

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE KHANG DIEN HOUSE TRADING AND INVESTMENT JOINT STOCK COMPANY

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and the documents amending, supplementing, and guiding its implementation;
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the documents amending, supplementing, and guiding its implementation;
- Pursuant to the Charter of Khang Dien House Trading and Investment Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 01/2026/NQ_DHĐCĐ dated April 22, 2026.

The Board of Directors promulgates the Internal Regulations on Corporate Governance of Khang Dien House Trading and Investment Joint Stock Company;
The Internal Regulations on Corporate Governance of Khang Dien House Trading and Investment Joint Stock Company (abbreviated as “**Company**”) include the following contents:

Article 1. Scope of regulation and subjects of application

- 1.1 Scope of regulation: The Internal Regulations on Corporate Governance prescribe the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the order and procedures for meetings of the General Meeting of Shareholders; nomination, self-nomination, election, dismissal and removal of members of the Board of Directors, the Board of Supervisors, the General Director and other activities as prescribed in the Company Charter and other applicable provisions of law.
- 1.2 Subjects of application: These Regulations apply to members of the Board of Directors, the Board of Supervisors, the General Director and affiliated persons.

Article 2. General Meeting of Shareholders

2.1 Roles, rights and obligations of the General Meeting of Shareholders:

The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders has the following rights and obligations:

- 2.1.1 Approving the development orientation of the Company;
- 2.1.2 Deciding the classes of shares and the total number of authorized shares of each class; deciding the annual dividend rate of each class of shares;
- 2.1.3 Electing, dismissing, removing members of the Board of Directors and Supervisors;
- 2.1.4 Deciding on investment in or sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statements;
- 2.1.5 Deciding on amendments and supplements to the Company Charter;
- 2.1.6 Approving the annual financial statements;
- 2.1.7 Deciding on the repurchase of more than 10% of the total sold shares of each class;
- 2.1.8 Considering and handling violations committed by members of the Board of Directors and Supervisors causing damage to the Company and the Company's shareholders;
- 2.1.9 Deciding on the reorganization or dissolution of the Company;

- 2.1.10 Deciding the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;
- 2.1.11 Approving the Internal Regulations on Corporate Governance; the Operating Regulations of the Board of Directors and the Board of Supervisors;
- 2.1.12 Approving the list of accepted auditing firms; deciding the accepted auditing firm to conduct the inspection of the Company's operations, dismissing the accepted auditor when deemed necessary;
- 2.1.13 Other rights and obligations as prescribed by law.
- 2.2 Order and procedures for a General Meeting of Shareholders to pass resolutions by voting at the General Meeting of Shareholders:**
- 2.2.1 Authority to convene the General Meeting of Shareholders:
The Board of Directors shall convene the annual General Meeting of Shareholders or an extraordinary General Meeting of Shareholders in the cases prescribed by the Law on Enterprises and the Company Charter. The order and procedures for convening annual or extraordinary General Meetings of Shareholders must be carried out in accordance with the provisions of the Company Charter.
- 2.2.2 Preparation of the List of shareholders entitled to attend the meeting:
The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 (ten) days before the date of sending the notice of invitation to the General Meeting of Shareholders.
- 2.2.3 Notice of the closing date for the list of shareholders entitled to attend the General Meeting of Shareholders:
The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date.
- 2.2.4 Notice of convocation of the General Meeting of Shareholders:
The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to the shareholders' contact addresses, and simultaneously published on the Company's website and the State Securities Commission and the stock exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send the meeting invitation notice to all shareholders on the List of shareholders entitled to attend the meeting no later than 21 (twenty-one) days before the opening date of the meeting (counted from the date the notice is validly sent or dispatched).
- 2.2.5 Agenda and contents of the General Meeting of Shareholders (the person responsible for preparing the agenda and contents of the General Meeting of Shareholders; regulations on shareholders' proposals to be included in the meeting agenda):
- 2.2.5.1 The person convening the General Meeting of Shareholders must perform the following tasks:
- Prepare the list of shareholders eligible to participate in and vote at the General Meeting of Shareholders;
 - Prepare the agenda and contents of the meeting;
 - Prepare documents for the meeting;
 - Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting;
 - Determine the time and venue for holding the meeting;
 - Notify and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - Other tasks serving the meeting.

- 2.2.5.2 The meeting agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the 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 must clearly state the link to all meeting documents so that shareholders can access them, including:
- Meeting agenda, documents used at the meeting;
 - Voting ballots;
 - Draft resolutions for each matter in the meeting agenda.
- 2.2.5.3 A shareholder or group of shareholders as prescribed in Clause 2, Article 12 of the Company Charter has the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than 07 (seven) working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each class of shares held by the shareholder, and the matter proposed for inclusion in the meeting agenda.
- 2.2.5.4 The person convening the General Meeting of Shareholders has the right to refuse the proposal prescribed in Clause 2.2.5.3 of this Article if it falls into one of the following cases:
- The proposal is not sent in accordance with Clause 2.2.5.3 of this Article;
 - At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed in Clause 2, Article 12 of the Company Charter;
 - The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
 - Other cases as prescribed by law and the Company Charter.
- 2.2.5.5 The person convening the General Meeting of Shareholders must accept and include the proposal prescribed in Clause 2.2.5.3 of this Article in the proposed agenda and contents of the meeting, except for the case prescribed in Clause 2.2.5.4 of this Article; the proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.
- 2.2.6 Authorization of representatives to attend the General Meeting of Shareholders:
- 2.2.6.1 A shareholder or an authorized representative of an institutional shareholder may attend the meeting in person or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises.
- 2.2.6.2 The authorization of an individual or organization to represent attendance at the General Meeting of Shareholders as prescribed in Clause 2.2.6.1 of this Article must be made in writing. The authorization document shall be made in accordance with the civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the contents of the authorization, the scope of authorization, and the signatures of the authorizing party and the authorized party.

The authorized person attending the General Meeting of Shareholders must submit the authorization document upon registration for attendance. In case of re-authorization, the meeting attendee must additionally present the original authorization document of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

2.2.6.3 The voting ballot of the authorized attendee within the scope of authorization remains valid when one of the following cases occurs, except where:

- The authorizing person has died, has limited civil act capacity, or has lost civil act capacity;
- The authorizing person has revoked the appointment of authorization;
- The authorizing person has revoked the authority of the person carrying out the authorization.

This clause does not apply if 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.

2.2.7 Method of registration for attending the General Meeting of Shareholders:

2.2.7.1 Shareholders may confirm their attendance at the General Meeting of Shareholders by the following methods: via email or fax or by post within the time limit stated in the Meeting Invitation Notice.

2.2.7.2 Shareholders, authorized representative of institutional shareholders may attend the meeting in person or authorize one or more other individuals or organizations to attend the meeting in accordance with Clause 2.2.6.2 above. The authorized person attending the General Meeting of Shareholders must submit the authorization document upon registration for attendance. In case of re-authorization, the meeting attendee must additionally present the original authorization document of the shareholder or the authorized representative of the institutional shareholder (if not previously registered with the Company).

2.2.7.3 Before the opening of the meeting, the Company must conduct shareholder registration procedures and must continue registration until all attending shareholders entitled to attend the meeting have completed registration.

2.2.7.4 A shareholder, an authorized representative of an institutional shareholder, or an authorized person arriving after the meeting has opened has the right to register immediately and then has the right to participate in and vote at the meeting immediately after registration. The Chairperson is not responsible for suspending the meeting to allow late shareholders to register, and the validity of matters voted on before that time remains unchanged.

2.2.8 Conditions for conducting the meeting:

2.2.8.1 The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares.

2.2.8.2 If the first meeting does not satisfy the conditions for being conducted as prescribed in Clause 2.2.8.1 of this Article, the notice of invitation to the second meeting shall be sent within 30 (thirty) days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the attending shareholders represent 33% or more of the total voting shares.

- 2.2.8.3 If the second meeting does not satisfy the conditions for being conducted as prescribed in Clause 2.2.8.2 of this Article, the notice of invitation to the third meeting must be sent within 20 (twenty) days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting shares of the attending shareholders.
- 2.2.9 Forms of adoption of resolutions of the General Meeting of Shareholders:
- 2.2.9.1 The General Meeting of Shareholders adopts resolutions falling under authority by voting at the meeting or collecting written opinions.
- 2.2.9.2 Cases of passing General Meeting of Shareholders resolutions by voting at the General Meeting of Shareholders or collecting written opinions shall be carried out in accordance with the provisions of the Company Charter.
- 2.2.10 Voting method:
When registering shareholders, the Company shall issue each shareholder or authorized representative with voting rights a voting card stating the registration number, full name of the shareholder and/or full name of the authorized representative, and the number of voting shares of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by way of affirmative vote, negative vote, and abstention. The vote-counting results shall be announced by the Chairperson immediately before the closing of the meeting.
- 2.2.11 Vote-counting method:
The Meeting shall elect persons responsible for vote counting or supervising vote counting at the proposal of the Chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting.
- 2.2.12 Conditions for a resolution to be passed:
- 2.2.12.1 A resolution on the following matters shall be passed if approved by shareholders representing 65% or more of the votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:
- Types of shares and the total number of shares of each type;
 - Changes to business lines, trades, and sectors;
 - Changes to the Company's management organizational structure;
 - Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;
 - Reorganization or dissolution of the Company;
 - Other matters as prescribed by the Company Charter.
- 2.2.12.2 Resolutions shall be passed when approved by shareholders holding more than 50% of the votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause 2.2.12.1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.
- 2.2.12.3 Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares shall be lawful and effective immediately even if the order and procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the Company Charter.
- 2.2.13 Announcement of vote-counting results:

The vote-counting committee shall compile the affirmative, negative, and abstention voting ballots and report the vote-counting results to the Chairperson for announcement before the closing of the meeting;

The vote-counting results must be made into minutes and fully signed for certification by the members of the vote-counting committee.

2.2.14 Method of objecting to resolutions of the General Meeting of Shareholders:

Within 90 (ninety) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders, or the minutes of vote-counting results for collecting written opinions of the General Meeting of Shareholders, a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises has the right to request the Court or Arbitration to review and annul the resolution or part of the contents of the resolution of the General Meeting of Shareholders in the following cases:

- The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 21 of the Company Charter.
- The contents of the resolution violate the law or the Company Charter.

2.2.15 Preparation of minutes of the General Meeting of Shareholders:

2.2.15.1 The General Meeting of Shareholders must be minuted and may be audio recorded or recorded and stored in another electronic form. The minutes must be prepared in Vietnamese, may additionally be prepared in a foreign language, and must contain the following principal contents:

- Name, address of the head office, enterprise code;
- Time and location of the General Meeting of Shareholders;
- Meeting agenda and contents of the meeting;
- Full name of the Chairperson and the secretary;
- Summary of the developments of the meeting and opinions expressed at the General Meeting of Shareholders on each matter in the meeting agenda;
- Number of shareholders and total votes of attending shareholders, appendix of the list of registered shareholders, shareholder representatives attending the meeting with the corresponding number of shares and votes;
- Total number of votes for each matter, clearly stating the voting method, total number of valid votes, invalid votes, affirmative votes, negative votes, and abstentions; the corresponding ratio of the total votes of attending shareholders;
- Matters that were passed and the corresponding approval vote ratio;
- Full name and signatures of the Chairperson and the secretary. In case the Chairperson or the secretary refuses to sign the meeting minutes, such minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and containing all contents as prescribed in this Clause. The meeting minutes shall clearly state that the Chairperson or the secretary refused to sign the meeting minutes.

2.2.15.2 The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairperson and secretary of the meeting or other persons signing the meeting minutes shall be jointly liable for the truthfulness and accuracy of the minutes's contents.

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

2.2.15.4 The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the closing date of the meeting.

2.2.16 Disclosure of the Resolution of the General Meeting of Shareholders:

Resolutions of the General Meeting of Shareholders must be disclosed in accordance with the laws on information disclosure in the securities market and must be kept at the Company's head office.

2.3 Order and procedures for the General Meeting of Shareholders to pass resolutions by collecting written opinions:

2.3.1 Cases of collecting written opinions:

When deemed necessary for the interests of the Company, the Board of Directors has the right to collect shareholders' written opinions to pass all resolutions within the authority of the General Meeting of Shareholders.

2.3.2 Order and procedures for the General Meeting of Shareholders to pass Resolutions by collecting written opinions:

2.3.2.1 When deemed necessary for the interests of the Company, the Board of Directors has the right to collect shareholders' written opinions to pass all resolutions within the authority of the General Meeting of Shareholders.

2.3.2.2 The Board of Directors must prepare the opinion collection ballots, the draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions, and send them to all shareholders with voting rights no later than 10 (ten) days before the deadline for returning the opinion collection ballots. The requirements and method for sending the opinion collection ballots and accompanying documents shall comply with the provisions of Clause 3, Article 18 of the Company Charter;

2.3.2.3 The opinion collection ballot must include the following principal contents:

- Name, address of the head office, enterprise code;
- Purpose of collecting opinions;
- Full name, contact address, nationality, legal document number of an individual shareholder; name, enterprise code or legal document number of an institutional shareholder, address of the head office; or full name, contact address, nationality, legal document number of the representative of an institutional shareholder; the number of shares of each class and the number of votes of the shareholder;
- Matters requiring opinions for approval of the decision;
- Voting options including affirmative, negative, and abstention for each matter on which opinions are collected;
- Deadline for returning the completed opinion collection ballot to the Company;
- Full name and signature of the Chairperson of the Board of Directors.

2.3.2.4 Shareholders may send the completed opinion collection ballot to the Company by mail, fax, or email in accordance with the following provisions:

- In the case of sending by mail, the completed opinion collection ballot must bear the signature of the shareholder if an individual, or of the authorized representative or legal representative of the shareholder if

an organization. The opinion collection ballot sent to the Company must be enclosed in a sealed envelope, and no one has the right to open it before vote counting;

- In the case of sending by fax or email, the opinion collection ballot sent to the Company must be kept confidential until the time of vote counting;
- Opinion collection ballots sent to the Company after the deadline specified in the contents of the opinion collection ballot, or opened in the case of sending by mail, or disclosed in the case of sending by fax or email, shall be invalid. Opinion collection ballots not sent back shall be deemed ballots not participating in voting.

2.3.2.5 The Board of Directors shall count votes and prepare the vote-counting minutes under the supervision of the Board of Supervisors or shareholders who do not hold managerial positions in the Company. The vote-counting minutes must include the following principal contents:

- Name, address of the head office, enterprise code;
- Purpose and matters requiring opinions for passing the resolution;
- Number of shareholders with the total votes having participated in voting, distinguishing between valid and invalid votes and the method of submitting voting ballots, attached with an appendix of the list of shareholders participating in voting;
- Total number of affirmative votes, negative votes, and abstentions for each matter;
- Matters that were passed and the corresponding approval voting ratio;
- Full name and signatures of the Chairperson of the Board of Directors, the vote-counting supervisor, and the vote counter.

Members of the Board of Directors, the vote counter, and the vote-counting supervisor shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes; jointly liable for damages arising from decisions passed due to dishonest or inaccurate vote counting;

2.3.2.6 The vote-counting minutes and resolutions must be sent to shareholders within 15 (fifteen) days from the date of completion of vote counting. The sending of the vote-counting minutes and resolutions may be replaced by posting them on the Company's website within 24 hours from the time vote counting is completed.

2.3.2.7 The completed opinion collection ballots, vote-counting minutes, passed resolutions, and related documents sent together with the opinion collection ballots shall be kept at the company's head office;

2.3.2.8 A resolution passed in the form of collecting shareholders' written opinions shall be approved if it is consented to by shareholders holding more than 50% of the total votes of all shareholders with voting rights and shall have the same validity as a resolution passed at a meeting of the General Meeting of Shareholders.

2.4 Order and procedures for the General Meeting of Shareholders in the form of an online meeting:

2.4.1 In addition to the form of holding in-person meetings, annual and extraordinary General Meetings of Shareholders may be held in the form of an online meeting in the event of force majeure events (including but not limited to: natural disasters, war, epidemics, uprisings, riots, terrorism, earthquakes, tsunamis, restrictive or prohibitive

decisions of competent state authorities) or other objective events that the Board of Directors deems unsuitable for organizing the General Meeting of Shareholders in the form of an in-person meeting.

- 2.4.2 In the event that the Board of Directors decides to organize the General Meeting of Shareholders in the form of an online meeting, the Board of Directors is responsible for developing, issuing, and publishing on the Company's website the Regulations on organizing online meetings no later than 21 (twenty-one) days before the opening date of the meeting. These Regulations shall apply to online meetings organized on subsequent occasions. In the event that the Board of Directors amends, supplements, or replaces these Regulations, it must disclose the contents of the amended, supplemented, or replaced Regulations on the Company's website no later than 21 (twenty-one) days before the opening date of the meeting. These Regulations must stipulate the following principal contents:
- 2.4.2.1 Specific guidance on the order and procedures for organizing and conducting the General Meeting of Shareholders in the form of an online meeting;
 - 2.4.2.2 Regulations on voting and passing resolutions at the online General Meeting of Shareholders;
 - 2.4.2.3 Regulations on vote counting and announcement of vote counting results;
 - 2.4.2.4 Other contents related to organizing the General Meeting of Shareholders in the form of an online meeting.

Article 3. Board of Directors

- 3.1 Roles, rights, and obligations of the Board of Directors; responsibilities of members of the Board of Directors:
- 3.1.1 The Board of Directors is the management body of the Company, having full authority in the name of the Company to decide on and exercise the rights and obligations of the Company, except for rights and obligations under the authority of the General Meeting of Shareholders.
 - 3.1.2 The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
 - 3.1.2.1 Decide on the Company's strategy, medium-term development plan, and annual business plan;
 - 3.1.2.2 Recommend the classes of shares and the total number of shares of each class authorized to be offered;
 - 3.1.2.3 Decide on the sale of unsold shares within the number of shares of each class authorized to be offered; decide on raising additional capital in other forms;
 - 3.1.2.4 Decide on the selling price of the Company's shares and bonds;
 - 3.1.2.5 Decide on the repurchase of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises, except where the Law on Securities provides otherwise;
 - 3.1.2.6 Decide on investment plans and investment projects within the authority and limits prescribed by law;
 - 3.1.2.7 Decide on solutions for market development, marketing, and technology;
 - 3.1.2.8 Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions under the decision-making authority of the

- General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises;
- 3.1.2.9 Approve contracts and transactions providing loans or guarantees to organizations related to members of the Board of Directors, Supervisors, the General Director, and other managers, where the Company and such organizations are companies in the same group or companies operating under a group company structure, including parent company - subsidiary, economic group;
 - 3.1.2.10 Approve contracts and transactions providing loans and guarantees between the Company and its subsidiaries, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed by law and the Company Charter;
 - 3.1.2.11 Approve contracts and transactions with a value of less than 35% of the total asset value recorded in the most recent financial statements between the Company and one of the following entities: Members of the Board of Directors, Supervisors, the General Director, other managers, and affiliated persons of these entities; shareholders and authorized representatives of shareholders holding more than 10% of the total ordinary share capital of the company and their affiliated persons; enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises;
 - 3.1.2.12 Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into contracts with, and terminate contracts with the General Director and other key managers as prescribed by the Company Charter; decide on salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of another company, and decide on the remuneration and other benefits of such persons;
 - 3.1.2.13 Supervise and direct the General Director and other managers in the management of the Company's daily business operations;
 - 3.1.2.14 Decide on the organizational structure and internal management regulations of the Company; decide on the establishment of subsidiaries, branches, and representative offices, and on capital contribution to and share purchase in other enterprises;
 - 3.1.2.15 Approve the agenda and contents of documents serving the General Meeting of Shareholders; convene meetings of the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;
 - 3.1.2.16 Submit the audited annual financial statements to the General Meeting of Shareholders;
 - 3.1.2.17 Recommend the dividend rate to be paid; decide on the time limit and procedures for dividend payment or the handling of losses arising in the course of business;
 - 3.1.2.18 Recommend the reorganization or dissolution of the Company; request the bankruptcy of the Company;
 - 3.1.2.19 Decide on promulgating the Regulation on operation of the Board of Directors, the Internal Regulation on corporate governance, and the Regulation on operation of the Board of Supervisors after approval by the General Meeting of Shareholders; decide on promulgating the Internal Audit Regulation and the Company's Information Disclosure Regulation;

- 3.1.2.20 Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law, and the Company Charter.
- 3.2 Nomination, self-nomination, election, dismissal, and removal of members of the Board of Directors:
- 3.2.1 Term of office and number of members of the Board of Directors:
- 3.2.1.1 The number of members of the Board of Directors shall be at least 05 (five) persons and at most 11 (eleven) persons.
- 3.2.1.2 The term of office of a member of the Board of Directors shall not exceed 05 (five) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 (two) consecutive terms. In the event that all members of the Board of Directors simultaneously end their terms of office, those members shall continue to serve as members of the Board of Directors until new members are elected to replace them and take over the work.
- 3.2.2 Structure, standards, and conditions of members of the Board of Directors:
- 3.2.2.1 Structure of members of the Board of Directors:
- a. Non-executive members of the Board of Directors: the number of non-executive members of the Board of Directors of a public company must ensure the following requirements:
- There must be at least 01 non-executive member in case the Company has from 03 to 05 members of the Board of Directors;
 - There must be at least 02 non-executive members in case the Company has from 06 to 08 members of the Board of Directors;
 - There must be at least 03 non-executive members in case the Company has from 09 to 11 members of the Board of Directors.
- The Company shall minimize to the maximum extent members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.
- b. Independent members of the Board of Directors: the total number of independent members of the Board of Directors must ensure the following requirements:
- There must be at least 01 independent member in case the company has from 03 to 05 members of the Board of Directors;
 - There must be at least 02 independent members in case the company has from 06 to 08 members of the Board of Directors;
 - There must be at least 03 independent members in case the company has from 09 to 11 members of the Board of Directors.
- 3.2.2.2 Standards and conditions:
Members of the Board of Directors must satisfy the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.
- 3.2.3 Nomination and self-nomination of members of the Board of Directors:
- 3.2.3.1 In the event that candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment on the truthfulness and accuracy of the disclosed personal information and must undertake to perform their duties

honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- Full name, date of birth;
- Professional qualifications;
- Work history;
- Other managerial positions (including positions on the Board of Directors of other companies);
- Interests related to the Company and the Company's related parties;
- Other information (if any) as prescribed by the Company Charter;
- A public company must be responsible for disclosing information about companies in which the candidate currently holds the position of member of the Board of Directors, other managerial positions, and interests related to the company the candidate (if any).

3.2.3.2 A shareholder or group of shareholders holding 10% or more of the total voting shares has the right to nominate candidates for the Board of Directors in accordance with this Article. A shareholder or group of shareholders holding from 10% to under 20% of the total voting shares may nominate a maximum of 01 candidate; from 20% to under 30% may nominate a maximum of 02 candidates; from 30% to under 40% may nominate a maximum of 03 candidates; from 40% to under 50% may nominate a maximum of 04 candidates; from 50% to under 60% may nominate a maximum of 06 candidates; from 60% to under 70% may nominate a maximum of 08 candidates; from 70% to under 80% may nominate a maximum of 09 candidates; from 80% may nominate a maximum of 10 candidates.

3.2.3.3 In the event that the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Regulation on operation of the Board of Directors. The incumbent Board of Directors' introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

3.2.4 Method of electing members of the Board of Directors:

Unless otherwise provided in the Company Charter, the election of members of the Board of Directors shall comply with Clause 3, Article 148 of the Law on Enterprises.

3.2.5 Cases of dismissal, removal, and addition of members of the Board of Directors;

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

- Failing to satisfy the standards and conditions prescribed in Article 155 of the Law on Enterprises;
- Having a resignation letter that is accepted;
- Other cases prescribed in the Company Charter.

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

- Failing to participate in activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- Other cases prescribed in the Company Charter.

- 3.2.5.3 When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors beyond the cases prescribed in Clause 3.2.5.1 and Clause 3.2.5.2 of this Article.
- 3.2.5.4 The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in accordance with Clause 4, Article 160 of the Law on Enterprises.
- 3.2.6 Notice of election, dismissal, and removal of members of the Board of Directors:
The election, dismissal, and removal of members of the Board of Directors must be disclosed in accordance with the law on securities and the securities market.
- 3.2.7 Election, removal, and dismissal of the Chairperson of the Board of Directors.
The Chairperson of the Board of Directors shall be elected, dismissed, and removed by the Board of Directors from among its members. Unless otherwise provided in the Company Charter, this decision shall be passed by voting at a meeting of the Board of Directors.
- 3.3 Remuneration and other benefits of members of the Board of Directors.
 - 3.3.1 The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
 - 3.3.2 Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration shall be calculated based on the number of working days necessary to complete the duties of a member of the Board of Directors and the remuneration rate per day. The Board of Directors shall estimate the remuneration for each member based on the principle of consensus. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
 - 3.3.3 The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
 - 3.3.4 A member of the Board of Directors holding an executive position or a member of the Board of Directors working on committees of the Board of Directors or performing other tasks beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum fee for each occasion, salary, commission, percentage of profits, or in another form as decided by the Board of Directors.
 - 3.3.5 A member of the Board of Directors is entitled to reimbursement for all travel, meals, accommodation, and other reasonable expenses that they have incurred in performing their responsibilities as a member of the Board of Directors, including expenses arising from attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.
 - 3.3.6 Members of the Board of Directors may have liability insurance purchased by the Company after approval by the General Meeting of Shareholders. This insurance does not cover liabilities of members of the Board of Directors related to violations of the law and the Company Charter.
- 3.4 Order and procedures for organizing meetings of the Board of Directors:
 - 3.4.1 Minimum number of meetings by month/quarter/year:
The Board of Directors shall meet at least once every quarter and may hold extraordinary meetings.
 - 3.4.2 Cases requiring the convening of an extraordinary meeting of the Board of Directors:

- Upon request of the Board of Supervisors or an independent member of the Board of Directors;
 - Upon request of the General Director or at least 05 other managers;
 - Upon request of at least 02 members of the Board of Directors;
 - Other cases as stipulated in the Company Charter.
- 3.4.3 Notice of meeting of the Board of Directors:
- The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting notice no later than 03 (three) working days before the meeting date. The meeting notice must specifically identify the time and place of the meeting, the agenda, and the matters to be discussed and decided. The meeting notice must be accompanied by documents to be used at the meeting and members' voting ballots.
 - Notice of a meeting of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means, or another method as prescribed by the Company Charter, and must ensure delivery to the contact address of each member of the Board of Directors registered with the Company.
- 3.4.4 Right of members of the Board of Supervisors to attend meetings of the Board of Directors:
- The Chairperson of the Board of Directors or the convener shall send the meeting notice and accompanying documents to the Supervisors in the same manner as to members of the Board of Directors.
 - Supervisors have the right to attend meetings of the Board of Directors and to discuss, but may not vote.
- 3.4.5 Conditions for holding a meeting of the Board of Directors:
- A meeting of the Board of Directors shall be conducted when at least three-quarters of the total number of members attend. If a meeting convened in accordance with this clause does not have a sufficient number of attending members as prescribed, it shall be convened a second time within 07 (seven) days from the date scheduled for the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend.
- 3.4.6 Voting method:
- Each member of the Board of Directors or directly authorized representative present at the meeting of the Board of Directors shall have one voting ballot.
 - In case a voting ballot is sent to the meeting by mail, the voting ballot must be placed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than 01 hour before the opening. Voting ballots shall only be opened in the presence of all attendees.
- 3.4.7 Method of adopting resolutions of the Board of Directors:
- Unless the Company Charter provides for another higher ratio, resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of attending members; in case of an equality of votes, the final decision shall belong to the side with the opinion of the Chairperson of the Board of Directors.
 - Decisions adopted at a lawfully organized and conducted telephone meeting shall take effect immediately upon the end of the meeting, but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending that meeting.
 - A resolution in the form of collecting written opinions shall be adopted on the basis of the approval of a majority of members of the Board of Directors having voting rights. This resolution shall have the same effect and validity as a

resolution adopted by members of the Board of Directors at a meeting convened and organized in accordance with this Article.

3.4.8 Authorization for another person to attend a meeting on behalf of a member of the Board of Directors:

A member of the Board of Directors may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors.

3.4.9 Preparation of minutes of meetings of the Board of Directors:

3.4.9.1 Meetings of the Board of Directors must be minuted and may be audio-recorded, recorded, and stored in another electronic form. The minutes must be made in Vietnamese and may additionally be prepared in a foreign language, including the following principal contents:

- a. Name, head office address, enterprise code;
- b. Time and place of the meeting;
- c. Purpose, agenda, and contents of the meeting;
- d. Full name of each attending member or authorized attendee and method of attendance; full name of members not attending and the reasons;
- e. Matters discussed and voted on at the meeting;
- f. Summary of opinions expressed by each attending member in the order of the meeting proceedings;
- g. Voting results, clearly stating the members approving, disapproving, and having no opinion;
- h. Matters approved and the corresponding approval voting ratio;
- i. Full name and signatures of the chairperson and the minute-taker, except for the case specified in Clause 3.4.10 of this Article.

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

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

3.4.10 In case the chairperson and/or secretary refuse to sign the minutes of the meeting of the Board of Directors:

In case the chairperson or the minute-taker refuses to sign the meeting minutes, such minutes shall still be valid if they are signed and approved by all other attending members of the Board of Directors and contain all contents as prescribed in Points a, b, c, d, e, g and h Clause 3.4.9.1 of this Article. The meeting minutes must clearly state that the chairperson and the minute-taker refused to sign the meeting minutes. The persons signing the meeting minutes shall be jointly liable for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The chairperson and the minute-taker shall bear personal liability for damage caused to the enterprise due to refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company Charter, and relevant laws.

3.4.11 Notification of resolutions and decisions of the Board of Directors:

Unless otherwise provided in the Charter, resolutions and decisions of the Board of Directors shall be implemented in accordance with the law.

3.5 Committees under the Board of Directors (if any)

3.5.1 The Board of Directors may establish subordinate committees to handle tasks assigned by the Board of Directors. The number of committee members shall be

decided by the Board of Directors or in accordance with relevant laws. The operation of committees must comply with the regulations of the Board of Directors.

3.5.2 The implementation of decisions of the Board of Directors, or of committees under the Board of Directors, must comply with current legal regulations and the provisions of the Company Charter and the Internal Regulations on Corporate Governance.

3.6 Selection, appointment, and dismissal of the person in charge of corporate governance:

3.6.1 The Company's Board of Directors must appoint at least 01 person in charge of corporate governance to support corporate governance work at the enterprise. The person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5 Article 156 of the Law on Enterprises.

3.6.2 The person in charge of corporate governance may not concurrently work for the approved auditing organization that is auditing the Company's financial statements.

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

- a. Advising the Board of Directors on organizing meetings of the General Meeting of Shareholders in accordance with regulations and on matters related between the Company and shareholders;
- b. Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
- c. Advising on meeting procedures;
- d. Attending meetings;
- e. Advising on procedures for preparing resolutions of the Board of Directors in compliance with the law;
- f. Providing financial information, copies of minutes of meetings of the Board of Directors, and other information to members of the Board of Directors and members of the Board of Supervisors;
- g. Supervising and reporting to the Board of Directors on the Company's information disclosure activities;
- h. Acting as the focal contact point with related stakeholders;
- i. Maintaining confidentiality of information in accordance with the law and the Company Charter;
- j. Other rights and obligations as prescribed by law and the Company Charter.

3.6.4 The appointment and dismissal of the person in charge of corporate governance shall be carried out in accordance with relevant laws.

Article 4. Board of Supervisors

4.1 Role, rights, and obligations of the Board of Supervisors, responsibilities of Supervisors.

4.1.1 The Board of Supervisors supervises the activities of the Board of Directors and the General Director in managing and operating the Company, and exercises other rights and obligations as prescribed by law and the Company Charter.

4.1.2 Rights and obligations of the Board of Supervisors:

The Board of Supervisors has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

- a. Proposing and recommending to the General Meeting of Shareholders for approval of the list of approved auditing organizations to audit the Company's financial statements.
- b. Being responsible to shareholders for its supervisory activities.

- c. Supervising the financial situation of the Company and the compliance with the law in the activities of members of the Board of Directors, the General Director, and other managers.
- d. Ensuring coordination of activities with the Board of Directors, the General Director, and shareholders.
- e. In case of detecting acts in violation of the law or the Company Charter by members of the Board of Directors, the General Director, and other executives of the enterprise, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and take remedial measures.
- f. Develop the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.
- g. Report at the General Meeting of Shareholders annually in accordance with the law.
- h. Have the right to access the Company's files and documents kept at the head office, branches and other locations; have the right to access the workplaces of the Company's managers and employees during working hours.
- i. Have the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide full, accurate and timely information and documents on the management, administration and business operations of the Company.
- j. Other rights and obligations as prescribed by law and the Company Charter.

4.1.3 Responsibilities of Supervisors:

- a. Comply strictly with the law, the Company Charter, resolutions of the General Meeting of Shareholders and professional ethics in performing the assigned rights and obligations.
- b. Perform the assigned rights and obligations honestly, prudently and to the best of their ability to ensure the maximum lawful interests of the Company.
- c. Be loyal to the interests of the Company and shareholders; not abuse position or authority, and not use information, know-how, business opportunities or other assets of the Company for personal gain or to serve the interests of other organizations or individuals.
- d. Other obligations as prescribed by the Law on Enterprises and the Company Charter.
- e. In case of violation of the provisions of this clause causing damage to the Company or others, the Supervisor shall bear personal or joint liability to compensate for such damage. Income and other benefits obtained by a Supervisor due to such violation must be returned to the Company.
- f. In case a Supervisor is found to have committed a violation in the performance of assigned rights and obligations, a written notice must be sent to the Board of Supervisors, requesting the violating person to cease the violation and remedy the consequences.

4.2 Term of office, number, composition and structure of Supervisors:

- 4.2.1 The number of Supervisors of the Company is 03 (three) persons. The term of office of a Supervisor shall not exceed 05 (five) years and may be re-elected for an unlimited number of terms;
- 4.2.2 A Supervisor is not necessarily required to be a shareholder of the Company;
- 4.2.3 More than half of the members of the Board of Supervisors must reside in Vietnam;
- 4.2.4 In the event that the terms of office of Supervisors expire at the same time and new-term Supervisors have not yet been elected, the expired-term Supervisors shall

continue to perform their rights and obligations until the new-term members of the Board of Supervisors are elected and assume their duties.

4.3 Criteria and conditions for Supervisors:

A Supervisor must satisfy the criteria and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into the following cases:

4.3.1 Working in the accounting or finance department of the Company;

4.3.2 Being a member or employee of the independent auditing company that has audited the company's financial statements for the preceding 03 consecutive years.

4.4 Nomination and self-nomination of Supervisors:

4.4.1 The self-nomination and nomination of Supervisors shall be carried out similarly to the provisions of Clause 1 and Clause 2, Article 25 of the Company Charter.

4.4.2 In case the number of candidates for Supervisors through nomination and self-nomination is insufficient as required, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect Supervisors in accordance with the law.

4.5 Method of electing Supervisors:

Unless otherwise provided in the Company Charter, the election of Supervisors shall be conducted in accordance with Clause 3, Article 148 of the Law on Enterprises.

4.6 Cases of dismissal and removal of Supervisors:

4.6.1 The General Meeting of Shareholders shall dismiss a Supervisor in the following cases:

- No longer fully meeting the criteria and conditions to be a member of the Board of Supervisors as prescribed in Article 169 of the Law on Enterprises;
- Submission of a resignation letter and acceptance thereof;
- Other cases as prescribed by the Company Charter.

4.6.2 The General Meeting of Shareholders shall remove a Supervisor from office in the following cases:

- Failure to complete assigned duties and tasks;
- Failure to perform his/her rights and obligations for 06 consecutive months, except in cases of force majeure;
- Repeated violations or serious violations of the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
- Other cases under a resolution of the General Meeting of Shareholders.

4.7 Notification of election, dismissal and removal of Supervisors;

The notification of election, dismissal and removal of Supervisors must be disclosed in accordance with the laws on securities and the securities market.

4.8 Salary and other benefits of Supervisors

Salary, remuneration, bonuses and other benefits of Supervisors shall be implemented in accordance with the following provisions:

4.8.1 Supervisors shall be paid salary, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall

decide the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.

- 4.8.2 Supervisors shall be reimbursed for meals, accommodation, travel expenses, and expenses for using independent consulting services at reasonable levels. The total amount of such remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
- 4.8.3 The salary and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Company in accordance with the laws on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

Article 5. General Director

5.1 Roles, responsibilities, rights and obligations of the General Director:

5.1.1 The General Director is the person who manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the performance of assigned rights and obligations.

5.1.2 The General Director has the following rights and obligations:

- Decide on contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at less than 35% of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions falling under the decision-making authority of the General Meeting of Shareholders and the Board of Directors as prescribed in the Company Charter and the Law on Enterprises;
- Decide on matters relating to the daily business operations of the Company that do not fall under the authority of the Board of Directors;
- Organize the implementation of resolutions and decisions of the Board of Directors;
- Organize the implementation of the Company's business plans and investment plans;
- Propose plans for the organizational structure and internal management regulations of the Company;
- Appoint, dismiss and remove managers in the Company, except for positions under the authority of the Board of Directors;
- Decide salaries and other benefits for employees in the Company, including managers appointed under the authority of the General Director;
- Recruit employees;
- Propose plans for dividend payment or the handling of business losses;
- Other rights and obligations as prescribed by law, the Company Charter, and resolutions and decisions of the Board of Directors.

5.2 Appointment, dismissal, contract signing and termination of contract with the General Director

5.2.1 Term of office, criteria and conditions of the General Director:

The term of office of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must satisfy the criteria and conditions as prescribed by law and the Company Charter.

- 5.2.2 Candidacy, nomination, dismissal and removal of the General Director:
- The Board of Directors shall appoint a member of the Board of Directors or hire another person to serve as the General Director;
 - The Board of Directors may dismiss the General Director when approved by a majority of the attending voting members of the Board of Directors and appoint a new General Director as replacement.
- 5.2.3 Appointment, dismissal, contract signing and termination of labor contract with the General Director:
The Board of Directors shall appoint, dismiss, sign contracts with, and terminate contracts with the General Director in accordance with the Company Charter and the law.
- 5.2.4 Notification of appointment and dismissal of the General Director:
The appointment and dismissal of the General Director shall be carried out in accordance with the law and the Company Charter.
- 5.2.5 Salary and other benefits of the General Director:
- 5.2.6.1 The Company has the right to pay salary and bonuses to the General Director based on business results and operating efficiency.
 - 5.2.6.2 Unless otherwise provided in the Company Charter, the salary and bonus of the General Director shall be decided by the Board of Directors.
 - 5.2.6.3 The salary of the General Director shall be accounted for as a business expenses of the Company in accordance with the laws on corporate income tax, shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 6. Other activities

- 6.1 Coordination of activities among the Board of Directors, the Board of Supervisors and the Board of Management:
- 6.1.1 Procedures and sequence for convening meetings, sending meeting notices, recording minutes, and notifying meeting results among the Board of Directors, the Board of Supervisors and the Board of Management:
- 6.1.1.1 Supervisors and members of the Board of Management (who are not members of the Board of Directors) may be invited to attend meetings of the Board of Directors when the Board of Directors considers such participation necessary. In this case, the Chairperson of the Board of Directors or the convener must send the meeting invitation and accompanying documents to the Supervisors and the Board of Management as for members of the Board of Directors. The Head of the Board of Supervisors and the General Director are obliged to directly attend or designate members of their respective bodies to attend the meeting of the Board of Directors in accordance with the summons. Supervisors and the Board of Management attending the meeting may participate in discussions and advise the Board of Directors but shall have no voting rights. The Chairperson of the Board of Directors shall send a written notice of the Resolution of the Board of Directors to the Head of the Board of Supervisors and/or the General Director within seven (07) days after the end of the meeting.
 - 6.1.1.2 When necessary, the Head of the Board of Supervisors may invite a number of members of the Board of Directors and members of the Board of Management to attend a meeting of the Board of Supervisors to consult on relevant issues. The invitation letter shall be sent to the invitee as for a Supervisor. The Head

- of the Board of Supervisors shall send a written notice of the results of this meeting to the Board of Directors and/or the General Director within seven (07) days after the end of the meeting.
- 6.1.1.3 When necessary, the General Director may invite a number of members of the Board of Directors and Supervisors to attend a meeting of the Board of Management to consult on relevant issues. The invitation letter shall be sent to the invitee as for a member of the Board of Management. The General Director shall send a written notice of the results of this meeting to the Board of Directors and/or the Head of the Board of Supervisors within seven (07) days after the end of the meeting.
- 6.1.2 Notice of resolutions and decisions of the Board of Directors to the Board of Supervisors:
The Board of Directors shall ensure that all Resolutions, Decisions and Minutes of meetings of the Board of Directors are fully and promptly provided to the Board of Supervisors upon the Board of Supervisors's request.
- 6.1.3 Notice of resolutions and decisions of the Board of Directors to the General Director: Matters falling under the authority of the Board of Directors for approval in accordance with the law and the Company Charter, as proposed by the General Director, must be responded to and decided by the Board of Directors within a reasonable time.
- 6.1.4 Cases in which the General Director and the Board of Supervisors request the convening of a meeting of the Board of Directors and matters requiring the Board of Directors' opinion:
- The Board of Supervisors; the General Director have the right to request the Chairperson of the Board of Directors to convene a meeting of the Board of Directors.
 - A request specified in this clause must be made in writing, clearly stating the purpose and the matters requiring discussion and decision falling under the authority of the Board of Directors.
- 6.1.5 Reports of the General Director to the Board of Directors on the performance of assigned duties and powers:
Annually, the General Director must send a written report on the Company's business operations and operational direction in the new period to the Board of Directors.
- 6.1.6 Review of the implementation of resolutions and other delegated matters of the Board of Directors by the General Director:
The Board of Directors shall decide on disciplinary action and review regarding the failure to complete the implementation of resolutions and other delegated matters of the Board of Directors by the General Director in accordance with the Company Charter and relevant laws.
- 6.1.7 Matters that the General Director must report on, provide information about, and methods of notification to the Board of Directors and the Board of Supervisors:
- 6.1.7.1 The General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five-year financial plan as prescribed in the Company Charter.
- 6.1.7.2 Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budgets) to serve the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, projected production and business operation report, and cash flow statement) for each fiscal year must be

submitted to the Board of Directors for approval and must include the information prescribed in the Company's regulations.

6.1.7.3 Be responsible to the Board of Directors for the performance of assigned duties and powers and must report to relevant authorities when requested.

6.1.8 Coordinate control, management, and supervision activities among members of the Board of Directors, members of the Board of Supervisors, and the General Director according to the specific duties of the above-mentioned members.

6.1.8.1 Members of the Board of Directors, Supervisors, the Board of Management, and other Executives shall regularly exchange work-related information and provide information to one another in a spirit of cooperation, support, and mutual facilitation for the common benefit of the Company.

6.1.8.2 Members of the Board of Directors, Supervisors, the Board of Management, and Executives shall not interfere in management work according to the different systems of functions and duties of each unit.

6.2 Regulations on annual evaluation for commendation and discipline activities applicable to members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives of the enterprise:

6.2.1 Methods of evaluating the performance of members of the Board of Directors, Supervisors, members of the Board of Management, and other Executives

6.2.1.1 The evaluation of the performance of members of the Board of Directors, Supervisors, the Board of Management, and Executives shall be carried out in accordance with the Company's regulations or one of the following methods:

- Self-assessment;
- Semi-annual performance evaluation;
- Annual performance evaluation conducted at year-end;
- Organize extraordinary opinion and confidence polling;
- Other methods selected by the Board of Directors from time to time.

6.2.1.2 The Board of Directors shall organize the performance evaluation of members of the Board of Directors and positions appointed by the Board of Directors.

6.2.1.3 The Board of Supervisors shall conduct the performance evaluation of the Supervisors.

6.2.1.4 The General Director shall conduct the performance evaluation of positions appointed by the General Director.

6.2.2 Performance evaluation criteria

The performance evaluation criteria for members of the Board of Directors, Supervisors, members of the Board of Management, and other Executives include:

- Results of performing assigned tasks, including the level of completion, quantity, quality, and effectiveness of the individual's work, and the development and operating results of the Company.
- Moral qualities, lifestyle, awareness, ideology, and compliance with and observance of the Company Charter, the Company's internal rules, and the law.
- Spirit of learning to improve qualifications, honesty, receptiveness in work, sense of organization and discipline, and sense of responsibility in assigned work and current position.
- Management capability, style, attitude in work management, and efforts to combat bureaucracy, corruption, and waste.
- Cooperation, coordination within the Company and level of trust among employees.

6.2.3 Commendation and Discipline

6.2.3.1 Commendation:

- Members of the Board of Directors, Supervisors, members of the Board of Management, and Executives with achievements in the governance and management of the Company and other assigned tasks shall be considered for commendation by competent authorities in accordance with the Company's regulations.
- Forms of commendation and the order and procedures for commendation shall be implemented in accordance with the Company's emulation and commendation regulations from time to time.

6.2.3.2 Discipline

- Members of the Board of Directors, Supervisors, members of the Board of Management, and Executives who, in the course of performing assigned duties, violate legal regulations, the Company Charter, and other regulations of the Company shall, depending on the nature, severity, and consequences of the violating act, be subject to disciplinary action in accordance with the law and the Company Charter.
- The Board of Directors has the authority to decide on disciplinary action for positions appointed by the Board of Directors. The General Director has the authority to decide on disciplinary action for positions appointed by the General Director.
- Principles of disciplinary handling, forms of disciplinary violation handling, and the order and procedures for handling disciplinary violations shall be implemented in accordance with the Company's labor regulations and other relevant regulations and the law.

Article 7. Effectiveness

The Internal Regulations on Corporate Governance of Khang Dien House Trading and Investment Joint Stock Company includes 07 Articles and took effect from April 28, 2021 and were last amended and supplemented on April 22, 2026.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN OF THE BOARD OF DIRECTORS**



MAI TRẦN THANH TRANG