

EXTRAORDINARY INFORMATION DISCLOSURE

**To: State Securities Commission of Vietnam/
Vietnam Exchange/
Hanoi Stock Exchange**

1. Name of organization: Southern Waterborne Transport Corporation
- Stock code: SWC
- Address: 298 Huynh Tan Phat, Tan Thuan Ward, HCM City
- Tel.: 028.38729 748 Fax: 028.38726 386
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2. Contents of disclosure:
Southern Waterborne Transport Corporation respectfully announces the issuance of the Regulations on the Operation of the Board of Directors.
3. This information was published on the company's website on 23/04/2026 as in the link <https://sowatco.com.vn/category/co-dong/thong-tin-co-dong/>

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Attached documents:

- As above;
- Save Document, BOD.

**SOUTHERN WATERBORNE
TRANSPORT CORPORATION
LEGAL REPRESENTATIVE
General Director**



DANG VU THANH

DECISION

***Re: Issuance of Internal Regulations on Corporate Governance of
Southern Waterborne Transport Corporation***

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 27 June 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019, and its guiding documents;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 01/SWC/NQ-DHDCD dated 22 April 2026;

DECISION

Article 1: The internal regulations on governance of Southern Waterborne Transport Corporation is hereby promulgated together with this Decision.

Article 2: This Decision shall take effect from 22 April 2026 and shall replace the internal regulations on governance of Southern Waterborne Transport Corporation previously approved under the Resolution of the General Meeting of Shareholders No. 01/SWC/NQ-DHDCD dated 19 June 2023.

Article 3: The members of the Board of Directors, the Supervisory Board, the Board of Management, and all relevant departments/units and individuals shall be responsible for the implementation of this Decision.

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

Recipients:

- As Article 3;
- Archived: BOD office.



DANG DOAN KIEN

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

*(Issued together with Decision No. 09/SWC/QD-HDQT dated 22/04/2026
of the Board of Management of the Southern Waterborne Transport Corporation)*

Chapter I

GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. The internal regulation on governance of the Southern Waterborne Transport Corporation is formulated in accordance with the provisions of the Law on Enterprises in 2020, amended and supplemented in 2022, 2025 and consolidated in Consolidated Document No. 67/VBHN-VPQH dated August 15, 2025 by the Office of the National Assembly; Law on Securities 2019, amended and supplemented in 2024 and consolidated in Consolidated Document No. 24/VBHN-VPQH dated February 26, 2025 by the Office of the National Assembly; Decree 155/2020/ND-CP dated 31/12/2020 of the Government regulating corporate governance applicable to public companies amended and supplemented by Decree 245/2025/ND-CP effective from 11/09/2025; Circular 116/2020/TT-BTC guiding Decree 155/2020/ND-CP guiding corporate governance applicable to public companies issued by the Minister of Finance; Company charter and application of international best practices on corporate governance in accordance with Vietnam's conditions, to ensure the sustainable development of the Company and contribute to the healthy economy.
2. Scope of regulation: The internal regulation on corporate governance stipulates the contents of the roles, rights and obligations of the General Meeting of Shareholders, the Board of Management, and the General Director; order and procedures for meetings of the General Meeting of Shareholders; nomination, candidacy, election, dismissal and dismissal of members of the Board of Management, the Board of Supervisors, the General Director and other activities as prescribed in the company's charter and other current provisions of law.
3. Subjects of application: This Regulation applies to members of the Board of Management, the Board of Supervisors, the General Director, managers of other enterprises and related persons.
4. This Regulation stipulates the basic principles of corporate governance to protect the legitimate rights and interests of shareholders, establish standards of professional behavior and ethics of members of the Board of Supervisors, the Board of Management, the General Director and other managers.
5. This Regulation is also the basis for evaluating the implementation of corporate

governance of the Southern Waterborne Transport Corporation.

Article 2. The Company's executive management apparatus

1. General Meeting of Shareholders.
2. Board of Supervisors.
3. Board of Management.
4. General Director.

Article 3. Corporate Governance Principles

1. Ensure an effective governance structure.
2. Ensuring the interests of shareholders.
3. Fair treatment among shareholders.
4. Ensure the role of persons with interests related to the Company.
5. Transparency in the Company's operations.
6. The Board of Management and the Board of Supervisors effectively lead and control the Company.
7. Comply with applicable legal regulations.

Article 4. Definitions and acronyms

1. Definition

- a. Board of Directors: Including the General Director and Deputy General Directors
- b. Executive Board: Includes the Board of Directors and professional directors;
- c. Related persons: are individuals or organizations specified in the Law on Securities and the Law on Enterprises.
- d. Business manager : is the General Director/Chief Executive Officer or other equivalent position, Deputy General Director or other equivalent position, Chief Accountant/Chief Financial Officer or other equivalent position, and managerial titles appointed by the Board of Management.
- e. Charter: means the Charter of organization and operation of the Southern Waterborne Transport Corporation
- f. Other terms not construed herein shall have the meanings set forth in the Charter and related laws.

2. Acronyms

- a. Company : Southern Waterborne Transport Corporation
- b. GMS : General Meeting of Shareholders
- c. BOM : Board of Management

d. CEO : General Director/Chief Executive Officer

**CHAPTER II ORDER
AND PROCEDURES FOR CONVENING AND VOTING AT THE
GENERAL MEETING OF SHAREHOLDERS**

Article 5. Announcement on the finalization of the list of shareholders entitled to attend the General Meeting of Shareholders

The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date, unless otherwise provided for by law.

Article 6. Notice of convening the General Meeting of Shareholders

1. The notice of the General Meeting of Shareholders shall be sent to all shareholders by means of security, and at the same time disclose information in accordance with the current law on securities. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the List of shareholders entitled to attend the meeting at least 21 days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent, to be paid or put in a mailbox).
2. The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:
 - a. Meeting agendas, documents used in the meeting;
 - b. List and details of candidates in case of election of members of the Board of Management, members of the Board of Supervisors;
 - c. Voting slips;
 - d. Form of appointment of representative under authorization to attend the meeting;
 - e. Draft resolutions for each issue on the meeting agenda.

Article 7. How to register to attend the General Meeting of Shareholders

1. Before the date of the General Meeting of Shareholders, shareholders may confirm their direct attendance at the General Meeting or authorize the Company to attend the General Meeting (according to the form enclosed with the notice of invitation to the meeting) according to the time limit and method and address specified in the notice of invitation to the meeting.

2. Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until all shareholders who have the right to attend the meeting are registered.
3. When registering shareholders, the Company shall issue to each shareholder or authorized representative the right to vote for a voting card, on which the registration number, full name of the shareholder/full name and the name of the authorized representative and the number of votes of such shareholder shall be inscribed.
4. Shareholders or authorized representatives who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the General Meeting immediately after registration. The Chairman is not responsible for stopping the General Meeting so that shareholders are late to register and the validity of the previously voted contents remains unchanged.

Article 8. Procedures for authorization and making a power of attorney

1. Shareholders who have the right to attend the General Meeting of Shareholders may directly attend or authorize their representatives to attend.
 - For individual shareholders: Individual shareholders may authorize another individual to attend the General Meeting of Shareholders.
 - For shareholders being organizations: Shareholders being organizations owning at least 10% of the total number of ordinary shares have the right to authorize the maximum number of persons specified in the Charter (in case the Charter does not prescribe, the provisions of the current Law on Enterprises shall apply). In case an organizational shareholder appoints more than one authorized representative, the number of shares and the number of votes of each representative must be specified.
2. The authorization of the representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form enclosed with the Notice of Invitation to the meeting and must be signed according to the following provisions:
 - a. In case an individual shareholder is the authorizer, the power of attorney must be signed by such shareholder and the authorized individual, the legal representative of the authorized organization attending the meeting and affixed with the seal of such organization;
 - b. In case the shareholder of the organization is the authorizer, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder of the organization and affixed with the seal of such organization; the signature of the authorized individual, the legal representative of the authorized organization attending the meeting and affixing the seal of such organization;

- c. In other cases, the power of attorney must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.

The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting before entering the meeting room.

3. In case the lawyer signs the letter of appointment of the representative on behalf of the authorizer, the appointment of the representative in this case is only considered effective if the letter of appointment of the representative is presented together with the power of attorney to the lawyer (if it has not previously been registered with the Company). If this is not done then the authorization designation will be deemed invalid.
4. The voting slip of the authorized person attending the meeting within the scope of authorization is still valid in one of the following cases:
 - a. The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
 - b. The authorizer has canceled the authorization designation;
 - c. The authorizer has canceled the authority of the person performing the authorization.

This clause does not apply in the event that the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 9. How to vote, count votes, announce vote counting results

1. When voting at the Congress, the number of voting cards in favor of the resolution is collected first, the number of voting cards against the resolution is collected later, and finally counting the total number of votes for or against to decide.
2. The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting.
3. The total number of votes in favor, disapproval of each issue or abstaining or invalid voting on each issue, shall be notified by the Chairman (or the Vote Counting Committee) immediately before the closing of the meeting.

Article 10. How to object to the decision of the General Meeting of Shareholders as prescribed in Article 132 of the Law on Enterprises

1. Shareholders who object to the reorganization of the Company or change the rights and obligations of shareholders specified in the Charter shall mark ("V" or "X") in the voting box "Disapprove" on the voting card.

2. When the Chairman issues an order to collect voting cards against the reorganization of the Company or changes the rights and obligations of shareholders, the shareholders shall transfer the voting cards that have been duly marked to the vote collectors.
3. Shareholders who vote against the resolution on the reorganization of the Company or change the rights and obligations of shareholders have the right to request the Company to repurchase their shares. The request must be in writing, clearly stating the name and address of the shareholders, the number of shares of each type, the intended price of sale, and the reason for requesting the Company to repurchase. The request must be sent to the Company within 10 days from the date the General Meeting of Shareholders approves the resolution on the issues specified in this Clause.
4. The company must repurchase shares at the request of the shareholders specified in Clause 3 of this Article at the market price within 90 days from the date of receipt of the request. In case of failure to reach an agreement on the price, the parties may request a professional price appraisal organization to determine the price. The company introduces at least 03 professional valuation organizations for shareholders to choose and that choice is the final decision.
5. The Company is only entitled to pay the repurchased shares to shareholders under the provisions of this Article if, immediately after paying all the repurchased shares, the Company still ensures full payment of debts and other property obligations.

Article 11. Applying modern information technologies in attending and expressing opinions at the General Meeting of Shareholders

1. The company can apply modern information technology to create favorable conditions for shareholders to attend, speak and vote at the General Meeting of Shareholders.
2. Depending on the specific needs and situation, the Board of Management has the right to organize the application of modern information technology (such as online conferences, electronic voting or other electronic forms, etc.) so that shareholders can attend, speak and vote at each General Meeting of Shareholders. The application of such modern information technology must be notified to shareholders before the meeting by posting the notice and application instructions on the Company's website.

Article 12. Making minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The record must be made in Vietnamese, may be made in a foreign language and contain the following principal contents:
 - a. Name, address of the head office, enterprise code;

- b. Time and place of the General Meeting of Shareholders;
- c. Agenda and contents of the meeting;
- d. Full name of the chairman and secretary;
- e. Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- f. The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
- g. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
- h. The issues that were passed and the corresponding percentage of votes voted for approval;
- i. Full name, name and signature of the chairman and clerk. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Management attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the contents of the Vietnamese and foreign language minutes, the contents of the Vietnamese minutes shall apply.

2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

Article 13. Announcement of the Resolution of the General Meeting of Shareholders

1. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date the resolution is passed; in case the Company has a website, the submission of the resolution may be replaced by posting it on the Company's website.
2. The Resolution of the General Meeting of Shareholders shall be disclosed within 24 hours from the date stated in the Resolution in accordance with relevant laws.

Article 14. Approving the Resolution in the form of collecting written opinions

1. The General Meeting of Shareholders has the right to approve all decisions under its jurisdiction in the form of written opinions.
2. The competence and mode of collecting shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders shall comply with the following provisions:
 - a. The Board of Management has the right to collect shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders when deeming it necessary for the benefit of the Company and in accordance with the provisions of Clause 1 of this Article.
 - b. The Board of Management must prepare a poll for opinions, a draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution. The Board of Management must ensure that documents are sent and disclosed to shareholders within a reasonable time for consideration and voting and must send them at least 10 days before the deadline for receiving opinion polls. Requirements and methods of sending opinion polls and enclosed documents shall comply with the provisions of the Charter and the Law on Enterprises.
 - c. The opinion poll must contain the following principal contents:
 - ✓ Name, address of the head office, enterprise code;
 - ✓ Purpose of collecting opinions;
 - ✓ Full name, contact address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the shareholder being an individual; name, enterprise code or establishment decision number, address of the head office of the shareholder being an organization or full name, permanent residence address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the authorized representative of the shareholder being an organization; the number of shares of each type and the number of votes of shareholders;
 - ✓ Issues that need to be consulted for approval of decisions;
 - ✓ The voting plan includes approving, disapproving and not having opinions on each issue for consultation;
 - ✓ The deadline for sending to the Company the answered opinion poll form;
 - ✓ Full name and signature of the Chairman of the Board of Management.
 - d. The answered opinion poll must be signed by the shareholder who is an individual, or the legal representative of the shareholder who is an organization and is stamped with the seal of that organization or the signature

of the individual or the legal representative of the authorized organization and is stamped with the seal of such organization.

- e. The opinion poll may be sent to the Company in the following forms:
 - ✓ By mail: The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;
 - ✓ Fax or email: Opinion polls sent to the Company by fax or email must be kept confidential until the time of counting.
- f. The opinion poll received by the Company after the time limit specified in the opinion poll or opened in case of sending a letter or announced before the time of counting votes in case of sending a fax or email is invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.
- g. The Board of Management counts votes and makes a record of vote counting under the witness of the Board of Supervisors or shareholders who are not managers of the enterprise. The vote counting record must contain the following principal contents:
 - ✓ Name, address of the head office, enterprise code;
 - ✓ Purpose and issues to be consulted to pass the resolution;
 - ✓ The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes and the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;
 - ✓ The total number of votes in favor, disapproval and no opinion on each issue;
 - ✓ Issues passed;
 - ✓ Full name and signature of the Chairman of the Board of Management, the vote counter and the vote counting supervisor.

Members of the Board of Management, vote counters and vote counting supervisors must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

- h. The vote counting record must be sent to the shareholders within fifteen (15) days from the end of the vote count. The submission of the vote counting record may be substituted by posting it on the Company's website within twenty-four (24) hours from the end of the vote counting.

- i. The opinion poll that has been answered, the vote counting record, the resolution that has been passed and the relevant documents enclosed with the opinion poll must be kept at the head office of the Company.
- j. Resolutions passed in the form of collecting shareholders' opinions in writing for the issues mentioned in Clause 4, Article 21 of the Charter must be approved by the number of shareholders representing at least 65% of the total number of votes of the shareholders with the right to vote, and for other issues, it must be approved by the number of shareholders representing at least 50% of the total number of votes of the shareholders have the right to vote for approval and have the same validity as the resolution passed at the General Meeting of Shareholders.

Article 15. Other issues

Other issues and contents related to the convening and voting at the General Meeting of Shareholders: comply with the provisions of the Charter and relevant laws.

**CHAPTER III
NOMINATION, CANDIDACY, ELECTION, DISMISSAL AND DISMISSAL OF
MEMBERS OF THE BOARD OF MANAGEMENT AND MEETINGS OF THE
BOARD OF MANAGEMENT**

Article 16. Board Member Criteria

1. Having professional qualifications, experience, business capacity and enterprise management organization.
2. Having full civil act capacity, not being subject to enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises.
3. In case of being an independent member of the Board of Management, in addition to the above-mentioned criteria, they must meet the standards prescribed in the Law on Enterprises.
4. Other standards as prescribed by law.

Article 17. Methods of candidacy and nomination of persons to the position of members of the Board of Management

1. Nomination of members of the Board of Management

Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to combine the number of voting rights to nominate candidates for the Board of Management. Shareholders or groups of shareholders holding between 10% and less than 30% of the total voting shares may nominate a maximum of one (01) candidate; from 30% to less than 40% of the total voting shares may nominate a maximum of two (02) candidates; from 40% to less than 50% of the total voting shares may nominate a maximum of three (03) candidates; from 50% to less

than 60% of the total voting shares may nominate a maximum of four (04) candidates; from 60% to less than 70% of the total voting shares may be nominated for a maximum of five (05) candidates; from 70% to less than 80% of the total voting shares may nominate a maximum of six (06) candidates; and 80% or more of the total voting shares may nominate a maximum of seven (07) candidates.

2. Candidate for Board of Management

Candidates for members of the Board of Management must be shareholders holding at least 10% of the total voting shares, satisfying the criteria for membership of the Board of Management.

3. Sending candidacy and nomination dossiers

Nomination dossiers and nomination of persons to the Board of Management and the submission of candidacy and nomination dossiers: comply with the Company's notice before the opening date of the General Meeting of Shareholders.

4. In case the number of candidates approved by the Board of Management for nomination and candidacy is still insufficient, the incumbent Board of Management shall meet and issue a decision to nominate additional candidates on the condition that the nominated candidates must meet the standards and conditions of members of the Board of Management as prescribed by law. Charter and this Regulation. The nomination of additional candidates by the Board of Management must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Management in accordance with law.

Article 18. How to elect members of the Board of Management

The election of members of the Board of Management must be carried out by voting according to the ownership ratio or by the method of cumulative voting. Before the General Meeting of Shareholders or collecting shareholders' opinions in writing to elect members of the Board of Management, the Board of Management shall decide on the method of voting to elect members of the Board of Management in accordance with the provisions of the Charter and this Regulation.

In case the voting for the election of members of the Board of Management is conducted by the method of cumulative voting, each shareholder shall have the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Management and such shareholder shall have the right to devote all or part of his total votes to one or several candidates tablets.

The winner of the election of members of the Board of Management is determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is reached. In case there are 02 or more candidates with the

same number of votes for the last member of the Board of Management, a re-election will be conducted among the candidates with equal votes.

Article 19. Dismissal and dismissal of members of the Board of Management

1. A member of the Board of Management shall be dismissed in the following cases:
 - Failing to meet the criteria and conditions specified in the Charter;
 - Not participating in activities of the Board of Management for 06 consecutive months, except for force majeure cases;
 - Have a letter of resignation and be approved;
 - Other cases as prescribed in the Charter and relevant laws.
2. Members of the Board of Management may be dismissed according to the resolution of the General Meeting of Shareholders.

Article 20. Notification of election, dismissal and dismissal of members of the Board of Management

1. In case the Company organizes a meeting/collect opinions in writing at the General Meeting of Shareholders on the dismissal, dismissal or election of members of the Board of Management, the notice of invitation to the meeting/written document for collecting opinions sent to shareholders must clearly state this content and at the same time enclose guiding documents on how to send the nomination dossier. candidacy; regulations on election rules so that shareholders can grasp information and conveniently implement.
2. The dismissal, dismissal and election of members of the Board of Management must be disclosed in accordance with relevant laws.

Article 21. How to introduce candidates for members of the Board of Management

In case the candidates have been identified in advance, information related to the candidates of the Board of Management shall be published at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates of the Board of Management must have a written commitment to the truthfulness, accuracy and reasonableness of personal information disclosed and must commit to perform their duties honestly, faithfully, prudently and in the best interests of the Company if elected as a member of the Board of Management. Minimum disclosed information regarding the Board candidate includes:

- a. Full name, date of birth;
- b. Educational level;
- c. Professional qualifications;

- d. Work process;
- e. Companies in which the candidate is holding the position of member of the Board of Management and other management positions;
- f. Interests related to the Company and its related parties;
- g. Full name of the shareholder or group of shareholders nominating the candidate (if any);
- h. Other information (if any).

Article 22. Order and procedures for organizing meetings of the Board of Management

1. Regular Meetings:

The Chairman of the Board of Management must convene regular and irregular meetings of the Board of Management, formulate the agenda, time and place of the meeting at least three (03) working days before the meeting date. The Chairman may convene a meeting whenever he deems it necessary, but at least once a quarter.

2. Extraordinary Meetings:

The Chairman must convene a meeting of the Board of Management, which must not be postponed without plausible reasons, when one of the following subjects requests in writing to present the purpose of the meeting and the issues to be discussed:

- a. General Director or at least five (05) other managers
- b. At least two members of the Board of Management;
- c. Independent Member of the Board of Management;
- d. Board of Supervisors;
- e. Other cases (if any).

3. Meetings of the Board of Management mentioned in Clause 2 of this Article must be convened within a maximum period of (07) seven working days after the meeting proposal is made. In case the Chairman of the Board of Management does not accept the convening of the meeting at the request, the Chairman shall be responsible for the damage caused to the Company; the persons proposing to hold the meeting mentioned in Clause 2 of this Article may convene a meeting of the Board of Management by themselves.

4. At the request of an independent auditor, the Chairman of the Board of Management must convene a meeting of the Board of Management to discuss the audit report and the Company's situation.

5. Meeting Location:

Meetings of the Board of Management shall be conducted at the Company's registered address or other addresses at the discretion of the Chairman of the Board of Management and with the consent of the Board of Management.

6. Announcements and Meeting Agenda:

The notice of the meeting of the Board of Management must be sent to the members of the Board of Management and members of the Board of Supervisors at least three (03) working days before the date of the meeting. In case of extraordinary circumstances, the notice of the meeting of the Board of Management must be sent to the members of the Board of Management at least 01 (one) day in advance. A member of the Board of Management may refuse a written notice of invitation to a meeting, such refusal may be changed or canceled in writing by such member of the Board of Management. The notice of the meeting of the Board of Management must be made in Vietnamese and must fully notify the time, place of the meeting, agenda and contents of the issues discussed, enclosed with necessary documents on the issues to be discussed and voted on at the meeting and the voting votes of the members.

The notice of invitation to the meeting shall be sent by mail, fax, e-mail or other means, but must ensure that it reaches the contact address of each member of the Board of Management and members of the Board of Supervisors registered at the Company.

7. A meeting of the Board of Management shall be conducted when three-fourths or more of the total number of members attend the meeting. In case the meeting convened under this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 (seven) days from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Management attend the meeting.
8. A meeting of the Board of Management may be held in the form of an online conference between members of the Board of Management when all or several members are in different locations provided that each member participating in the meeting can:
- a. Listening to each other member of the Board of Management speaking in the meeting;
 - b. Address to all other attendees simultaneously.

Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Management who participates in such a meeting is deemed to be "present" at that meeting. The place of the meeting held under this regulation is the place where the

most members of the Board of Management are present, or the place where the Chairman of the meeting is present.

Decisions adopted during the online meeting are held and conducted in a duly manner, effective immediately at the end of the meeting but must be confirmed by the signatures in the minutes of all members of the Board attending this meeting.

9. In case of collecting opinions of members of the Board of Management remotely by email or in writing: feedback by email or in writing (if replied in writing, must be signed by members of the Board of Management) must be sent to the secretariat of the Board of Management within 03 days from the date of receipt of documents or according to the time The deadline for requesting replies is stated in the document/email for comments. The written reply / email of the members of the Board of Management must be summarized into a vote counting record, which clearly states the content that needs to be commented on by the members, and the replies include "agree/oppose/no opinion". The vote counting record must be signed by the Chairman of the Board of Management and the Secretary of the Board of Management.

The resolution in the form of collecting opinions by email/writing is adopted on the basis of the approval of the majority of members of the Board of Management who have the right to vote. This Resolution has the same effect and validity as the resolution adopted at the meeting.

10. Voting Forms

Members of the Board of Management are considered to attend and vote at the meeting in the following cases:

- a. Attending and voting directly at the meeting;
- b. Authorize other persons to attend meetings and vote if approved by a majority of members of the Board of Management;
- c. Attend and vote through online conferences, electronic voting, or other similar forms;
- d. Send the ballot to the meeting via mail, fax, email. In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Management at least one (01) hour before the opening. Voting ballots may only be opened in the presence of all attendees.

11. Voting

- a. Except for the provisions at Point b of this Clause, each member of the Board of Management or an authorized person as prescribed in the Charter who is

directly present as an individual at a meeting of the Board of Management shall have one (01) vote;

- b. A member of the Board of Management may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company. Members of the Board of Management shall not be included in the minimum percentage of members present to be able to hold meetings of the Board of Management on decisions that such members do not have the right to vote on;
 - c. According to the provisions of Point d of this Clause, when an issue arises at a meeting related to the interests or voting rights of a member of the Board of Management and such member does not voluntarily waive the voting right, the decision of the chairman shall be final, unless the nature or scope of interests of the member of the Board of Management is related are fully announced;
 - d. A member of the Board of Management who benefits from a contract specified at Points a and b, Clause 5, Article 41 of the Charter is considered to have a significant interest in that contract;
 - e. Members of the Board of Supervisors have the right to attend meetings of the Board of Management, have the right to discuss but are not allowed to vote.
12. A member of the Board of Management who directly or indirectly benefits from a contract or transaction that has been concluded or is about to be concluded with the Company and knows himself or herself as a person with an interest in it is responsible for disclosing this interest at the first meeting of the Board discussing the conclusion of this contract or transaction. In case a member of the Board of Management does not know that he or she and related persons have interests at the time the contract or transaction is signed with the Company, such member of the Board of Management must publicize the relevant interests at the first meeting of the Board of Management held after this member knows that he or she has interests or will have interests in the transaction or contract mentioned above.
13. The Board of Management approves decisions and issues resolutions on the basis of the majority of members of the Board of Management attending the meeting (over 50%). In case the number of votes for and against is equal, the vote of the Chairman of the Board of Management shall be the decisive vote.
14. The Chairman of the Board of Management shall send the minutes of the Board of Management meeting to the members and such minutes shall be authentic evidence of the work carried out during the meeting unless there is an objection to the contents of the minutes within ten (10) days from the date of submission. The minutes of the meeting of the Board of Management shall be made in Vietnamese and may be

additionally made in a foreign language and must contain the following principal contents:

- a. Name, address of the head office, enterprise code;
 - b. Purpose, agenda and contents of the meeting;
 - c. Time and place of the meeting;
 - d. Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
 - e. Issues discussed and voted on at the meeting;
 - f. Summarizing the opinions of each member attending the meeting in the order of the meeting;
 - g. The voting results clearly state the members who approve, disagree and have no opinions;
 - h. The issues that were passed and the corresponding voting rate passed;
 - i. Full name, signature of the chairman and the person taking the record.
15. The minutes of the meeting of the Board of Management shall be considered valid in the following cases:
- a. Signed by all members of the Board of Management attending the meeting and the person taking the minutes of the meeting; or
 - b. The minutes shall be made in many copies and each record shall be signed by at least 01 member of the Board of Management participating in the meeting; or
 - c. The minutes of the meeting shall be signed by the chairperson of the meeting and the person taking the minutes.

In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Management attend and agree to approve the minutes of the meeting and have all the contents as prescribed above, this minutes shall take effect. The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting. The signatories of the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Management. The chairperson and the person taking the minutes shall take personal responsibility for the damage caused to the enterprise due to the refusal to sign the minutes of the meeting in accordance with the provisions of this Law, the company's charter and relevant laws.

The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Management.

16. Based on the Minutes of the meeting, the Board of Directors shall issue Resolutions/Decisions/Notices on the contents approved by the Board of Management at the meeting. Resolutions/Decisions/Notices are sent to relevant subjects for implementation. In case the Resolution/Decision is subject to information disclosure as prescribed, the Company is responsible for disclosing information.

CHAPTER IV

NOMINATION, CANDIDACY, ELECTION, DISMISSAL AND DISMISSAL OF MEMBERS OF THE BOARD OF SUPERVISORS

Article 23. Criteria for Members of the Board of Supervisors

Members of the Board of Supervisors must meet the criteria and conditions specified in the Law on Enterprises and the Company's Charter and do not fall into the following cases:

1. Working in the accounting and finance department of the Company;
2. Being a member or employee of an independent auditing firm auditing the Company's financial statements for the previous three (03) years.

Article 24. Methods of candidacy and nomination of persons to the position of Members of the Board of Supervisors

1. Nomination of Members of the Board of Supervisors

Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to combine the voting rights of each person together to nominate candidates for the Board of Supervisors.

- a. Shareholders or groups of shareholders holding from 10% to less than 30% may nominate a maximum of one (01) candidate;
- b. Shareholders or groups of shareholders holding from 30% to less than 40% may nominate a maximum of two (02) candidates;
- c. Shareholders or groups of shareholders holding between 40% and less than 50% may nominate a maximum of three (03) candidates;
- d. Shareholders or groups of shareholders holding 50% or more may nominate a maximum of four (04) candidates.

2. Candidate for Member of the Board of Supervisors

The candidate for a member of the Board of Supervisors must be a shareholder holding at least 10% of the total voting shares and satisfying the criteria for a member of the Board of Supervisors.

3. Sending candidacy and nomination dossiers

Dossiers of candidacy and nomination of members of the Board of Supervisors and the submission of candidacy and nomination dossiers: comply with the Company's notice before the opening date of the General Meeting of Shareholders.

4. In case the number of candidates for members of the Board of Supervisors who have approved the nomination and candidacy is still insufficient, the incumbent Board of Supervisors shall meet and issue a decision to nominate additional candidates on the condition that the nominated candidates must meet the criteria and conditions of the members of the Board of Supervisors as prescribed by law. Charter and this Regulation. The nomination of additional candidates by the Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with law.

Article 25. How to elect members of the Board of Supervisors

The election of members of the Board of Supervisors must be carried out by the method of voting according to the ownership ratio or the method of cumulative voting. Before the General Meeting of Shareholders or collecting shareholders' opinions in writing to elect members of the Board of Management, the Board of Management shall decide on the method of voting to elect members of the Board of Supervisors in accordance with the provisions of the Charter and this Regulation.

In case voting for the election of members of the Board of Supervisors is conducted by the method of cumulative voting, each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Supervisors and such shareholder has the right to accumulate all or part of his total votes for one or several candidates.

The winner of the Board of Supervisors is determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is reached. In case there are 02 or more candidates who receive the same number of votes for the last member of the Board of Supervisors, a re-election will be conducted among the candidates with equal votes.

Article 26. How to introduce candidates for Members of the Board of Supervisors

In case the candidates have been identified in advance, information related to the candidates shall be published at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates who are members of the Board of

Supervisors must make a written commitment on the truthful, accurate and reasonable personal information disclosed and must commit to perform tasks honestly, faithfully, prudently and in the best interests of the Company if elected as a member of the Board of Supervisors. At a minimum, disclosed information related to the Board of Supervisors Member candidate includes:

- a. Full name, date of birth;
- b. Professional qualifications;
- c. Work process;
- d. Other information (if any) as prescribed in the Charter.

Article 27. Dismissal and dismissal of members of the Board of Supervisors

1. A member of the Board of Supervisors shall be dismissed from office in the following cases:

- No longer meet the criteria and conditions for being a member of the Board of Supervisors as prescribed in the Charter;
- Failing to exercise their rights and obligations for 06 consecutive months, except for force majeure cases;
- Have a letter of resignation and be approved;
- Other cases as prescribed by law and the Charter.

2. A member of the Board of Supervisors shall be dismissed in the following cases:

- Failing to complete assigned tasks and jobs;
- Serious violations or repeated violations of obligations of members of the Board of Supervisors under the provisions of the Law on Enterprises and the Charter;
- According to the decision of the General Meeting of Shareholders;
- Other cases as prescribed by law and the Charter.

Article 28. Notification of election, dismissal and dismissal of members of the Board of Supervisors

1. In case the Company organizes a meeting/collect opinions in writing at the General Meeting of Shareholders on the dismissal, dismissal or election of members of the Board of Supervisors, the written notice of invitation to the meeting/document for collecting opinions to shareholders must clearly state this content and at the same time enclose guiding documents on how to send the nomination dossier. candidacy; regulations on election rules so that shareholders can grasp information and conveniently implement.

2. The dismissal, dismissal and election of members of the Board of Supervisors must be disclosed in accordance with relevant laws.

CHAPTER V
ESTABLISHMENT AND OPERATION OF SUB-COMMITTEES OF THE
BOARD OF MANAGEMENT

Article 29. Establishment and operation of the subcommittee of the Board of Management

1. The Board of Management may set up sub-committees to be in charge of development policies, human resources, remuneration, internal audit and other areas in accordance with the requirements of the Board of Management from time to time.
2. The establishment of sub-committees of the Board of Management must be approved by the General Meeting of Shareholders.
3. The General Meeting of Shareholders authorizes the Board of Management to adjust the provisions of this Chapter to amend and supplement specific contents on the structure of the subcommittee; criteria for members of subcommittees, heads of subcommittees; responsibilities of the sub-committee and each member after the General Meeting of Shareholders has officially approved the establishment of such sub-committee.

CHAPTER VI
SELECTION, APPOINTMENT AND DISMISSAL OF ENTERPRISE
MANAGERS

Article 30. Business Manager Standards

1. Standards of the General Director
 - a. The General Director of the Company must be a person who has full civil act capacity and is not subject to enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises.
 - b. Being a person with professional qualifications and experience in business administration of the Company.
2. Standards of other managers
 - a. Having good moral qualities and honesty;
 - b. Have professional qualifications and a high sense of responsibility at work;
 - c. Able to undertake assigned tasks, dynamic, creative, diligent in work;
 - d. Have good health, have knowledge of management;
 - e. Other standards and conditions as prescribed by law and internal regulations of the Company from time to time.

Article 31. Appointment, signing of labor contracts, dismissal of enterprise managers

1. Appointment, signing of labor contracts, dismissal of General Directors
 - a. The Board of Management shall appoint one (01) member of the Board of Management or another person as the General Director; sign a contract that stipulates remuneration, salary and other benefits.
 - b. The term of office of the General Director shall not exceed five (05) years and may be re-appointed for an unlimited number of terms.
 - c. The Board of Management may dismiss the General Director when a majority of the members of the Board of Management attending the meeting have the right to vote in favor of and appoint a new General Director to replace him.
2. Appointment, signing of labor contracts, dismissal of other managers
 - a. The Company may recruit other managers as necessary, in quantity and quality in accordance with the Company's management structure and practices from time to time. These managers must have the necessary diligence for the Company's activities and organizations to achieve the set objectives.
 - b. Other managers shall be dismissed in the following cases:
 - Failing to complete the assigned tasks;
 - Violation of the Company's internal rules and regulations;
 - Personal self-interest;
 - There is a letter of resignation;
 - Other cases according to job requirements.
 - c. The authority to appoint and dismiss these managers shall comply with the regulations on the decentralization of jurisdiction in the management and administration of the Company from time to time.

Article 32. Notice of appointment and dismissal of enterprise managers

The decision on the appointment and dismissal of the Enterprise Manager must be sent to relevant individuals and departments at the Company and disclose information in accordance with relevant laws.

CHAPTER VII

COORDINATION BETWEEN THE BOARD OF MANAGEMENT, THE BOARD OF SUPERVISORS AND THE GENERAL DIRECTOR

Article 33. Coordinating activities between the Board of Management, the Board of Supervisors and the General Director in convening meetings, announcing meeting results/resolutions, asking for opinions

1. The Board of Management shall invite the Head of the Board of Supervisors or members of the Board of Supervisors to attend all meetings of the Board of Management and, depending on each content, may invite the General Director to attend. These guests can participate in discussions during the meeting but do not have the right to participate in voting. The order and procedures for convening meetings of the Board of Management, notifying meeting invitations and recording minutes of meetings shall comply with the provisions of Article 22 of this Regulation. The Resolution/Decision of the Board of Management shall be sent to the members of the Board of Management, the Board of Supervisors and the General Director for information and implementation.

At the request of members of the Board of Supervisors or at the request of the General Director as prescribed in the Charter and this Regulation, the Chairman of the Board of Management must convene a meeting of the Board of Management.

2. At the request of a member of the Board of Management or at the request of the General Director as prescribed in the regulation on organization and operation of the Board of Supervisors, the Head of the Board of Supervisors must convene a meeting of the Board of Supervisors. The order and procedures for convening meetings of the Board of Supervisors, notifying meeting invitations and recording minutes of meetings shall comply with the regulations on organization and operation of the Board of Supervisors. The Resolution/Decision of the Board of Supervisors shall be sent to the members of the Board of Management, the Board of Supervisors and the General Director for information and implementation.
3. At the request of a member of the Board of Management or a member of the Board of Supervisors, the General Director must convene a meeting of the Board of Management/Executive Board. The order and procedures for convening meetings of the Board of Management/Executive Board, notifying meeting invitations and recording minutes of meetings shall comply with the regulations on organization and operation of the Executive Board. The decision of the Board of Management/Executive Board shall be sent to the members of the Board of Management and the Board of Supervisors for reporting.
4. Depending on the needs and practices in administrative and executive management activities, the Board of Management is entitled to promulgate regulations on the decentralization of jurisdiction in executive administration to decentralize/authorize the Chairman of the Board of Management and the General Director to exercise a number of powers of the Board of Management. Therefore, for matters beyond the competence of the General Director, the General Director shall make a report for approval of the Board of Management or the level decentralized/authorized by the Board of Management.

5. On the basis of its tasks and powers, the Board of Management shall determine the guidelines, policies, orientations, regulations, etc. as a basis for the General Director to run business activities; at the same time, approve business operation plans and plans, reports and proposals submitted by the General Director under the consideration and decision competence of the Board of Management.
6. The General Director is responsible for administering the affairs as prescribed in the Charter, Resolution, authorization/assignment/direction of the Board of Management in accordance with the provisions of law. In case the General Director does not agree with the Resolution/Decision of the Board of Management, the General Director has the right to exchange and reserve opinions but must still abide/implement the direction of the Board of Management.

Article 34. Cases in which the General Director and the Board of Supervisors request to convene a meeting of the Board of Management

1. The General Director has the right to request the Board of Management to convene a meeting when unexpected tasks or information arise that may greatly affect the Company's operations or the Company's interests, including but not limited to: The Company's account at the bank is blocked or allowed to resume operations after being blocked, except for the case of blockade at the request of the Company itself; The company has activities that are contrary to the provisions of the law; The company is suspended from business, revoked its business registration certificate or establishment and operation license or operation license; There is a decision to prosecute a member of the Board of Management, Deputy General Director, Chief Accountant/Chief Financial Officer or other equivalent titles of the Company; There is a judgment or decision of the Court related to the Company's operation; There is a conclusion of the tax authority that the Company has materially violated the tax law; The Company has large losses/disputes over property losses; detecting that the Company deviates from the objectives and orientations of the General Meeting of Shareholders/Board of Management.
2. The Board of Supervisors has the right to request the Board of Management and the General Director to convene a meeting when the events specified in the Law on Enterprises occur.

Article 35. Reports and reviews of the General Director

1. On a 6-month, annual and irregular basis at the request of the Board of Management, the General Director shall review and evaluate the performance of assigned tasks and powers as well as the implementation of resolutions and other authorization issues of the Board of Management to the General Director.
2. The General Director is responsible to the Board of Management and the General Meeting of Shareholders for the performance of assigned tasks and powers and must report to these subjects on the results of the implementation of directions and

resolutions of the Chairman of the Board of Management, the Board of Management or when requested.

3. The General Director shall report and provide information at the request of the Board of Supervisors. The General Director shall be responsible for creating all favorable conditions for the Head of the Board of Supervisors and members of the Board of Supervisors to access information and reports within an appropriate period of time.
4. Method of reporting and notifying the General Director to the Board of Management and the Board of Supervisors:
 - Report directly at meetings of the Board of Management and the Board of Supervisors.
 - Written reports. In case of written reporting, the time limit for reporting and requesting replies shall be stated in the documents of the Board of Management or the Board of Supervisors.

Article 36. Coordinating control, administration and supervision activities among members of the Board of Management, members of the Board of Supervisors and the General Director according to the specific tasks of the members

1. Members of the Board of Management, members of the Board of Supervisors and the General Director will regularly exchange information at work and provide information back and forth in the spirit of cooperation, support, and facilitate the work of members in accordance with the provisions of the Company's Charter, working regulations and general action plans.
2. In case of emergency, members of the Board of Management, members of the Board of Supervisors and the General Director can immediately inform the Chairman of the Board of Management, the Head of the Board of Supervisors or the General Director or all three people for effective resolution.
3. When detecting risks that may affect the reputation or business activities of the Company, the General Director must immediately notify the Chairman of the Board of Management and the Head of the Board of Supervisors of this risk.

**CHAPTER VIII ANNUAL
EVALUATION OF MEMBERS OF THE BOARD OF SUPERVISORS,
MEMBERS OF THE BOARD OF MANAGEMENT, GENERAL DIRECTOR
AND OTHER MANAGERS**

Article 37. Mechanism for evaluating activities for members of the Board of Supervisors, the Board of Management, the General Director and other managers

1. Annually, the Board of Management, the Board of Supervisors, and the Executive Board submit an operation report at the Annual General Meeting of Shareholders for the General Meeting of Shareholders to consider and approve.

2. Based on their assigned tasks and assigned plans, annually, members of the Board of Supervisors, members of the Board of Management, General Directors and other managers must make reports on operating results in the year and submit them to competent authorities for consideration, evaluation and approval.
3. The evaluation process must be objective, honest and based on necessary criteria and in accordance with the tasks of each member.

Article 38. Methods of evaluating the activities of members of the Board of Supervisors, the Board of Management, the General Director and other managers

1. The assessment will be carried out according to the following regulations:

Annually or irregularly, the Company will organize an evaluation of the activities of members of the Board of Supervisors, the Board of Management, the General Director and other managers by the following methods:

- Self-assessment.
 - Other methods are chosen by the Board of Management/Board of Supervisors/General Director from time to time.
2. The Board of Management will hold a meeting to evaluate the activities of members of the Board of Management, the General Director and individuals/units under the Board of Management.
 3. The Board of Supervisors will hold a meeting to evaluate the activities of the Board of Supervisors members.
 4. The General Director will conduct an evaluation of the activities of other managers, in accordance with the Company's internal regulations from time to time.

Article 39. Rewards

Members of the Board of Management, the Board of Supervisors, the General Director and other managers who have achievements in the administration and administration of the Company and other assigned tasks will be considered and rewarded in accordance with the provisions of law and the Company.

1. For the Board of Management and the Board of Supervisors: the commendation and reward budget shall comply with the Resolution of the General Meeting of Shareholders of the Company. The Board of Management/Board of Supervisors shall allocate commendation and reward sources according to the evaluation results as prescribed in Article 38 of this Regulation.
2. For the General Director and other managers:

The forms of commendation, specific standards on the form of commendation, order and procedures for commendation and reward will be implemented in accordance with the Company's internal regulations from time to time. Reward source: deducted

from the Company's Reward Fund or other lawful sources as prescribed by the General Meeting of Shareholders/Board of Management or the provisions of law.

Article 40. Handling of violations and discipline

1. Members of the Board of Management, the Board of Supervisors, the General Director and other managers who violate the provisions of law, the Company's Charter and other relevant regulations of the Company in the course of performing their duties shall, depending on the nature, severity and consequences of the violations, be handled in accordance with the provisions of law and/or the Company.
2. The Board of Management has the authority to decide on discipline for positions appointed by the Board of Management. The General Director has the authority to decide on discipline for the positions appointed by the General Director.
3. Principles for handling disciplinary violations, forms of handling disciplinary violations, order and procedures for handling disciplinary violations will be implemented in accordance with the provisions of law and regulations of the Company from time to time.

CHAPTER IX

SELECTION, APPOINTMENT AND DISMISSAL OF PERSONS IN CHARGE OF CORPORATE GOVERNANCE

Article 41. Criteria, appointment and dismissal of the person in charge of corporate governance

1. The Board of Management must appoint at least 01 person to perform the duties of the person in charge of the Company's governance. The person in charge of corporate governance may concurrently serve as the company secretary.
2. The person in charge of corporate governance must be a person who is knowledgeable about the law, must not simultaneously work for an independent auditing firm that is auditing the company's financial statements.
3. The Board of Management may dismiss the person in charge of corporate governance when the majority of members of the Board of Management attending the meeting have the right to vote in favor of and appoint a new person in charge of corporate governance to replace him.

Article 42. Notification of the appointment and dismissal of the person in charge of corporate governance

The decision on the appointment and dismissal of the person in charge of the company's administration must be sent to relevant individuals and departments at the company and disclose information in accordance with relevant laws.

CHAPTER X
IMPLEMENTATION PROVISIONS

Article 43. Amendments and supplements to the Regulation

1. The Board of Management is responsible for proposing amendments and supplements to this Regulation when it deems necessary to suit the Company's business activities and in accordance with current provisions of law.
2. In case there are provisions of law related to the internal management activities of the Company that have not been mentioned in this Regulation or in case there are new provisions of law that are different from the provisions of this Regulation or there are provisions of this Regulation that are contrary to the relevant current provisions of law, the provisions of this Regulation shall be the provisions of such law shall naturally apply and regulate the internal management activities of the Company.

Article 44. Validity

1. This Regulation was promulgated by the Annual General Meeting of Shareholders in 2018 at the General Meeting of Shareholders on April 23, 2018, amended for the first time according to the Resolution of the General Meeting of Shareholders No. 24/2019/NQ-ĐHĐCĐ dated April 16, 2019, amended for the second time according to the Resolution of the General Meeting of Shareholders No. 53/2020/NQ-ĐHĐCĐ dated June 29, 2020, amended for the third time according to the Resolution of the General Meeting of Shareholders No. 081/SWC/NQ-ĐHĐCĐ dated 10/06/2021, amended for the fourth time according to the Resolution of the General Meeting of Shareholders No. 01/SWC/NQ-DHDCD dated 9/06/2023, amended for the fifth time according to the Resolution of the General Meeting of Shareholders No. 01/SWC/NQ-DHDCD dated 22/04/2026. On the basis of this Regulation, the General Meeting of Shareholders authorizes the Board of Management to promulgate the company's internal regulations in accordance with the actual organization and operation of the company for implementation.
2. In case of any inconsistency between the contents specified in the Company's Charter and this Regulation, the provisions of the Company's Charter shall prevail.
3. The Board of Management, the General Director, relevant units and individuals are responsible for organizing, implementing and implementing this Regulation.

ON BEHALF OF THE BOARD OF MANAGEMENT
Chairman of The Board of Management



DANG DOAN KIEN