



Hanoi, April 2025

1969
INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

**HUDLAND REAL ESTATE INVESTMENT AND DEVELOPMENT JOINT STOCK
COMPANY**

Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 8th session on November 26, 2019; Law on Amending and Supplementing a Number of Articles of the Securities Law No. 56/2024/QH15 dated November 29, 2024;

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam, at the 9th session on June 17, 2020 (hereinafter referred to as the Enterprise Law);

Pursuant to the Government's Decree No. 155/2020/ ND-CP dated December 31, 2020, detailing and guiding the implementation of a number of articles of Securities Law;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles of corporate governance applied to public companies in Decree No. 155/2020/ Decree-CP dated December 31, 2020 of the Government on detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of HUDLAND Real Estate Investment and Development Joint Stock Company, amended for the 14th time (hereinafter referred to as the Charter);

Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders, dated April , 2025.

The Board of Directors (abbreviated as BOD) promulgates the Internal Regulations on corporate governance of HUDLAND Real Estate Investment and Development Joint Stock Company, including the following contents:

Article 1. Governing scope and subjects of application

1. Scope of regulation:

Internal regulations on corporate governance ("**Regulations**") stipulates the basic principles of corporate governance with the aim of protecting the legitimate rights and interests of Shareholders, establishing standards of conduct and professional ethics of members of the Board of Directors, Directors and other business managers.

This Charter is also the basis for Shareholders and other relevant parties to evaluate the implementation of corporate governance of HUDLAND Real Estate Investment and Development Joint Stock Company.

Specifically, these Regulations stipulate the following contents:

a) Roles, rights and obligations of the General Meeting of Shareholders, Board of Directors, Director and Committees under the Board of Directors;



Hanoi, April 2025

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

HUDLAND REAL ESTATE INVESTMENT AND DEVELOPMENT JOINT STOCK
COMPANY

Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at the 8th session on November 26, 2019; Law on Amending and Supplementing a Number of Articles of the Securities Law No. 56/2024/QH15 dated November 29, 2024;

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam, at the 9th session on June 17, 2020 (hereinafter referred to as the Enterprise Law);

Pursuant to the Government's Decree No. 155/2020/ ND-CP dated December 31, 2020, detailing and guiding the implementation of a number of articles of Securities Law;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles of corporate governance applied to public companies in Decree No. 155/2020/ Decree-CP dated December 31, 2020 of the Government on detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of HUDLAND Real Estate Investment and Development Joint Stock Company, amended for the 14th time (hereinafter referred to as the Charter);

Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders, dated April , 2025.

The Board of Directors (abbreviated as BOD) promulgates the Internal Regulations on corporate governance of HUDLAND Real Estate Investment and Development Joint Stock Company, including the following contents:

Article 1. Governing scope and subjects of application

1. Scope of regulation:

Internal regulations on corporate governance (“**Regulations**”) stipulates the basic principles of corporate governance with the aim of protecting the legitimate rights and interests of Shareholders, establishing standards of conduct and professional ethics of members of the Board of Directors, Directors and other business managers.

This Charter is also the basis for Shareholders and other relevant parties to evaluate the implementation of corporate governance of HUDLAND Real Estate Investment and Development Joint Stock Company.

Specifically, these Regulations stipulate the following contents:

a) Roles, rights and obligations of the General Meeting of Shareholders, Board of Directors, Director and Committees under the Board of Directors;



- b) Procedures for the General Meeting of Shareholders;
- c) Nomination, candidacy, election, dismissal and removal of members of the Board of Directors, Director, and members of the Committees;
- d) Coordination of activities between the Board of Directors and the Director;
- e) Other activities as prescribed in the Company Charter and other current provisions of law.

2. Subject of application: This Charter applies to members of the Board of Directors, Directors, Corporate Governance Officers and related persons.

Article 2. General Meeting of Shareholders

1. Roles, rights and obligations of the General Meeting of Shareholders: prescribed in Article 138 of the Law on Enterprises and Article 15 of the Charter.

2. The order and procedures for the General Meeting of Shareholders to pass resolutions by voting at the General Meeting of Shareholders include the following main contents:

a) Authority to convene the General Meeting of Shareholders:

- Boards of Directors: according to Clause 1-Article 18 of the Charter and Clause 1, Clause 2, Article 140 of the Law on Enterprises;

- Other cases: according to Clause 4, Article 140 of the Law on Enterprises.

b) Make a list of shareholders entitled to attend the meeting

The person convening the General Meeting of Shareholders must disclose information to the Securities Depository Center (abbreviated as VSD) about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date. In addition to sending the notification to VSD, the document must be sent in .pdf file format to the Stock Exchange where the Company is listed, the State Securities Commission (abbreviated as SGDCK, UBCK) and posted on the Company's website.

c) Notice of official list of shareholders entitled to attend the General Meeting of Shareholders

The person convening the shareholders' meeting shall request the shareholder relations department to prepare a document for the person disclosing the information to send to VSD at least 30 days before the expected date of sending the notice of invitation to the shareholders' meeting, but must ensure the provisions in Point a) Clause 2, Article 18 of the Charter.

d) Notice of convening the General Meeting of Shareholders

- For the Annual General Meeting of Shareholders:

+ Time of organization: After having audited annual financial statements but not later than the time limit specified in Clause 1, Article 14 of the Charter.

+ The Board of Directors established a Subcommittee to prepare the content, program, and all documents of the General Meeting.



+ After all the General Meeting documents are completed by the Draft Document Subcommittee, the Company's Administrator/or Company Secretary collects the content and agenda of the General Meeting, determines the time and venue of the General Meeting; collects draft documents to submit to the General Meeting; the Board of Directors is responsible for reviewing and approving them to send to the Board of Directors.

+ The Chairman of the Board of Directors of the Company organizes a meeting of the Board of Directors to unanimously approve the contents, agenda and documents, and issue a decision to convene the Annual General Meeting of Shareholders (or a notice to convene the General Meeting of Shareholders).

+ Notice of the General Meeting of Shareholders on the Company's website and published on the media of the Stock Exchange and the Securities Commission.

The Chairman of the Board of Directors signs and issues a notice/invitation to the meeting, which is sent to shareholders by the Shareholder Relations Department within 10 days from the date of closing the list of shareholders entitled to attend the meeting and at least 21 (twenty-one) days before the meeting date. Organizing the General Meeting; The notice/invitation to the meeting must clearly state the content of the General Meeting program, the issues to be discussed and voted on at the General Meeting, the time and place of the meeting. Attached to the meeting invitation sent to shareholders must be a form designating an authorized representative to attend the meeting, a form confirming attendance, a meeting agenda, discussion documents on the basis of passing decisions and draft resolutions for each issue in the meeting agenda. In case the documents are not sent with the notice of the General Meeting of Shareholders, the meeting invitation must clearly state the website address so that shareholders can access it.

The shareholder relations department is responsible for sending meeting invitations by guaranteed method to the registered address of each shareholder entitled to attend the meeting; posting notices of the holding of the General Meeting of Shareholders on the Company's website and announcing them on the Stock Exchange's media at least twenty-one (21) days before the opening date of the General Meeting of Shareholders, calculated from the date the notice is sent or transferred in a valid manner, postage is paid or placed in the mailbox based on the list of shareholders of VSD.

+ The Chairman of the Board of Directors establishes the Organizing Committee of the General Meeting (immediately after issuing the meeting invitation) to carry out preparations and conditions for holding the meeting according to the set agenda; Establishes the Shareholder Eligibility Verification Board to prepare procedures for reviewing and verifying when shareholders attend the meeting. The Shareholder Eligibility Verification Board is established at least 3 days before the official meeting date.

- For extraordinary General Meeting of Shareholders arising from the requirements of production and business activities, it must be approved according to the provisions of the Charter and the Law:

+ The focal department/office for the content to be submitted for reporting to the Board of Directors for approval;



+ The next steps are similar from point (+) 4 of item (-) 1 point d clause 2 Article 2 of these regulations.

- For an extraordinary General Meeting of Shareholders arising from a request as prescribed in Clause 4, Article 14 of the Charter, the convener shall request the Company Secretary and the Shareholder Relations Department to establish procedures to sign the notice convening the General Meeting of Shareholders and carry out the following steps similar to point (+) 5, item (-) 1, point d, Clause 2, Article 2 of these regulations.

d) Agenda and content of the General Meeting of Shareholders (person responsible for preparing the agenda and content of the General Meeting of Shareholders; regulations on shareholders' proposals to be included in the meeting agenda).

The Board of Directors or the person convening the General Meeting of Shareholders shall arrange the agenda, location and reasonable time to discuss and vote on each issue in the agenda of the General Meeting of Shareholders as prescribed in Clause 7, Article 142 of the Law on Enterprises and Clause 3, Article 18 of the Charter.

e) Authorization for a representative to attend the General Meeting of Shareholders: Authorization is implemented according to the provisions of Article 16 of the Charter.

g) Method of registering to attend the General Meeting of Shareholders

Shareholders may register to attend the General Meeting of Shareholders in the manner stated in the notice, including one of the following methods: Register directly, by phone, fax, mail or email to the company before the deadline stated in the invitation to the General Meeting of Shareholders; The Company must receive registration at least 3 days before the date of the meeting.

h) Implementation conditions: Comply with the content in Article 19 of the Charter.

i) Form of approval of decisions of General meeting of shareholders Use the Voting Card to vote on all issues to be voted on at the General Meeting or in the form specified in Clause 10, Article 20 of the Charter when organizing an online meeting.

k) Method of voting:

- When registering to attend the meeting, after the Shareholder Eligibility Verification Board has verified the shareholder's attendance records, the Company will issue each shareholder or authorized representative with voting rights a code, seat and a voting card, on which is recorded the registration number, full name of the shareholder, full name of the authorized person and the number of votes of that shareholder corresponding to the shares that the shareholder is holding. This voting card is used to vote on all matters to be voted on at the General Meeting.

- The General Meeting of Shareholders discusses and votes on each issue in the agenda as presented by the chairperson. Shareholders will vote on these matters using voting cards issued corresponding to each option: agree/disagree/other opinion

l) Method of counting votes



After voting on each issue at the General Meeting, the Vote Counting Committee must record and summarize the number of votes in favor/disagreement/other opinions for each issue.

m) Conditions for adoption of the resolution

- For decisions passed by the general meeting, at least 65% of the total number of shareholders attending the meeting must vote according to the provisions of Clause 1, Article 21 of the Charter;

- The election of members of the Board of Directors must comply with the provisions of Clause 3, Article 148 of the Law on Enterprises;

- With decisions for the remaining issues not included in the above items passed by the general meeting with a rate of over 50% of the total votes of all shareholders Attending the meeting has the right to vote as prescribed in Clause 2, Article 21 of the Charter.

n) Notice of the vote counting results;

The voting results on the total number of shares agreeing/disagreeing/other opinions on each issue passed will be announced by the Vote Counting Committee immediately after the issues requested for approval by the meeting have been voted on and the vote counting is completed. The Chairman shall announce the results of the voting counts immediately prior to the closing of the meeting.

o) Method of disapproval of the resolution of the General Meeting of Shareholders

Comply with Article 24 of the Charter and Clause 2 and Clause 3, Article 152 of the Law on Enterprises.

p) Prepare minutes of the General Meeting of Shareholders

- The Secretariat of the General Meeting of Shareholders, nominated by the Presidium and approved by the General Meeting, is responsible for recording the entire proceedings of the General Meeting, taking minutes and being proposed by the Presidium to the General Meeting of Shareholders for approval at the meeting.

- Minutes are prepared in Vietnamese (can be translated into English when posted on the Company's website). The minutes must include the contents specified in Article 23 of the Charter.

- The secretary of the General Meeting of Shareholders must read the draft minutes at the meeting for shareholders attending the meeting to approve the content, then the secretariat confirms and submits them to the Chairman for signature.

- The Chairman and Secretary of the Shareholders' Meeting shall be jointly responsible for the truthfulness and accuracy of the minutes.

- Minutes of the General Meeting of Shareholders, together with the appendix of the shareholder registration list, voting ballots, vote counting minutes, full text of resolutions passed at the meeting, documents sent with the invitation letter and documents distributed at the meeting must be kept according to regulations.

q) Announcement of Resolution of General Meeting of Shareholders



- Minutes/Resolutions of the meeting must be published on the Company's website within twenty-four (24) hours from the closing date of the meeting.

- The company must organize the disclosure of information about the General Meeting of Shareholders in accordance with the provisions of the law on securities and the securities market.

3. The order and procedures for the General Meeting of Shareholders to pass resolutions by obtaining written opinions include the following main contents:

a) Cases where written opinions can and cannot be obtained: according to Clause 2, Article 147 of the Law on Enterprises.

b) Procedures for the General Meeting of Shareholders to pass Resolutions by obtaining written opinions.

- Procedure for obtaining shareholders' opinions in writing

+ The Company's focal department/office shall prepare and submit the content that needs to be approved to the Director for approval to submit to the Board of Directors; These contents shall be reviewed by the Company's Administration Officer and consulted (if any) by the Chairman of the Board of Directors before deciding to organize for consultation.

+ The Chairman of the Board of Directors directs the Company Secretary/or the Company Administration Officer to gather and review relevant content and information to organize the Board of Directors meeting.

+ The Board of Directors meets, reviews and agrees on the contents of the written shareholder opinion.

+ The Company's shareholder relations department prepares documents for the Information Disclosure Person to deposit with VSD/Stock Exchange to finalize the shareholder list; After having the final list of shareholders with voting rights, the Company's shareholder relations department prepares a set of documents to be consulted.

+ The Chairman of the Board of Directors signs the document to collect shareholders' opinions. The Company's Shareholder Relations Department carries out the procedure of sending the document and accompanying documents to the shareholders according to the final list.

+ The Company's shareholder relations department collects written opinions from shareholders. The Chairman of the Board of Directors organizes a vote counting meeting, consisting of members of the Board of Directors and shareholders (not holding management positions in the company) participating in supervising the vote counting. The Company Secretary prepares a vote counting record of the results of the opinion collection for the members participating in the vote counting to sign for confirmation.

+ The Company Secretary/or the person in charge of corporate governance prepares a resolution/decision of the General Meeting of Shareholders on the issue that has been consulted and submits it to the Chairman of the Board of Directors for signature and issuance for implementation.



- Form and content of the voting ballot and regulations on making minutes of vote counting, resolutions of the General Meeting of Shareholders and regulations on information disclosure according to Clauses 2, 3, 4, 5, 6, 7, Article 22 of the Charter.

4. The order and procedures for the General Meeting of Shareholders to pass resolutions via online conference include the order and procedures for organizing meetings and voting with the following contents:

- a) Notice of convening an online General Meeting of Shareholders;
- b) How to register to attend the online General Meeting of Shareholders;
- c) Authorization for a representative to attend the online General Meeting of Shareholders;
- d) Implementation conditions
- dd) Form of passing Resolution of online General Meeting of Shareholders;
- e) Method of voting online
- g) Method of counting votes online
- h) Notice of the vote counting results;
- i) Preparation of minutes of the General Meeting of Shareholders;
- k) Announcement of Resolution of the General Meeting of Shareholders.

5. The order and procedures for the General Meeting of Shareholders to pass resolutions in the form of a combined in-person and online conference include the order and procedures for organizing meetings and voting with the following contents:

- a) Notice of convening the General Meeting of Shareholders
- b) Method of registering to attend the General Meeting of Shareholders
- c) Authorization for a representative to attend the General Meeting of Shareholders;
- d) Implementation conditions
- dd) Approval of decisions of General meeting of shareholders
- e) Method of voting
Method of counting votes
- h) Notice of the vote counting results;
- i) Preparation of minutes of the General Meeting of Shareholders;
- k) Announcement of Resolution of the General Meeting of Shareholders.

Article 3. Boards of Directors

1. Roles, rights and obligations of the Board of Directors, responsibilities of members of the Board of Directors: as prescribed in Article 27 of the Charter.

2. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors include the following main contents:



a) Term of office and number of members of Board of Directors: prescribed in Clause 1, Clause 2, Article 26 of the Charter;

b) Structure, standards and conditions of members of Board of Directors;

The structure of the Board of Directors' members is stipulated in Clause 3, Article 26 of the Charter; The standards and conditions of the Board of Directors' members are stipulated in Clause 4, Article 26 and Clause 1-Clause 2, Article 155, Law on Enterprises;

c) Nomination, candidacy of members of the Board of Directors;

According to the provisions of the Law and Article 25 of the Charter.

d) Method of electing members of the Board of Directors as prescribed in Clause 3, Article 148 of the Law on Enterprises;

dd) Cases of dismissal, removal and addition of members of the Board of Directors according to Article 160 of the Law on Enterprises;

e) Notice of election, dismissal and removal of members of the Board of Directors

- Notice of election of Board members: The Board of Directors shall carry out procedures to notify the General Meeting of Shareholders and post on the Company's website the draft election regulations, election forms and list of elected members of the Board of Directors with their resumes so that shareholders can know when participating in the election at the meeting (if the list has been determined).

- Notice of dismissal and removal of members of the Board of Directors: The Board of Directors holds a meeting and has a resolution to propose the General Meeting of Shareholders to dismiss or remove a member of the Board of Directors; then carry out procedures to notify the General Meeting of Shareholders to hold a meeting to vote on dismissal and elect another member of the Board of Directors to replace him/her.

g) Method to introduce candidates to the Board of Directors

Stipulated in Clause 1, Article 25 of the Charter;

The company must ensure that shareholders have access to information about the companies in which the candidate holds the position of a member of the Board of Directors, other management positions and the interests related to the company of the candidate for the Board of Directors (if any).

- Shareholders or groups of shareholders owning common shares according to Clause 2, Article 25 of the Charter have the right to nominate candidates for the Board of Directors according to the provisions of the Law on Enterprises and the Charter.

- In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough as required by regulations, the current Board of Directors may introduce additional candidates or organize nominations according to the provisions of the Charter. The introduction of more candidates by the Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

h) Elect, remove and dismiss the Chairman of the Board of Directors prescribed in Clause 1, Clause 4, Clause 5, Article 29 of the Charter;



3. Remuneration, salaries and other benefits of members of Board of Directors as prescribed in Article 28 of the Charter.

4. The order and procedures for organizing Board of Directors meetings include the following main contents:

a) Minimum number of monthly/quarterly/annual meetings prescribed in Clause 1, Clause 2, Article 30 of the Charter;

b) Cases in which an extraordinary meeting of the Board of Directors must be convened as prescribed in Clause 3, Article 30 of the Charter or when the Board of Directors deems it necessary to carry out the Company's production and business activities;

c) Notice of Board of Directors meeting (including time, location, meeting agenda, issues discussed and decided)

The Chairman of the Board of Directors or the convener (as prescribed in Clauses 5 and 6, Article 30 of the Charter) is responsible for directing the Company's Administrator/Company Secretary to prepare the files/documents (including meeting agenda, time, location, related documents and ballots for members of the Board of Directors who cannot attend the meeting), sign the invitation letter and send it to the members of the Board of Directors;

d) Conditions for organizing meeting of the Board of Directors as prescribed in Clause 7, Article 30 of the Charter;

dd) Voting method prescribed in Clause 8, Clause 9, Article 30 of the Charter;

e) Method of passing resolutions of the Board of Directors recorded and read by the Company Secretary through the Board of Directors for the Chairman to sign and issue in accordance with the provisions of Clause 11, Article 30 of the Charter;

g) Authorization of other persons to attend meetings of Board of Directors members: as prescribed in Clause 10, Article 30 of the Charter;

h) Preparation of Minutes of meetings of Board of Directors;

Recorded and read by the Company Secretary for approval by all members of the Board of Directors for signing and promulgation in accordance with the provisions of Article 158 of the Enterprise Law;

i) In case the chairman and/or secretary refuses to sign the Minutes of the Board of Directors meeting

If the chairman or the preparer of minutes refuses to sign the meeting minutes, but if signed by all other members of the Board of Directors attending the meeting and has all the contents as prescribed at Points a, b, c, d, dd, e, g and h Clause 2 Article 158 of the Law on Enterprises, this minutes takes effect. The meeting minutes clearly state that the chair and the minute taker refused to sign the meeting minutes. The person signing the meeting minutes is jointly responsible for the accuracy and truthfulness of the content of the Board of Directors meeting minutes;



k) Announcement of resolutions and decisions of the Board of Directors

- Resolutions of the Board of Directors are issued within the Company for implementation and sent to members of the Board of Directors according to the Charter;
- Resolutions of the Board of Directors are disclosed in cases prescribed in the Law on Securities and circulars guiding information disclosure of public companies and listed organizations.
- Maintain/issue records of the Board of Directors
- + The Secretary of the Board of Directors keeps 01 original set (all related documents);
- + The Company's office archives 01 original set of minutes/resolutions and necessary accompanying documents;
- + Subordinate units/departments receive and keep copies related to the rights and obligations to implement the contents of the Board of Directors' resolutions/minutes.

5. Audit Committee under the Board of Directors

a) Rights and obligations of the Audit Committee: as prescribed in Article 38 of the Charter.

b) Nomination and appointment of members of the Audit Committee: as prescribed in Article 36 of the Charter.

- The term of office of the Audit Committee corresponds to the term of office of the Board of Directors. Accordingly, the term of office of a member of the Audit Committee is no more than five (05) years.

- Number, standards and structure of the Audit Committee: as prescribed in Article 37 of the Charter.

c) Activities of the Audit Committee: prescribed in Articles 39 and 40 of the Charter.

6. Subcommittees of the Board of Directors (if any)

The establishment and operation of subcommittees under the Board of Directors (if any), including the following main contents:

a) Roles, responsibilities and authorities of the subcommittees of the Board of Directors and each member of the subcommittee: as prescribed in Article 31 of the Charter and specifically stipulated in the establishment decision of the Board of Directors;

b) Activities of the subcommittees under the Board of Directors The establishment designation comes from the Company's management needs when the production and business model expands and the Board of Directors finds it necessary to establish to help the Board of Directors direct and control the Company's main activities;

7. Selection, appointment and dismissal of the person in charge of corporate governance include the following main contents:

a) Standards of the person in charge of corporate governance

The person in charge of corporate governance must be knowledgeable about the Law and must not concurrently work for an independent auditing company that is auditing the company's financial statements;



b) Appointment of person in charge of corporate governance The Board of Directors considers, selects and decides on appointment;

c) Cases of dismissal of the person in charge of corporate governance

- When there is a resignation letter from the Administrator;
- When the Administrator is no longer qualified and able to perform his/her duties or violates the Company's regulations.

d) Notice of appointment and dismissal of the person in charge of corporate governance: The Board of Directors holds a meeting to unanimously decide on the appointment and dismissal of the person in charge of corporate governance and notify the entire Company and disclose information according to regulations (if any);

dd) Rights and obligations of the person in charge of corporate governance as prescribed in Clause 3, Article 32 of the Charter;

Article 4. Director

1. Roles, responsibilities, rights and obligations of the Director: as prescribed in Clause 2, Article 163 of the Law on Enterprises and Clause 4, Article 35 of the Charter.

2. Appointment, dismissal, contract signing, contract termination to the Director

a) Tenure, criteria and conditions of the Director is 05 (five) years as prescribed in Clause 3, Article 35 of the Charter; The standards and conditions of the Director apply according to the provisions of the Law on Enterprises and other regulations of the State.

b) Candidacy, nomination, dismissal, removal of Director: according to Clause 5, Article 35 of the Charter.

c) Appoint and sign labor contract with Director: The Board of Directors appoints one of them or hire another person to be the Director according to Clause 1, Article 35 of the Charter; the Chairman of the Board of Directors signs the labor contract of the Director.

d) Dismissal and termination of labor contract with the Director: The Board of Directors may dismiss the Director when the majority of the members of the Board of Directors are entitled to vote in the meeting and appoint the new Director to replace them.

dd) Notice of appointment, dismissal, contract signing, contract termination to the Director published and announced information according to the provisions of securities law and Enterprise Law.

e) Salary and other benefits of the Director as prescribed in Article 163 of the Law on Enterprises.

Article 5. Other activities

1. Coordination of activities between the Board of Directors and the Director, including the following main contents:

a) Procedures, order for convening, notice of meeting, recording of minutes, notification of meeting results between the Board of Directors, the Board of Supervisors



and the Director; similar to the provisions on minutes of the Board of Directors in Article 158 of the Law on Enterprises. The meeting results are recorded, through the meeting minutes signed by the attending members (members with voting rights) and sent by the Secretary to all members of the Board of Directors and the Director. In addition, information must be disclosed (if any) according to the provisions of the Securities Law.

b) Announcement of the Resolution/Decision of the Board of Directors to the Director The meeting resolution is prepared by the Secretary according to the meeting conclusion and approved by the Chairman of the Board of Directors for signing and issuance, and sent to the Director according to regulations; In addition, information is announced and notified (if any) according to the provisions of securities law and the Law on Enterprises.

c) Cases in which the Director and the Audit Committee request to convene a meeting of the Board of Directors and issues requiring the Board of Directors' opinion

- Regarding the contents that must be approved by the Board of Directors/General Meeting of Shareholders within the prescribed scope to implement the Company's operations.

- When the Audit Committee discovers any inappropriate issues in the company's production and business activities or signs of violations of regulations by members of the Board of Directors or the Director and other managers of the Company.

d) Report of the Director to the Board of Directors on the performance of assigned tasks and powers; The Director must report to the Board of Directors on the results of performing assigned tasks and powers;

dd) Review on the implementation of resolutions and other authorization issues of the Board of Directors for the Director The implementation results will be reported by the Director at the regular quarterly meeting every year;

e) Issues that the Director must report, provide information and methods to notify the Board of Directors: Company's monthly business results and other information upon request.

g) Coordination of activities of control, administration, supervision between members of the Board of Directors and the Director according to the specific tasks of the above members.

2. Regulations on annual evaluation of reward and discipline activities for members of the Board of Directors, the Director and other business executives

- For members of the Board of Directors who are members represented by the organization that owns contributed capital: according to the regulations on management of capital representatives of that organization and according to the provisions of the Charter, salary regulations, and other internal regulations of the Company.

- For other members of the Board of Directors and Directors/other business executives: carried out in accordance with the provisions of the Law, the Charter and salary regulations, and other internal regulations of the Company.



Article 6. Implementation effect

1. This Charter includes 06 Articles, 12 pages and is unanimously approved on April, 2025 under Article of the Resolution of the 2025 Annual General Meeting of Shareholders. During the implementation process, if new issues arise that require amendments and supplements to the regulations to comply with the provisions of law and the actual operating situation of the company, the Company Director may submit them to the Board of Directors for consideration and decision.

2. These Regulations take effect from the date of issuance, replacing the Corporate Governance Regulation issued in 2021 under the Resolution dated April 14, 2021 of the 2021 Annual General Meeting of Shareholders.

3. Members of the Board of Directors, Board of Management, Heads of departments/offices, Heads of units under the Company are responsible for guiding and organizing the implementation of these Regulations to all officers and employees.

Recipients:

- As per Clause 3, Article 6;
- Archives, Board of Directors.

FOR THE BOARD OF DIRECTORS

Chairman

Pham Cao Son