Conducting the General Meeting of Shareholders via Online Format, Hybrid Format (In-Person Combined with Online), and Procedures for Collecting Written Opinions of Shareholders through Electronic Voting

12.1. Conditions for Organizing an Online General Meeting of Shareholders, a Hybrid General Meeting of Shareholders, and Collecting Shareholder Opinions through Electronic Voting

a. Based on actual circumstances, the Board of Directors/the convening person/entity of the General Meeting of Shareholders shall have the authority to decide whether to organize an annual or extraordinary General Meeting of Shareholders in the form of an in-person meeting in accordance with the procedures prescribed in the Charter, or in the form of an online General Meeting of Shareholders, or a combination of both forms in accordance with the procedures prescribed in this Article. When deciding to collect written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders pursuant to Article 21 of the Corporation's Charter, the Board of Directors shall decide whether to apply the procedures prescribed in Article 21 of the Charter or the procedures for collecting shareholder opinions through electronic voting as prescribed in these Regulations.

b. The organization of an online General Meeting of Shareholders, a hybrid meeting combining in-person and online participation, and the collection of shareholder opinions through electronic voting shall include the principal contents provided in these Regulations. However, where deemed necessary, the Board of Directors may issue additional detailed guidelines on certain related matters for the purpose of organizing and conducting online General Meetings of Shareholders, hybrid meetings, and electronic voting in accordance with actual circumstances and technological solutions.

12.2. Contents of Meeting Notices and Delivery of Notices for the General Meeting of Shareholders / Notices for Collecting Shareholder Opinions

The contents of the meeting notice shall comply with Article 7.2 of these Regulations.

The methods for issuing notices of online General Meetings of Shareholders, hybrid meetings combining in-person and online participation, and notices for collecting shareholder opinions through electronic voting shall be implemented in the same manner as notices for in-person General Meetings of Shareholders in accordance with applicable laws, the Corporation's Charter, and these Regulations.

Documents enclosed with the meeting notice shall comply with Clause 3, Article 17 of the Corporation's Charter and may include other contents deemed necessary by the convening person/entity to suit practical circumstances. The agenda of the General Meeting of Shareholders and documents relating to matters to be voted on at the meeting shall be notified to shareholders and published on the Corporation's website. The convening person/entity of the General Meeting of Shareholders shall also be responsible for preparing additional guidance documents for shareholders regarding registration and participation in online meetings.

For meetings organized in a hybrid format combining in-person and online participation, the venue of the in-person General Meeting of Shareholders shall be the location where the Chairperson attends and presides over the meeting. The Corporation shall arrange additional technical equipment for live broadcasting of the meeting proceedings to shareholders attending online through access accounts provided by the Corporation (or a service provider designated by the Corporation) to participate in the meeting, ensuring

stable and uninterrupted meeting quality and proceedings, and enabling shareholders attending either in person or online to fully exercise their rights throughout the meeting.

12.3. Registration for Attendance at the General Meeting of Shareholders

a. For shareholders attending in person:

Shareholders shall register for attendance in accordance with Clause 7.4, Article 7 of these Regulations.

b. For shareholders attending online:

Shareholders shall access the link announced by the Corporation and log in using the Access Account to attend the online meeting and cast votes in accordance with the guidance documents provided by the Corporation together with the Meeting Invitation Letter and/or published on the Corporation's website. Successful login of the Access Account to the Online System shall constitute verification of shareholder status. A shareholder shall be recognized as attending the online meeting only when the Access Account has successfully logged into the system.

12.4. Verification of Shareholder Status

a. For shareholders attending in person:

Shareholders may attend the meeting in person or through an authorized representative in accordance with Clause 7.4, Article 7 of these Regulations.

b. For shareholders attending online:

Representatives of the Organizing Committee shall, based on the number of shareholders submitting voting ballots to the meeting and the number of Access Accounts successfully logged into the Online System at the opening time of the meeting, determine the total number of shareholders attending the online meeting and announce the number of attending shareholders, the total number of voting shares, and the attendance ratio at the opening time in order for the online meeting to proceed in accordance with regulations.

12.5. Conditions for Conducting Online and Hybrid General Meetings of Shareholders

General Meetings of Shareholders shall be conducted when the conditions prescribed in Article 18 of the Corporation's Charter and the corresponding provisions of enterprise laws are satisfied. The total number of shareholders/authorized representatives attending the meeting shall include participants attending through both in-person and online formats.

12.6. Agenda and Contents of Online and Hybrid General Meetings of Shareholders

The agenda and contents of an online General Meeting of Shareholders and a hybrid General Meeting of Shareholders combining in-person and online participation must be approved by the General Meeting of Shareholders immediately upon the opening of the meeting. Shareholders or groups of shareholders satisfying the conditions prescribed in Clause 2, Article 11 of the Corporation's Charter shall have the right to make recommendations and proposals regarding the agenda and contents of the General Meeting of Shareholders in accordance with Clause 4, Article 17 of the Corporation's Charter.

12.7. Electronic Voting Methods

The methods of voting and election shall correspond to the provisions of Clauses 10.1 and 10.2, Article 10 of these Regulations.

12.8. Electronic Voting by Shareholders Attending Online Meetings

- a. The Corporation shall use technical facilities/software systems enabling shareholders to conduct electronic voting and/or other electronic methods for recording online voting by shareholders or their authorized representatives on matters included in the meeting agenda. Specific methods shall depend on the technical facilities or solutions used by the Corporation for the online meeting and shall be announced to shareholders prior to each online meeting.
- b. In cases where shareholders successfully log in to attend the online meeting but do not cast votes on one, several, or all matters, such shareholders shall be recorded as not participating in voting on those matters.
- c. The voting period for each matter requiring shareholder opinion shall be announced by the Chairperson during the meeting.

12.9. Voting Results

- a. Vote counting shall be based on the number of electronic votes cast by shareholders or their authorized representatives and/or other valid voting methods.
- b. Vote-counting results during the electronic voting period shall be compiled and calculated by the Corporation's software system or by the service provider supplying electronic voting services to the Corporation.
- c. The vote-counting results shall be announced immediately at the General Meeting of Shareholders after completion of the vote counting and prior to the closing of the meeting.
- d. The Vote Counting Committee shall receive information on electronic voting results for consolidation of voting outcomes. The Vote Counting Committee shall be responsible for the accuracy of such vote counting.

12.10. Adoption of Resolutions of the General Meeting of Shareholders at the Meeting

The voting ratios required for adoption of resolutions of the online General Meeting of Shareholders shall comply with Article 20 of the Corporation's Charter.

12.11. Adoption of Meeting Minutes and Publication of Meeting Resolutions

The Meeting Secretary shall present a summary of the draft Minutes of the meeting and the Meeting Resolution through the online system.

12.12. Other Matters

Any matters not specifically provided for in this Article shall be implemented in accordance with Article 10 of these Regulations.

Article 13. Minutes of the General Meeting of Shareholders and Procedures for Objecting to Resolutions of the General Meeting of Shareholders

13.1. General Meetings of Shareholders in all forms shall be recorded in minutes in accordance with the Law on Enterprises, the Corporation's Charter, and these Regulations. The Meeting Secretary shall use appropriate means and methods to record the entire proceedings of the meeting, including presentations, discussions, and the results of the approval of matters decided by the General Meeting of Shareholders.

13.2. The minutes shall be prepared in Vietnamese and may additionally be prepared in a foreign language, bearing the signatures of the Chairperson and the Meeting Secretary. The

Vietnamese and foreign-language versions of the minutes shall have equal legal validity. In case of any discrepancy between the Vietnamese and foreign-language versions, the Vietnamese version shall prevail.

13.3. Immediately after the closing of the meeting, the Meeting Secretary and the Chairperson must complete the formalization of the minutes and meeting resolutions in accordance with the Corporation's Charter. The minutes of the meeting and the minutes summarizing shareholder opinions of the General Meeting of Shareholders shall constitute authentic evidence of the matters conducted at the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders must be completed and approved before the close of the meeting. The Chairperson, the Meeting Secretary, and any other persons signing the minutes shall be jointly responsible for the truthfulness and accuracy of the contents thereof.

13.4. In cases where resolutions of the General Meeting of Shareholders are adopted through collection of written shareholder opinions or through electronic voting, the preparation of the Minutes Summarizing Shareholder Opinions shall comply with Article 21 of the Corporation's Charter.

13.5. The minutes, lists of attending shareholders, lists of shareholders submitting written opinions, adopted resolutions, and documents attached to the meeting notice shall be kept and archived at the Corporation's head office.

13.6. The minutes and resolutions of the General Meeting of Shareholders must be published on the Corporation's website in accordance with applicable laws within twenty-four (24) hours from the time of issuance.

13.7. Procedures for Objecting to Resolutions of the General Meeting of Shareholders

a. Within ten (10) days from the date a resolution of the General Meeting of Shareholders is published, shareholders shall have the right to submit objections to the Corporation regarding violations of meeting procedures, violations relating to the contents of the resolution, or cases where the published resolution is inconsistent with the resolution adopted at the meeting.

b. Within no more than ten (10) days, the Chairperson of the Board of Directors must convene a meeting of the Board of Directors and invite representatives of the Board of Supervisors to participate in discussions regarding shareholders' objections. If the number of objecting shareholders is limited, depending on the circumstances, the Chairperson of the Board of Directors may invite such shareholder(s)/group(s) of shareholders to attend for dialogue if deemed necessary.

c. If it is determined that the procedures for convening the meeting and adopting resolutions of the General Meeting of Shareholders seriously violate the law or the Corporation's Charter and may be invalidated by a Court or Arbitration, or if the contents of the resolution violate applicable laws or the Corporation's Charter, the Board of Directors shall temporarily suspend implementation of such resolution of the General Meeting of Shareholders. In such cases, depending on actual circumstances, the Board of Directors shall consider reconvening the General Meeting of Shareholders at an appropriate time.

d. If it is determined that the published resolution contains contents inconsistent with the resolution actually adopted at the meeting, as reflected in shareholders' objections, the

Board of Directors shall withdraw the published resolution and issue a new resolution consistent with the contents approved at the General Meeting of Shareholders.

e. In cases where the Board of Directors does not accept the shareholders' objections, shareholders shall have the right to submit petitions to competent authorities or initiate legal proceedings before the Court in accordance with regulations.

f. Regardless of whether shareholders' objections are accepted or rejected, the Board of Directors must respond to shareholders within no more than five (05) days from the date the Board of Directors holds the meeting to consider such objections.

g. Shareholders who voted against resolutions on the reorganization of the Corporation or amendments to the rights and obligations of shareholders as prescribed in the Corporation's Charter shall have the right to request the Corporation to repurchase their shares within the time limit and in the manner prescribed in Article 132 of the Law on Enterprises.

CHAPTER IV. MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF DIRECTORS

Article 14. Roles, Rights and Obligations of the Board of Directors; Responsibilities of Members of the Board of Directors

14.1. Role of the Board of Directors

The Board of Directors is the management body of the Corporation and has full authority, on behalf of the Corporation, to decide and exercise the rights and obligations of the Corporation, except for those rights and obligations falling within the authority of the General Meeting of Shareholders. The Board of Directors performs the supervisory role over the Corporation's operations in order to safeguard shareholders' interests and maximize the value of the Corporation.

14.2. Rights and Obligations of the Board of Directors

The Board of Directors shall have the rights and obligations prescribed in Article 26 of the Corporation's Charter.

14.3. Responsibilities of Members of the Board of Directors

The responsibilities of members of the Board of Directors are prescribed in Articles 41 and 42 of the Corporation's Charter.

Article 15. Structure, Term of Office, and Election of Members of the Board of Directors

15.1. Structure, Term of Office, and Number of Members of the Board of Directors

The number of members of the Board of Directors, as prescribed in the Corporation's Charter, shall range from five (05) to seven (07) members, with the term of office of each member not exceeding five (05) years. The structure of the Board of Directors shall ensure an appropriate balance among members possessing knowledge and experience in law, finance, business operations, and other important areas necessary for the Corporation's operations. At least one-third (1/3) of the total number of members of the Board of Directors must be non-executive members.

15.2. Conditions and Standards for Members of the Board of Directors

Members of the Board of Directors must satisfy the conditions and standards prescribed in Article 155 of the Law on Enterprises. In addition, members of the Board of Directors, including independent members of the Board of Directors, must also satisfy the following conditions and standards:

- a. Members of the Board of Directors must not fall into categories prohibited by law or by the Corporation's Charter from serving as members of the Board of Directors. Members of the Board of Directors are not necessarily required to be shareholders of the Corporation;
- b. To ensure separation between the supervisory and executive functions of the Corporation, members of the Board of Directors should limit concurrent holding of executive positions within the Corporation. The Chairperson of the Board of Directors must not concurrently hold the position of President & CEO;
- c. Members of the Board of Directors of the Corporation must not simultaneously serve as members of the board of directors of more than five (05) other companies;
- d. Possess leadership capability, integrity, ethics, responsibility, and the trust of shareholders, other members of the Board of Directors, managers, and employees of the Corporation;
- e. Be capable of balancing the interests of relevant stakeholders and making reasonable decisions;
- f. Possess the necessary professional experience and educational qualifications;
- g. Possess business experience in the Corporation's field of operation and have an understanding of the market and competitors;
- h. Be capable of providing practical solutions and making sound decisions based on knowledge and experience for the benefit of the Corporation and its operations;
- i. Possess good communication and presentation skills, be able to provide advisory opinions, and be capable of raising challenges and exploring new factors for the Corporation's development.

15.3. Standards for Independent Members of the Board of Directors

A member of the Board of Directors shall be considered an independent member of the Board of Directors when satisfying the standards and conditions prescribed in Clause 2, Article 155 of the Law on Enterprises and additionally meeting the following mandatory requirements:

- a. Not being a related person of the President & CEO, Vice Presidents, Chief Accountant, or other managers appointed by the Board of Directors;
- b. Not being a member of the Board of Directors, President & CEO/Director, Deputy President & CEO/Deputy Director of subsidiaries, affiliated companies, or companies controlled by the Corporation;
- c. Not having worked for organizations providing legal consultancy or auditing services to the Corporation within the most recent two (02) years;
- d. Not being a partner, or a related person of a partner, whose annual transaction value with the Corporation accounts for thirty percent (30%) or more of such partner's total revenue

in the most recent fiscal year, or thirty percent (30%) or more of the total value of goods and services purchased by the Corporation within the most recent two (02) years;

e. Not having previously served as a member of the Board of Directors or the Board of Supervisors of the Corporation for at least the preceding five (05) consecutive years, except in cases of appointment for two consecutive terms;

f. Not having any relationship or affiliation with a non-profit organization receiving substantial donations from the Corporation or from related persons of the Corporation.

15.4. Structure and Conditions for Members of the Board of Directors; Nomination and Self-Nomination of Members of the Board of Directors

a. Conditions for Self-Nomination or Nomination as a Member of the Board of Directors

Individuals who self-nominate or are nominated for election to the Board of Directors must satisfy the standards for members of the Board of Directors as prescribed in Clauses 15.2 and 15.3 above, and must additionally satisfy the following nomination/self-nomination conditions:

- Shareholders or groups of shareholders holding ten percent (10%) or more of the total voting shares of the Corporation may self-nominate or nominate candidates to the Board of Directors;
- Individuals who self-nominate or are nominated (hereinafter collectively referred to as “candidates”) must submit valid nomination dossiers in accordance with regulations.

b. Number of Candidates for the Board of Directors

The number of candidates for election to the Board of Directors nominated by shareholders eligible for nomination or self-nomination shall be determined in accordance with Clause 3, Article 11 of the Corporation’s Charter.

15.6. Methods and Dossiers for Nomination/Self-Nomination for Election to the Board of Directors

The Corporation shall announce the proposed election of the Board of Directors to be conducted at the General Meeting of Shareholders, including the number of members to be elected, standards, conditions, and the necessary dossier templates for shareholders to consider in carrying out nominations or self-nominations of candidates. Shareholders/groups of shareholders eligible for nomination or self-nomination shall carry out such nomination/self-nomination in the following manner and with the following dossiers:

a. Nomination/Self-Nomination Dossier for the Board of Directors

The dossier for nomination/self-nomination to the Board of Directors shall include:

- An application for nomination/self-nomination to the Board of Directors containing the candidate’s commitment to perform the duties of a member of the Board of Directors honestly if elected;
- A curriculum vitae/self-declared résumé prepared by the candidate;
- Minutes of the shareholder group meeting and the list of shareholder group members (in cases where the candidate is nominated by a shareholder group);

- Certified copies of the candidate's Identity Card/Citizen Identification Card/Passport and diplomas or certificates evidencing the candidate's professional qualifications;
- Other documents that the candidate considers necessary to demonstrate his/her competence.

b. Deadline for Submission of Nomination/Self-Nomination Dossiers

Dossiers for nomination/self-nomination may be submitted directly or sent by registered mail to the Corporation's head office at least ten (10) days prior to the date of the General Meeting of Shareholders, or within such period as notified by the Board of Directors.

Only nomination/self-nomination dossiers satisfying all nomination/self-nomination conditions, and only candidates satisfying all qualifications for membership of the Board of Directors, shall be included in the list of candidates announced at the General Meeting of Shareholders.

c. Compilation of the List of Candidates for the Board of Directors

Upon expiry of the deadline for submission of nomination/self-nomination dossiers, the incumbent Board of Directors shall compile the list of qualified candidates for disclosure to shareholders in accordance with regulations. In cases where the number of candidates nominated or self-nominated remains insufficient, the incumbent Board of Directors may nominate additional candidates subject to the following conditions:

- The candidates must satisfy all standards and conditions applicable to members of the Board of Directors;
- The candidates must have complete nomination/self-nomination dossiers.

The list of valid candidates must be announced to the General Meeting of Shareholders prior to the election.

15.7. Election Method

The election of members of the Board of Directors shall be conducted by cumulative voting as follows:

- Each shareholder or authorized representative attending the meeting shall have a total number of voting rights equal to the number of voting shares held and/or represented multiplied by the number of members to be elected to the Board of Directors;
- Shareholders or authorized representatives attending the meeting may allocate all of their votes to a single candidate or distribute their votes among several selected candidates. However, shareholders or authorized representatives attending the meeting may vote for no more than the number of Board of Directors members to be elected from among the candidates listed in the slate of candidates.

15.8. Voting and Vote-Counting Procedures

- The Organizing Committee shall prepare ballot boxes for the election of members of the Board of Directors. The Vote Counting Committee must inspect the ballot boxes in the presence of the General Meeting of Shareholders. Voting shall commence once the distribution of election ballots has been completed and shall end when the last shareholder deposits his/her ballot into the ballot box, but in all cases before the Vote Counting Committee opens the ballot box for vote counting.

b. Vote counting must be conducted immediately after the completion of voting. The Vote Counting Committee may utilize technical facilities/technology and technical specialists to assist in vote counting.

c. The vote-counting results shall be documented in writing, signed by members of the Vote Counting Committee, and announced before the General Meeting of Shareholders by the Head of the Vote Counting Committee.

15.9. Principles for Determining Elected Candidates to the Board of Directors

a. Persons elected as members of the Board of Directors shall be determined based on the number of votes received, ranked from highest to lowest, beginning with the candidate receiving the highest number of votes until the required number of members of the Board of Directors has been filled.

b. In cases where two or more candidates receive an equal number of votes for the final position on the Board of Directors, the candidate nominated by the shareholder/group of shareholders holding the larger number of shares shall be selected. If such candidates are nominated by shareholders/groups of shareholders holding an equal number of shares, a re-election shall be conducted among those candidates.

15.10. In cases where the election of the Board of Directors and the Board of Supervisors is conducted at a meeting organized in an online format, voting and vote-counting procedures shall comply with the corresponding principles and provisions set out in Article 12 of these Regulations.

Article 16. Cases of Removal, Dismissal, and Termination of Membership of the Board of Directors

Cases of removal, dismissal, and termination of membership of the Board of Directors shall be implemented in accordance with Clauses 7, 8, and 9, Article 25 of the Corporation's Charter.

Cases involving the election, removal, dismissal, and termination of membership of the Board of Directors as prescribed in this Article must be notified to shareholders and disclosed in accordance with applicable laws and the Corporation's Charter.

Article 17. Election, Removal, and Dismissal of the Chairperson of the Board of Directors

The Chairperson of the Board of Directors shall be elected, removed, or dismissed by the Board of Directors from among its members. In cases where all members of the Board of Directors are elected and commence their terms simultaneously, the Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors held after the election of the members to the Board of Directors.

In cases where the position of Chairperson of the Board of Directors becomes vacant due to resignation, removal, dismissal, or in the circumstances prescribed in Clause 5, Article 28 of the Corporation's Charter, depending on actual requirements, the Board of Directors shall convene a meeting to elect another member of the Board of Directors as Chairperson of the Board of Directors or assign another member of the Board of Directors to assume the role and duties of the Chairperson of the Board of Directors until conditions are sufficient for the election of a replacement Chairperson.

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

Members of the Board of Directors shall be entitled to salaries, bonuses, remuneration, allowances, and other benefits in accordance with Article 27 of the Corporation's Charter.

Members of the Board of Directors may be covered by liability insurance purchased by the Corporation upon approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the Board of Directors arising from violations of law or of the Corporation's Charter.

Article 19. Meetings of the Board of Directors

19.1. The Board of Directors shall hold periodic and extraordinary meetings in accordance with Article 29 of the Corporation's Charter.

19.2. Periodic meetings of the Board of Directors shall be convened and chaired by the Chairperson of the Board of Directors. Notices of meeting and meeting agendas must be made in writing in Vietnamese and sent to members of the Board of Directors and invited participants at least three (03) days prior to the meeting date.

19.3. The Board of Directors must convene extraordinary meetings when deemed necessary by the Chairperson of the Board of Directors and/or upon receipt of written requests from one of the following:

- a. A request from the Board of Supervisors or an independent member of the Board of Directors;
- b. A request from the President & CEO or at least five (05) other managers;
- c. A request from at least two (02) members of the Board of Directors.

For extraordinary meetings, the meeting notice and agenda shall be communicated by the convening person/entity to members of the Board of Directors and meeting participants within a reasonable period prior to the meeting date.

19.4. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of a request as prescribed in Clause 19.3 of this Article. In the absence of the Chairperson of the Board of Directors, the Chairperson must authorize another member to convene the meeting on his/her behalf; failing such authorization, the remaining members shall have the right to designate a representative member to convene the meeting. Failure to convene a meeting of the Board of Directors upon request shall render the Chairperson of the Board of Directors liable for any damages incurred by the Corporation.

19.5. The contents of extraordinary meetings shall be prepared by the Chairperson of the Board of Directors or by the person requesting the extraordinary meeting, focusing on important and urgent matters of the Corporation. The convening person/entity may request the President & CEO of the Corporation to prepare documents and materials for consideration and discussion at the meeting.

Article 20. Conditions Required for Conducting Meetings of the Board of Directors

20.1. A meeting of the Board of Directors convened for the first time shall only be considered valid for conducting business and adopting resolutions when at least three-fourths (3/4) of the total number of members of the Board of Directors/authorized representatives are present.

20.2. If a meeting convened in accordance with Clause 20.1 of this Article does not have the required quorum, a second meeting shall be convened within seven (07) days from the scheduled date of the first meeting. In such case, the meeting shall be conducted if more than one-half of the members of the Board of Directors are present.

Article 21. Participants in Meetings of the Board of Directors

21.1. Participants in meetings of the Board of Directors shall include the Chairperson of the Board of Directors, members of the Board of Directors, members of the Board of Supervisors, and the Corporate Secretary.

21.2. The person convening the meeting of the Board of Directors may invite additional participants other than those specified in Clause 21.1 of this Article to attend the meeting when necessary.

21.3. When discussing matters relating to the rights and obligations of employees within the Corporation, the Board of Directors may invite representatives of the Executive Committee of the Corporation's Trade Union to attend the meeting.

21.4. Invitees who are not members of the Board of Directors shall have the right to express opinions and participate in discussions but shall not have voting rights.

Article 22. Procedures for Conducting Meetings of the Board of Directors

22.1. Preparation for Meetings

a. Unless otherwise provided for or required by the Board of Directors, the President & CEO shall be responsible for organizing and preparing the contents to be presented on matters submitted by the President & CEO to the Board of Directors at its meetings.

b. The Corporate Secretary and the assisting department of the Board of Directors shall be responsible for organizing the meeting, compiling documents relating to the meeting agenda, and distributing the compiled materials to members of the Board of Directors.

c. Members of the Board of Directors, in accordance with the regular assignments of the Board of Directors and the specific assignments of the Chairperson of the Board of Directors, shall be responsible for reviewing meeting dossiers and materials, working with relevant departments of the Corporation, and preparing opinions on matters proposed for discussion at the meeting.

d. In cases where a member of the Board of Directors or an invited participant is unable to attend the meeting, such person shall notify the Board of Directors, clearly stating the reason for absence, and concurrently send written opinions on matters proposed for discussion at the meeting.

22.2. Procedures for Conducting Meetings

a. The Chairperson of the Board of Directors or an authorized person chairing the meeting shall announce the participants, contents, and agenda of the meeting.

b. The person assigned to report at the meeting shall present the matters and recommendations for the Board of Directors' consideration and decision.

c. Members shall discuss and consider matters based on the materials, reports, and presentations made at the meeting.

d. The chairperson of the meeting shall conclude discussions and conduct voting for approval of each discussed matter and the contents of the meeting resolutions.

- e. Adoption of the Resolution and Minutes of the meeting.
- f. The Chairperson of the Board of Directors and the Meeting Secretary shall sign the Minutes of the meeting.

22.3. Submission of Voting Opinions and Authorization to Attend Meetings

A member of the Board of Directors absent from the meeting shall have the right to vote on resolutions of the Board of Directors by submitting written opinions. Such written opinions must be delivered to the Chairperson of the Board of Directors or the authorized chairperson of the meeting no later than one (01) hour prior to the opening time of the meeting and must be disclosed to all attending members of the Board of Directors.

Where a member of the Board of Directors is absent from the meeting, does not submit written voting opinions, but authorizes another person to attend the meeting on his/her behalf, such authorization for attendance and voting must be made in writing and comply with the provisions of the Civil Code. The authorized representative must be present before the Chairperson declares the opening of the meeting and present the authorization letter to the Board of Directors. The attending members of the Board of Directors shall consider and vote on approval of such authorization during the opening session of the meeting.

If approved by a majority of the attending members of the Board of Directors, the authorized representative shall have the right to attend the meeting in the capacity of representative of the Board member. If not approved by more than half of the attending members of the Board of Directors, the authorized representative must immediately leave the meeting unless such authorized representative is also a member of the Board of Directors or another invited participant of the meeting. In cases where the numbers of approving and disapproving votes are equal, the final decision shall follow the opinion supported by the Chairperson of the Board of Directors if the Chairperson attends that meeting.

Where the authorized representative is also a member of the Board of Directors, such member shall not have the right to vote on the approval of the authorization.

Article 23. Adoption of Resolutions of the Board of Directors

23.1. The Board of Directors shall adopt resolutions on matters submitted, exchanged, and discussed at meetings based on the votes of members of the Board of Directors attending the meeting. The Chairperson of the Board of Directors meeting shall preside over the meeting and conduct the voting process among members of the Board of Directors.

23.2. Voting at meetings of the Board of Directors shall be conducted by show of hands for approval, disapproval, or other opinions as directed by the Chairperson. The Chairperson must clearly present all three (03) voting options for members of the Board of Directors to indicate their choice by show of hands, and each member may select only one voting option. Members selecting the option of “other opinion” must clearly state such opinion for the Meeting Secretary to record in the Minutes of the meeting. For written voting procedures, members of the Board of Directors shall clearly indicate their approval, disapproval, or other opinions on the voting form.

23.3. Where the contents of a resolution of the Board of Directors relate to transactions or contracts between the Corporation and a member of the Board of Directors or a related person of such member, that member shall not have voting rights. In such cases, the

resolution of the Board of Directors shall be voted on and adopted by the remaining members of the Board of Directors.

23.4. Resolutions of the Board of Directors shall be adopted based on a majority vote of the validly attending members of the Board of Directors who are entitled to vote (more than 50%). Each member of the Board of Directors attending in person, through a duly authorized representative, or through submission of written voting opinions shall have one vote of equal value. In the event of an equal number of approving and opposing votes, the final decision shall follow the opinion supported by the Chairperson of the Board of Directors, unless otherwise provided by law.

23.5. Matters discussed and approved by the Board of Directors shall be issued in appropriate documentary forms (Resolutions, Decisions, Directives, etc.). Based on the approved contents, the Chairperson of the Board of Directors or members of the Board of Directors shall, on behalf of the Board of Directors, sign and issue such documents in accordance with the assignment of responsibilities within the Board of Directors. Such documents of the Board of Directors, after signing, must be issued to relevant individuals and entities no later than the following working day.

Article 24. Adoption of Resolutions of the Board of Directors by Written Opinions

24.1. In cases where opinions of members of the Board of Directors are collected in writing (including voting forms, email correspondence, or other appropriate technological methods), resolutions of the Board of Directors shall be adopted based on a majority vote (more than 50%) of the total number of members of the Board of Directors entitled to vote. In the event of an equal number of approving and opposing votes, the final decision shall follow the opinion supported by the Chairperson of the Board of Directors, unless otherwise provided by law. The Chairperson of the Board of Directors and the Corporate Secretary shall compile the voting results and record them in the minutes summarizing opinions adopted for the resolution of the Board of Directors.

24.2. Resolutions adopted by written opinion collection shall have the same validity and legal effect as resolutions adopted at a duly convened and conducted meeting of the Board of Directors. The issuance of resolutions in this form shall comply with Clause 23.5, Article 23 of these Regulations.

Article 25. Minutes of Meetings of the Board of Directors

25.1. The contents of meetings of the Board of Directors must be truthfully and fully recorded by the Corporate Secretary/Meeting Secretary in the Minutes of the Meeting of the Board of Directors. The Minutes of the Meeting of the Board of Directors shall be prepared in Vietnamese and must bear the signatures of the Corporate Secretary and the Chairperson of the Board of Directors or the person authorized to chair the meeting. The Minutes of the Meeting of the Board of Directors shall constitute authentic evidence of the matters conducted during the meeting, the contents resolved by the Board of Directors, and any reserved opinions of members of the Board of Directors.

25.2. Documents relating to the meeting, including the Minutes of the Meeting, Resolutions, Decisions, and other related documents, shall be retained in accordance with the Corporation's confidentiality regulations.

25.3. The Corporate Secretary shall be responsible for making copies or extracts of the Minutes of the Meeting of the Board of Directors and distributing them to members of the

Board of Directors, the Board of Supervisors, and the President & CEO for implementation, monitoring, and supervision purposes.

Article 26. Working Regulations of the Board of Directors

The Board of Directors shall use the organizational apparatus and seal of the Corporation to exercise its powers and perform its duties as prescribed in the Corporation's Charter and these Regulations.

In order to exercise their powers and responsibilities, as well as to provide opinions, discussions, and votes at meetings of the Board of Directors, members of the Board of Directors shall have the right to communicate directly with the President & CEO, executive officers, and managerial personnel at all levels of the Corporation to obtain necessary information and documents. In cases of communication with executive officers and other managerial personnel under the authority of the President & CEO, members of the Board of Directors should notify the President & CEO in advance. Members of the Board of Directors shall have the right to request such personnel to provide information, documents, and explanations or clarifications regarding relevant professional matters that the members of the Board of Directors deem necessary, provided that such requests do not cause difficulties or hinder the performance of duties of such personnel within the executive authority of the President & CEO.

Article 27. Committees Assisting the Board of Directors

27.1. The Board of Directors may decide to establish committees to support the activities of the Board of Directors in the areas of Strategy, Planning, Development Investment, Policies and Regimes, Internal Audit, Risk Management, and other areas deemed necessary by the Board of Directors, provided that the number of such committees does not exceed four (04).

27.2. The Board of Directors shall approve the powers, duties, and operating regulations of the committees.

27.3. Each committee shall consist of from three (03) to five (05) members, all of whom must be members of the Board of Directors. The appointment of an independent member or non-executive member of the Board of Directors as Chairperson of a committee is encouraged.

27.4. The term of office of members of each committee shall correspond to their term on the Board of Directors. Any member who ceases to be a member of the Board of Directors shall automatically cease to be a member of the committee.

27.5. The operation of committees must comply with the regulations of the Board of Directors. Decisions of a committee shall only be valid when approved by a majority of members attending and voting at the committee meeting.

27.6. Standards for Members of Committees Assisting the Board of Directors

a. The Chairperson of a committee assisting the Board of Directors must be a member of the Board of Directors.

b. The Chairperson of a committee must report to the Chairperson of the Board of Directors on the activities of the committee.

c. The Chairperson of a committee shall:

- Inform the Board of Directors of important matters relating to the committee at least once every three (03) months;
- Report to the Board of Directors data and information as requested by the Board of Directors;
- Implement necessary management measures to ensure fulfillment of the committee's duties.

d. Members of committees must have a sound understanding of the fundamental principles of applicable laws, the Corporation's business operations, and the professional field relevant to the committee for which they are responsible.

27.7. Nomination of Committee Members

The Chairperson of the Board of Directors shall, based on the qualifications and profiles of members of the Board of Directors, prepare a list of nominees for membership of the committees and for the positions of committee Chairpersons.

Other members of the Board of Directors may self-nominate for committee membership if they consider themselves to satisfy the required standards.

The Board of Directors shall vote to elect the committee Chairpersons and the remaining committee members based on the list of candidates prepared in the above manner.

27.8. Roles and Duties of Committees Assisting the Board of Directors

Committees assisting the Board of Directors shall have specific roles and duties. The duties of each committee member shall be assigned by the Chairperson of the respective committee in accordance with the detailed provisions of the committee's operating regulations.

Article 28. Person in Charge of Corporate Governance

The Corporation shall appoint a person in charge of corporate governance in accordance with Article 31 of the Corporation's Charter.

CHAPTER V. BOARD OF SUPERVISORS

Article 29. Roles, Rights and Obligations of the Board of Supervisors; Responsibilities of Supervisors

The Board of Supervisors shall have the roles, rights, and obligations prescribed in Article 38 of the Corporation's Charter.

Supervisors shall be responsible for disclosing related interests in accordance with Article 164 of the Law on Enterprises and shall comply with the responsibilities of Supervisors as prescribed in Article 173 of the Law on Enterprises.

Article 30. Term of Office, Number, and Procedures for Nomination, Self-Nomination, and Election of Supervisors

30.1. Term of Office and Number of Supervisors

The number of Supervisors, as prescribed in the Corporation’s Charter, shall be three (03) persons. The term of office of Supervisors shall not exceed five (05) years, and Supervisors may be re-elected for an unlimited number of terms.

30.2. Conditions for Nomination and Self-Nomination of Supervisors; Number of Candidates and Compilation of the List of Candidates for the Board of Supervisors

a. Conditions for Self-Nomination or Nomination to the Board of Supervisors

Individuals who self-nominate or are nominated for election to the Board of Supervisors must satisfy the standards applicable to members of the Board of Supervisors under Article 169 of the Law on Enterprises and the following nomination/self-nomination conditions:

- Shareholders or groups of shareholders holding ten percent (10%) or more of the total voting shares of the Corporation may self-nominate or nominate candidates to the Board of Supervisors;
- Individuals who self-nominate or are nominated (hereinafter collectively referred to as “candidates”) must submit valid nomination/self-nomination dossiers in accordance with regulations.

b. Number of Candidates for the Board of Supervisors

The number of candidates for election to the Board of Supervisors nominated or self-nominated by eligible shareholders must be equal to or greater than the number of Supervisors proposed to be elected to the Board of Supervisors.

30.3. Methods, Dossiers, and Deadline for Submission of Nomination/Self-Nomination Dossiers for Election to the Board of Supervisors

The Corporation shall announce the proposed election of the Board of Supervisors to be conducted at the General Meeting of Shareholders, including the number of members to be elected, standards, conditions, and the necessary dossier templates for shareholders to consider in carrying out nominations or self-nominations in accordance with the Corporation’s Charter. Shareholders/groups of shareholders eligible for nomination or self-nomination shall carry out such nomination/self-nomination in the following manner and with the following dossiers:

a. Nomination/Self-Nomination Dossier for the Board of Supervisors

The dossier for nomination/self-nomination to the Board of Supervisors shall include:

- An application for nomination/self-nomination to the Board of Supervisors containing the candidate’s commitment to perform the duties of a member of the Board of Supervisors honestly if elected;
- A curriculum vitae/self-declared résumé prepared by the candidate;
- Minutes of the shareholder group meeting and the list of shareholder group members (in cases where the candidate is nominated by a shareholder group);
- Certified copies of the candidate’s Identity Card/Citizen Identification Card/Passport and diplomas or certificates evidencing the candidate’s professional qualifications;
- Other documents that the candidate considers necessary to demonstrate his/her experience and competence.

b. Deadline for Submission of Nomination/Self-Nomination Dossiers for the Board of Supervisors

Dossiers for nomination/self-nomination may be submitted directly or sent by registered mail to the Corporation's head office at least ten (10) working days prior to the date of the General Meeting of Shareholders, or within such period as specifically notified by the Board of Directors.

Only nomination/self-nomination dossiers satisfying all nomination/self-nomination conditions, and only candidates satisfying all qualifications for Supervisors, shall be included in the list of candidates announced at the General Meeting of Shareholders.

c. Compilation of the List of Candidates for the Board of Supervisors

Upon expiry of the deadline for submission of nomination/self-nomination dossiers, the incumbent Board of Directors shall compile the list of qualified candidates for disclosure to shareholders in accordance with regulations. In cases where the number of candidates nominated or self-nominated for the Board of Supervisors remains insufficient, the incumbent Board of Supervisors may nominate additional candidates subject to the following conditions:

- The candidates must satisfy all standards and conditions applicable to Supervisors;
- The candidates must have complete nomination/self-nomination dossiers.

The list of valid candidates must be announced at the General Meeting of Shareholders prior to the election.

30.4. Election Method, Voting Procedures, Vote Counting, and Principles for Determining Elected Candidates

The election method, voting procedures, vote-counting procedures, and principles for determining elected candidates to the Board of Supervisors shall be implemented in a manner similar to Clauses 15.7, 15.8, and 15.9, Article 15 of these Regulations.

Article 31. Procedures for Removal and Dismissal of Supervisors

31.1. Cases for Removal of Supervisors

A Supervisor shall be considered for removal in the following cases:

- a. No longer satisfying the standards prescribed in Clause 2, Article 36 of the Corporation's Charter;
- b. Submission of a resignation letter.

31.2. Cases for Dismissal of Supervisors

Where a Supervisor seriously breaches his/her obligations, commits acts causing serious damage to the Corporation's operations, or fails to fulfill assigned duties, the Board of Supervisors shall consider and propose to the General Meeting of Shareholders the dismissal of such Supervisor status.

31.3. Notification of Election, Removal, and Dismissal of Supervisors

Cases involving the election, removal, or dismissal of Supervisors as decided by the General Meeting of Shareholders, or cases where a Supervisor loses his/her status in accordance with the Corporation's Charter, must be notified to shareholders and the public

in accordance with the information disclosure regulations prescribed by law and the Corporation's Charter.

Article 32. Salaries, Remuneration, and Other Benefits of Members of the Board of Supervisors

Members of the Board of Supervisors shall be entitled to salaries, bonuses, remuneration, allowances, and other benefits in accordance with Article 40 of the Corporation's Charter.

CHAPTER VI. PRESIDENT & CEO AND OTHER EXECUTIVE OFFICERS

Article 33. Role of the President & CEO and Other Executive Officers

The President & CEO shall act as the legal representative of the Corporation, comprehensively managing and operating the Corporation's activities and ensuring that the Corporation operates in accordance with the plans, strategies, and orientations approved by the Board of Directors and the General Meeting of Shareholders.

The President & CEO and other executive officers shall be accountable to the Board of Directors and the General Meeting of Shareholders for the management and operation of the Corporation, ensuring that the Corporation operates in compliance with applicable laws, effectively, and in the best interests of the Corporation and its shareholders, in accordance with the strategies and business plans approved by the Board of Directors and the General Meeting of Shareholders.

Article 34. Responsibilities, Rights, and Obligations of the President & CEO

The President & CEO shall be the legal representative and shall manage the daily business and operational activities of the Corporation in accordance with Articles 33 and 34 of the Corporation's Charter.

Decisions and executive directions issued by the President & CEO and other executive officers shall have the highest binding effect on all employees of the Corporation, except for decisions and directions falling within the scope of responsibilities of members of the Board of Directors and committees assisting the Board of Directors.

The President & CEO and other executive officers shall be responsible for establishing and implementing internal control activities to ensure that the Corporation operates effectively and reasonably achieves its stated objectives.

Article 35. Assignment of Work to Employees of the Corporation

The President & CEO and other executive officers shall directly manage and assign work to employees of the Corporation. The performance of assigned duties and reporting mechanisms between employees of the Corporation and the President & CEO and other executive officers shall be implemented in accordance with specific regulations issued by the President & CEO.

Article 36. Reporting Responsibilities of the President & CEO and Other Executive Officers

36.1. On a monthly, quarterly, and annual basis, the President & CEO shall submit periodic reports on the Corporation's operational status and reports on the performance of

assigned duties and powers to the Board of Directors in accordance with relevant internal management regulations.

36.2. In certain cases where important and urgent matters require handling, the President & CEO and other executive officers shall conduct regular and timely meetings and discussions with the Board of Directors regarding management and executive matters in order to share information and seek consultation from the Board of Directors, thereby ensuring timely and appropriate adjustments to business plans and personnel plans; compliance with legal regulations; maximization of operational efficiency; and prevention of risks in the Corporation's operations. Reporting in such cases may be conducted in writing or in other appropriate forms.

36.3. Responsibilities for reporting and providing information shall comply with the provisions on coordination relationships prescribed in Article 43 of these Regulations.

Article 37. Term of Office, Standards, and Conditions for the President & CEO and Other Executive Officers

37.1. General Standards for the President & CEO and Other Executive Officers

The general standards applicable to the President & CEO and other executive officers shall comply with Clause 5, Article 162 of the Law on Enterprises and additionally satisfy the following standards:

- a. Always demonstrate commitment, integrity, credibility, and conduct in accordance with business ethics and the Corporation's corporate culture;
- b. Possess at least a university degree;
- c. Possess professional qualifications, degrees, and practical experience in business administration relevant to the Corporation's business operations;
- d. Possess business experience in the Corporation's field of operation, sound knowledge of politics, economics, society, and law, and an understanding of market trends, products, and competitors;
- e. Possess appropriate organizational and management skills and be capable of making reasonable decisions based on balancing the interests of relevant stakeholders;
- f. Possess the skills and capabilities necessary to lead the organization toward the approved objectives and strategies of the Corporation; understand the capabilities of employees and effectively connect resources within the Corporation; know how to create influence and lead the organization toward new directions.

37.2. Standards for the President & CEO

The President & CEO shall serve a term of five (05) years and may be reappointed for an unlimited number of terms. A person appointed as President & CEO must satisfy all of the following standards and conditions:

- a. Possess full civil act capacity and not fall into categories prohibited from managing enterprises under the Law on Enterprises; possess good health, good moral character, honesty, and integrity; possess knowledge of and awareness in complying with the law; and permanently reside in Vietnam;
- b. Be a shareholder owning, or an authorized representative of an institutional shareholder owning, at least ten percent (10%) of the charter capital of the Corporation, or another

person with practical experience in business administration or in the principal business sectors of the Corporation;

c. Not concurrently serve as Director, President & CEO/President & CEO, or hold any executive position in another enterprise;

d. Not be a family-related person of enterprise managers or Supervisors of the Corporation and Vietnam Oil and Gas Group; or of representatives of state capital or enterprise capital

Article 38. Appointment of the President & CEO, Vice Presidents, and Other Executive Officers

38.1. Appointment of the President & CEO

Members of the Board of Directors or the Nomination Committee (if any) shall have the right to nominate candidates for the position of President & CEO of the Corporation from among members of the Board of Directors or other individuals. Individuals currently working for the Corporation in executive or managerial positions who consider themselves qualified and meeting the required conditions may also self-nominate for the position of President & CEO.

Persons applying or being nominated for appointment to the position of President & CEO must complete the appointment dossier and submit it to the Board of Directors for consideration. The Board of Directors shall discuss and decide on the appointment of the President & CEO through resolutions or decisions adopted in accordance with the ordinary procedures of the Board of Directors.

The decision appointing the President & CEO must clearly specify the basis for determining the scope of duties, powers, benefits, and responsibilities of the President & CEO, including applicable laws, the Charter, the Internal Corporate Governance Regulations, and other regulations and rules of the Corporation. Where necessary, the Board of Directors may enter into a responsibility agreement with the President & CEO to provide more detailed provisions, or may stipulate such matters in the labor contract where consistent with labor laws.

The Chairperson of the Board of Directors shall, on behalf of the Board of Directors, sign the labor contract with the President & CEO.

38.2. Appointment of Vice Presidents, Chief Accountant, and Other Executive Positions

a. The Board of Directors shall appoint the Vice Presidents and the Chief Accountant of the Corporation through voting at a meeting of the Board of Directors.

b. For other executive positions that are not classified as Executive Officers/Managers of the Corporation as prescribed in Point a of this Clause and Clause 38.1, appointments shall be carried out in accordance with the Corporation's personnel regulations.

Article 39. Removal and Dismissal of the President & CEO and Other Executive Officers

39.1. The Board of Directors shall remove or dismiss the President & CEO in the following cases:

a. Where the Board of Directors determines that the President & CEO no longer satisfies the standards prescribed in Article 37 of these Regulations;

- b. The President & CEO submits a resignation letter, or there is a written reassignment decision issued by the organization that nominated the President & CEO for appointment, or the President & CEO is unable to perform the position due to health reasons for six (06) consecutive months;
- c. The President & CEO breaches obligations and responsibilities in the management and operation of the Corporation, causing serious damage to the Corporation;
- d. Poor executive capability results in the Corporation incurring business losses for two (02) consecutive years, except where caused by objective reasons;
- e. The President & CEO is subject to criminal prosecution;
- f. Cases where the President & CEO, in the capacity as an employee, commits violations warranting dismissal, removal from office, or termination of the labor contract;
- g. Other cases where the Board of Directors has grounds to determine that the President & CEO is unable to continue holding the position.

39.2. The removal or dismissal of the President & CEO must be approved by the Board of Directors in accordance with the Corporation's Charter. The labor contract signed with the President & CEO shall automatically terminate upon the removal or dismissal of the President & CEO, unless the parties reach an agreement for the President & CEO to continue working at the Corporation in another managerial or executive position that is also subject to appointment and contract signing by the Board of Directors, in which case the parties shall amend the signed labor contract accordingly.

39.3. The Board of Directors may require the removed or dismissed President & CEO to compensate for damages caused to the Corporation (if any).

39.4. The Board of Directors shall remove or dismiss other executive officers in the following cases:

- a. Due to operational needs, personnel reassignment, or personnel rotation within the Corporation;
- b. Upon expiration of the labor contract or retirement without any need for extension or renewal of the labor contract;
- c. Failure to maintain sufficient health to perform assigned duties;
- d. Where the Board of Directors or the President & CEO determines that the executive officer no longer satisfies job requirements;
- e. Failure to fulfill assigned duties or violations of the Corporation's internal rules and regulations;
- f. Violations of law resulting in criminal prosecution and mandatory termination of the labor contract.

Article 40. Notification of the Appointment, Removal, and Dismissal of the President & CEO and Other Executive Officers

40.1. The Corporation shall be responsible for complying with regulations on notification of the appointment and removal of the President & CEO and other executive officers in accordance with relevant provisions of law.

40.2. Procedures for Removal and Dismissal

- a. The Board of Directors shall convene a meeting to approve the removal or dismissal of the President & CEO, Vice Presidents, and other managerial positions falling within the authority of the Board of Directors, and such approval shall be made in writing.
- b. Procedures for removal and dismissal of other managerial positions within the Corporation shall be implemented in accordance with the Corporation's personnel management regulations.

Article 41. Salary and Other Benefits of the President & CEO and Other Executive Officers

The President & CEO and other executive officers shall be entitled to salaries and other benefits in accordance with the Corporation's Charter and the relevant regulations and policies of the Corporation. The Corporation shall be responsible for accounting for and reporting the salary and other benefits of the President & CEO in accordance with relevant provisions of law.

CHAPTER VII.

WORKING RELATIONSHIPS AMONG THE BOARD OF DIRECTORS, THE EXECUTIVE APPARATUS, AND THE BOARD OF SUPERVISORS

Article 42. Principles Governing the Relationship between the Board of Directors and the President & CEO and Other Executive Officers

42.1. The allocation of powers and responsibilities among the Board of Directors, committees assisting the activities of the Board of Directors, the President & CEO, and other executive officers shall be implemented in accordance with the Corporation's Charter and these Regulations.

42.2. The relationship between the Board of Directors and the President & CEO and executive officers of the Corporation shall be one of supervision and being supervised, based on the rights and responsibilities of each party as prescribed in the Corporation's Charter and internal management regulations in the course of participating in the Corporation's activities.

42.3. The President & CEO shall have the highest decision-making authority over all daily executive and operational activities of the Corporation and shall be responsible for implementing the resolutions of the Board of Directors, as well as the Corporation's business plans and investment plans approved by the Board of Directors and the General Meeting of Shareholders.

42.4. Members, including the President & CEO and other executive officers, shall have the right to reserve objections to decisions of the General Meeting of Shareholders and the Board of Directors if they determine that such decisions are contrary to law or detrimental to shareholders' interests. In such cases, the President & CEO and other executive officers must promptly submit explanatory reports to the Board of Directors. The President & CEO and other executive officers shall be exempt from liability in implementing decisions of the General Meeting of Shareholders or the Board of Directors where such decisions are deemed by them to be contrary to law and prior written explanations have been provided.

Article 43. Coordination among the Board of Directors, the Board of Supervisors, and the President & CEO

43.1. The Board of Directors is the management body of the Corporation and shall direct and supervise the President & CEO and the executive apparatus in the management and operation of the Corporation, including the implementation of the duties and powers of the President & CEO in accordance with the Corporation's Charter and the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors. The Board of Directors shall exercise its management and supervisory authority through resolutions, decisions, directives, direct supervisory activities, and reporting activities of the President & CEO.

43.2. The Board of Directors shall not directly interfere in the executive management activities of the President & CEO. On an annual basis, the Board of Directors shall establish plans to work with the Corporation's subsidiaries in order to inspect and supervise the implementation of business and production plans and the execution of resolutions and decisions of the Board of Directors, thereby promptly addressing recommendations falling within the authority of the Board of Directors.

43.3. Notification of Meetings of the Board of Directors and Collection of Written Opinions of the Board of Directors

a. Notices of meetings of the Board of Directors and meeting materials/materials for collection of written opinions of members of the Board of Directors shall be sent to persons entitled to attend such meetings, including members of the Board of Directors, the President & CEO, and Supervisors.

b. The President & CEO shall be responsible for directing and finalizing materials relating to matters submitted to the Board of Directors for consideration and approval, as well as other documents as directed by or required for the supervisory activities of the Board of Directors.

c. Minutes of meetings of the Board of Directors and compilations of written opinions of members of the Board of Directors shall be prepared in accordance with the Law on Enterprises, the Corporation's Charter, these Regulations, and the Regulations on Operation of the Board of Directors. Based on the contents approved by the Board of Directors in the meeting minutes or the minutes compiling opinions of members of the Board of Directors, resolutions, decisions, and other documents of the Board of Directors shall be issued in accordance with the Regulations on Documentation and Clerical Work, ensuring that recipients include the Board of Directors, the Board of Supervisors, the President & CEO, and other relevant parties, if any.

d. Where the President & CEO and the Board of Supervisors consider it necessary for the Board of Directors to convene a meeting to approve matters within the authority of the Board of Directors, the President & CEO and the Board of Supervisors shall submit a written request to the Chairperson of the Board of Directors in accordance with Clause 4, Article 29 of the Corporation's Charter. The Chairperson of the Board of Directors shall be responsible for handling such request in accordance with Clause 5, Article 29 of the Corporation's Charter.

43.4. Reports of the President & CEO to the Board of Directors on the Performance of Assigned Duties and Powers

- a. The President & CEO shall be responsible for organizing the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors. During the implementation of such resolutions and decisions, if the President & CEO discovers issues detrimental to the Corporation, the President & CEO must report to the Board of Directors for adjustment of such resolutions or decisions. If the Board of Directors does not amend the resolution or decision within its authority, the President & CEO must still implement it, but shall have the right to reserve his/her opinion and submit recommendations to the General Meeting of Shareholders at its nearest meeting.
- b. In cases of force majeure events resulting in the Corporation being unable to implement and/or causing interruption to the implementation of resolutions and decisions of the Board of Directors, the President & CEO shall be responsible for providing explanations to the Board of Directors and proposing remedial measures. Events shall be deemed force majeure where they occur objectively, beyond expectation, unforeseeably, and beyond the control of the President & CEO and the executive apparatus.
- c. The President & CEO shall make recommendations to the Board of Directors regarding the organizational structure, internal management regulations, measures to improve the management efficiency and operations of the Corporation, as well as the number and titles of managerial personnel that the Corporation should employ in order to ensure reasonable and efficient annual business operations and the achievement of the Corporation's strategic objectives.
- d. The President & CEO shall submit to the Board of Directors, on 30 November each year, a detailed business plan for the following fiscal year for the Board of Directors' consideration and approval.
- e. The President & CEO shall prepare financial statements in accordance with accounting laws and other relevant legal regulations. Annual financial statements must be accompanied by proposals regarding profit distribution, dividend payment, or handling of business losses.
- f. The President & CEO shall send/copy to the Board of Directors documents and periodic reports in accordance with relevant regulations and rules and upon request of the Board of Directors.
- g. Other responsibilities as prescribed by law and the Corporation's Charter.

43.5. Review of the Implementation of Resolutions and Other Authorized Matters of the Board of Directors by the President & CEO

- a. At periodic meetings of the Board of Directors, the President & CEO shall be responsible for compiling reports and updating the status and progress of implementation of resolutions, decisions, directives, and delegated matters of the Board of Directors. Such reports must include self-assessments regarding the implementation of executive management activities related to the execution of resolutions of the Board of Directors and matters delegated by the Board of Directors, clearly stating any shortcomings, difficulties, lessons learned (if any), and proposed handling measures for the upcoming period.
- b. In addition to reporting implementation status as prescribed in Point a of this Clause, where necessary and upon request of the Board of Directors, the President & CEO shall be responsible for reporting to the Board of Directors on relevant matters as required.

43.6. Provision of Information to the Board of Directors and the Board of Supervisors

In accordance with the Law on Enterprises and the Corporation's Charter, the President & CEO shall be responsible for reporting and providing information regarding the management and business operations of the Corporation to the Board of Directors and the Board of Supervisors, including periodic reports, issue-specific reports, and reports upon request. Reports and information provided to the Board of Directors/Board of Supervisors must simultaneously be copied to the Board of Supervisors/Board of Directors.

43.7. The President & CEO and other executive officers must provide information by appropriate means when members of the Board of Directors request information or documents regarding the financial status and business operations of the Corporation and its affiliated entities in accordance with law and Article 26 of these Regulations. Requests for information by members of the Board of Directors must be made in writing and sent to the requested person, with prior notice to the President & CEO within a reasonable period before the information is required, so as to minimize interference with the executive management activities of the President & CEO and other executive officers.

43.8. The President & CEO and relevant executive officers shall provide documents and emails concerning matters requested by committees under the Board of Directors in accordance with the operating regulations of such committees.

43.9. For important meetings chaired by the President & CEO and other executive officers during the preparation of matters to be submitted to the Board of Directors, it is encouraged that the Board of Directors/relevant members of the Board of Directors responsible for related matters be invited to participate in order to coordinate and prepare contents. Members of the Board of Directors who are invited shall decide whether to attend and notify the convening person before the meeting takes place. Members of the Board of Directors may participate and provide opinions and comments at such meetings but shall not make conclusions at the meetings.

43.10. The Board of Directors shall respect the rights of the Board of Supervisors in examining the reasonableness and legality of the Corporation's management and operational activities, while also facilitating the Board of Supervisors in conducting inspections of business management and operational activities, accounting records, and financial statements of the Corporation in accordance with the functions, duties, and powers prescribed in the Corporation's Charter and resolutions of the General Meeting of Shareholders.

43.11. The Board of Directors shall be responsible for considering and implementing corrective measures for shortcomings or deficiencies in management and operational activities based on inspection conclusions of the Board of Supervisors, and shall direct the President & CEO to implement necessary measures to address violations (if any) and/or remedy shortcomings in executive management, accounting records, and the preparation of financial statements of the Corporation.

43.12. The Board of Supervisors shall review the Corporation's financial statements, business performance reports, and reports evaluating the activities of the Board of Directors, and shall periodically notify the Board of Directors of plans for conducting inspections and supervision as well as the results of inspection and supervisory activities relating to management, operations, accounting records, and the preparation of financial statements of the Corporation.

43.13. Coordination among members of the Board of Directors, the Board of Supervisors, and the President & CEO in management, supervision, and inspection activities shall be implemented in accordance with the duties set out above:

a. For matters requiring approval by the Board of Directors based on proposals from the President & CEO in accordance with Clause 2, Article 26 of the Corporation's Charter, the Board of Directors must provide feedback within seven (07) days or within another period as agreed by the parties; except for approval of transactions falling within the decision-making authority of the Board of Directors, in which case the time limit shall be fifteen (15) days from the date of receipt of the notice enclosed with the draft contract or the principal contents of the contract.

b. The Board of Directors shall be responsible for responding to matters relating to proposals on the Charter, the Internal Corporate Governance Regulations, organizational structure, and personnel plans within fifteen (15) days.

c. In cases where meetings of the Board of Directors require the participation of executive members or any managerial or executive personnel other than the President & CEO, the Board of Directors must send meeting invitations and preparation materials (if any) at least seven (07) days prior to the meeting date.

d. The Board of Supervisors shall provide notification of the results of periodic quarterly internal inspection and supervision, as well as notifications of the results of quarterly and semi-annual financial statement inspections, within fifteen (15) days from the completion of such inspections. For annual financial statements, notification of the inspection results shall be issued within thirty (30) days from the completion of the inspection.

e. Upon receipt of inspection results from the Board of Supervisors, the Board of Directors shall consider and issue conclusions and handling decisions within seven (07) days.

f. Annual business performance reports of the Corporation and reports evaluating the supervisory activities of the Board of Directors to be submitted to the General Meeting of Shareholders at annual meetings must be sent to the Board of Supervisors at least five (05) days prior to the date of the General Meeting of Shareholders for review and assessment by the Board of Supervisors.

g. The Board of Supervisors must notify the Board of Directors and exchange opinions on matters stated in the reports of the Board of Supervisors before submitting such reports to the General Meeting of Shareholders at least two (02) days prior to the date of the General Meeting of Shareholders.

Article 44. Working Relationship between the Board of Supervisors and the Executive Apparatus

44.1. The Board of Directors, members of the Board of Directors, the President & CEO, and other managers must provide full, accurate, and timely information and documents regarding the management, executive operations, and business activities of the Corporation upon request of the Board of Supervisors.

44.2. With Subsidiaries and Supervisors/Boards of Supervisors of Subsidiaries

The working relationship regarding inspection and supervisory activities between the Board of Supervisors and the subsidiaries and Supervisors/Boards of Supervisors of subsidiaries shall be implemented in accordance with the Corporation's Charter, the Corporation's Financial Management Regulations, the Regulations on Representatives of

the Corporation, the Regulations on Organization and Operation of the Board of Supervisors, and other relevant rules and regulations.

CHAPTER VIII. MECHANISMS FOR EVALUATING CORPORATE GOVERNANCE ACTIVITIES, REWARDS, AND DISCIPLINARY ACTIONS

Article 45. Mechanisms for Evaluating Corporate Governance Activities, Rewards, and Disciplinary Actions

45.1. The Board of Directors shall develop and promulgate mechanisms for evaluating the Corporation's governance activities applicable to members of the Board of Directors and the Board of Management. The President & CEO shall develop and promulgate mechanisms for evaluating the Corporation's governance activities applicable to other managerial personnel.

45.2. Rewards and Disciplinary Actions

Emulation, commendation, and disciplinary activities applicable to members of the Board of Directors, the Board of Supervisors, the Board of Management, and other managerial personnel shall be implemented in accordance with the Corporation's regulations and relevant regulations of the State.

CHAPTER IX. CORPORATE GOVERNANCE TRAINING

Article 46. Corporate Governance Training

Members of the Board of Directors, the President & CEO and other executive officers, members of committees assisting the activities of the Board of Directors, the person in charge of corporate governance, and the Corporate Secretary should participate in corporate governance training courses organized by training institutions recognized by the State Securities Commission of Vietnam.

CHAPTER X. PREVENTION OF CONFLICTS OF INTEREST

Article 47. Duties of Integrity and Avoidance of Conflicts of Interest of Members of the Board of Directors, the President & CEO, and Other Executive Officers

47.1. Members of the Board of Directors, the President & CEO, and other executive officers must disclose related interests in accordance with the Law on Enterprises and other relevant legal regulations.

47.2. Members of the Board of Directors, the President & CEO, and other executive officers, as well as persons related to such members, shall not be permitted to use business opportunities that may bring benefits to the Corporation for personal purposes; nor shall they use information obtained by virtue of their positions for personal gain or for the benefit of other organizations or individuals.

47.3. Members of the Board of Directors, the President & CEO, and other executive officers shall be obligated to notify the Board of Directors of transactions between the

Corporation, its subsidiaries, or companies controlled by the Corporation and such members or persons related to such members in accordance with the law. The Corporation must disclose information regarding resolutions of the General Meeting of Shareholders or resolutions of the Board of Directors approving such transactions within twenty-four (24) hours on the Corporation's website and report the same to the State Securities Commission and the Ho Chi Minh City Stock Exchange.

47.4. The Corporation shall not provide loans or guarantees to shareholders, members of the Board of Directors, the President & CEO, other executive officers, or persons related to such individuals, unless otherwise provided by law.

47.5. Members of the Board of Directors shall not vote on transactions in which such members or persons related to such members are parties to the transactions, including transactions involving material or non-material interests of such members of the Board of Directors. Such transactions must be disclosed in the Corporation's Annual Report.

47.6. Members of the Board of Directors, the President & CEO, other executive officers, and persons related to the aforementioned individuals shall not use undisclosed information of the Corporation or disclose such information to others in order to conduct related transactions.

Article 48. Transactions with Related Persons

48.1. Any transaction with a Related Person must be approved prior to implementation. The authority to approve transactions with Related Persons shall comply with provisions of law. In particular, loan and guarantee transactions with related persons must comply with Article 293 of Decree No. 155/2020/ND-CP of the Government.

48.2. When conducting transactions with Related Persons, the Corporation must execute written contracts based on the principles of equality and voluntariness. The contents of such contracts must be clear and specific in accordance with the law.

48.3. The Corporation shall apply necessary measures to prevent Related Persons from interfering in the Corporation's operations and causing damage to the Corporation's interests through controlling the Corporation's purchasing and sales channels or manipulating prices.

48.4. The Corporation shall apply necessary measures to prevent shareholders and Related Persons from conducting transactions that result in the loss of capital, assets, or other resources of the Corporation. The Corporation shall not provide loans or guarantees to shareholders and Related Persons.

Article 49. Ensuring the Lawful Rights of Stakeholders Related to the Corporation

49.1. The Corporation must respect the lawful rights and interests of stakeholders related to the Corporation, including banks, creditors, employees, consumers, suppliers, the community, and other parties having interests related to the Corporation.

49.2. The Corporation should actively cooperate with stakeholders related to the Corporation through the following measures:

a. Providing banks and creditors with full necessary information to enable them to assess the Corporation's operational and financial situation and make informed decisions;

b. Encouraging stakeholders to provide opinions on the Corporation's business operations, financial situation, and important decisions affecting their interests through direct

communication with the Board of Directors, the President & CEO, and other executive officers.

49.3. The Corporation must pay attention to matters relating to employee welfare, environmental protection, community interests, and the Corporation's social responsibilities.

CHAPTER XI. REPORTING AND INFORMATION DISCLOSURE

Article 50. Information Disclosure Obligations of the Corporation

50.1. The Corporation shall have the obligation to disclose fully, accurately, and promptly periodic, extraordinary, and requested information regarding its business operations, financial situation, and corporate governance to shareholders and the public. Information and methods of disclosure shall be implemented in accordance with the law and the Corporation's Charter. In addition, the Corporation must fully, accurately, and promptly disclose other information if such information may affect securities prices and influence the decisions of shareholders and investors.

50.2. Information disclosure shall be conducted through methods ensuring equal access for shareholders and the investing public in accordance with the law.

Article 51. Responsibilities for Reporting and Information Disclosure of Members of the Board of Directors, the President & CEO, Internal Persons, and Related Persons

In addition to the responsibilities prescribed in Article 47 of these Regulations, members of the Board of Directors, the President & CEO and other executive officers, internal persons, and related persons shall have responsibilities for reporting and information disclosure in accordance with Decree No. 155/2020/ND-CP regarding transactions in the following cases:

51.1. Transactions between the Corporation and companies in which the above-mentioned persons were founding members, members of the Board of Directors, or members of the executive management within the preceding three (03) years.

51.2. Transactions between the Corporation and companies in which related persons of the above-mentioned individuals are members of the Board of Directors, President & CEO/Director, other executive officers, or major shareholders.

51.3. Transactions that may provide material or non-material benefits to the above-mentioned individuals.

Article 52. Organization of Information Disclosure

52.1. The Corporation must develop and promulgate regulations on information disclosure in accordance with the law.

52.2. The Corporation must have at least one (01) information disclosure officer. The information disclosure officer of the Corporation shall have the following responsibilities:

a. Disclosing information of the Corporation in accordance with the law and the Corporation's Charter;

b. Publicly disclosing his/her name and business telephone number for shareholder contact purposes.

CHAPTER XII.
IMPLEMENTATION PROVISIONS

Article 53. Violations and Handling of Violations of the Regulations

53.1. The Board of Directors, members of the Board of Directors, Supervisors, the President & CEO, and relevant units and individuals within the Corporation shall be responsible for strict compliance with the provisions of these Regulations.

53.2. Any unit or individual violating the provisions of these Regulations shall, depending on the severity and nature of the violation, be subject to disciplinary actions corresponding to such violations in accordance with the Corporation's prevailing regulations.

Article 54. Authority to Amend and Supplement the Regulations

These Regulations may be amended or supplemented pursuant to resolutions of, or delegated authority from, the General Meeting of Shareholders based on proposals from members of the Board of Directors, the Board of Supervisors, the President & CEO, requests from superior regulatory authorities, or changes in relevant laws and regulations.

Article 55. Implementation Provision

These Regulations shall take effect from the date of signing of the promulgation decision and shall replace the previously issued Internal Corporate Governance Regulations. Members of the Board of Directors, the Board of Supervisors, the Board of Management, subsidiaries, and affiliated entities of the Corporation shall be responsible for implementing these Regulations./.