VINACONTROL GROUP CORPORATION

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 159/QĐ-HĐQT

Hanoi, June 18, 2026

DECISION OF THE BOARD OF DIRECTORS

Re: Promulgation of the Regulations on Operation of the Board of Directors of Vinacontrol Group Corporation

THE BOARD OF DIRECTORS OF VINACONTROL GROUP CORPORATION

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and its amendments, supplements and guiding documents;*
- *Pursuant to the Charter of Vinacontrol Group Corporation;*
- *Pursuant to Resolution of the General Meeting of Shareholders of the Company No. 154/ĐHĐCĐ-NQ dated June 18, 2026,*

DECIDES

Article 1: To promulgate together with this Decision the "**Regulations on Operation of the Board of Directors of Vinacontrol Group Corporation**".

Article 2: This Decision takes effect from the date of signing and replaces Decision No. 097/QĐ-HĐQT dated May 6, 2025 of the Board of Directors (2024 – 2026).

Article 3: Members of the Board of Directors, the Board of General Directors, Directors of Units, and relevant departments and individuals shall be responsible for implementing this Decision./.

Recipients:
- As stated in Article 3;
- Supervisory Board;
- Units at Head Office;
- Information Disclosure;
- Filing: Office Admin, HR, Corporate Governance.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRPERSON

M.S.D.N: 0100107... CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL ... P. HAI BÀ TRUNG - TP. HÀ NỘI

Duong Thanh Huyen

VINACONTROL GROUP CORPORATION	**SOCIALIST REPUBLIC OF VIET NAM**
--------	**Independence - Freedom - Happiness**

Hanoi, June 18, 2026

REGULATIONS ON OPERATION OF THE BOARD OF DIRECTORS VINACONTROL GROUP CORPORATION

(Promulgated together with Decision No. 159/QĐ-HĐQT dated June 18, 2026 of the Board of Directors for the 2026-2029 term)

- Pursuant to the Law on Securities dated November 26, 2019;
- Pursuant to the Law on Enterprises dated June 17, 2020;
- Pursuant to Government Decree No. 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Government Decree No. 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of Vinacontrol Group Corporation;
- Pursuant to Resolution of the General Meeting of Shareholders No. 154/ĐHĐCĐ-NQ dated June 18, 2026,

The Board of Directors hereby promulgates the Regulations on Operation of the Board of Directors of Vinacontrol Group Joint Stock Company. The Regulations on Operation of the Board of Directors of Vinacontrol Group Corporation include the following contents:

CHAPTER I
GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The Regulations on Operation of the Board of Directors provide for the organizational and personnel structure, operating principles, powers and obligations of the Board of Directors and members of the Board of Directors, so that operations are carried out in accordance with the Law on Enterprises, the Company Charter and other relevant provisions of law.

2. Subjects of application: These Regulations apply to the Board of Directors and members of the Board of Directors.

Article 2. Operating principles of the Board of Directors

1. The Board of Directors works on a collective basis. Members of the Board of Directors shall be personally responsible for their assigned work and jointly responsible before the General Meeting of Shareholders and the law for resolutions and decisions of the Board of Directors concerning the development of the Company.
2. The Board of Directors assigns the General Director to organize and manage the implementation of resolutions and decisions of the Board of Directors.
3. The Board of Directors shall exercise its assigned rights and perform its assigned duties honestly, prudently and to the best of its ability in order to ensure the maximum lawful interests of the Company;
4. The Board of Directors shall be loyal to the interests of the Company and shall avoid conflicts of personal interests that may cause damage to the Company;
5. Members of the Board of Directors shall be personally responsible for the tasks assigned to them and jointly responsible before the Chairperson of the Board of Directors, the General Meeting of Shareholders and the law for decisions of the Board of Directors;
6. The Board of Directors shall assign a designated member of the Board of Directors or the General Director to organize the implementation of resolutions and decisions of the Board of Directors;
7. Members of the Board of Directors shall not, in the name of the Board of Directors, directly interfere in the daily management of the General Director, except in the cases specified in Article 4 of these Regulations;
8. The Board of Directors shall use the seal of the Company to perform its duties and exercise its powers.

CHAPTER II
MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have all rights as prescribed by the Law on Securities, relevant laws and the Company Charter, including the right to be provided

with information and documents on the financial situation and business operations of the Company and its units.

2. Members of the Board of Directors have the obligations prescribed in the Company Charter and the following obligations:

   a) To perform their duties honestly and prudently for the best interests of shareholders and the Company;

   b) To fully attend meetings of the Board of Directors and express opinions on matters submitted for discussion;

   c) To report in a timely and complete manner to the Board of Directors on remuneration received from subsidiaries, associated companies and other organizations;

   d) To report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries, or other companies over 50% of whose charter capital is controlled by the Company and members of the Board of Directors and related persons of such members; and on transactions between the Company and companies in which a member of the Board of Directors is a founding member or enterprise manager during the three (03) years immediately preceding the time of the transaction;

   e) To disclose information when conducting transactions in shares of the Company in accordance with the law;

   f) To fully comply with responsibilities and obligations prescribed by the Law on Enterprises and relevant legal documents;

   g) To study and assess the operating status and results and contribute to the development of directions, plans and operational objectives of the Company in each period;

   h) To fully attend meetings of the Board of Directors and cast clear votes on matters submitted for discussion, and to be responsible before the Board of Directors and the General Meeting of Shareholders for their opinions in performing directly assigned tasks and work;

   i) Members of the Board of Directors and their related persons must report to the State Securities Commission and disclose information when conducting transactions in shares of the Company in accordance with the law;

j) Not to abuse their position for personal gain or take actions to appropriate business opportunities of the Company, causing damage to the interests of the Company;

k) To keep Company information confidential;

l) Members of the Board of Directors who vote to approve a decision of the Board of Directors shall be jointly liable for the approved decision. If a member of the Board of Directors violates the law or the Company Charter and causes damage to the Company, such member shall be personally liable and must compensate for the damage caused in accordance with the law;

3. Independent members of the Board of Directors must prepare an assessment report on the activities of the Board of Directors.

Article 4. Right of members of the Board of Directors to be provided with information

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors and other managers of the Company to provide information and documents on the financial situation and business operations of the Company and its units.
2. The requested managers must provide information and documents in a timely, complete and accurate manner as requested by members of the Board of Directors. The order and procedures for requesting and providing information shall be prescribed in the Company Charter.

Article 5. Term of office and number of members of the Board of Directors

1. The number of members of the Board of Directors of the Company shall be from three (03) to eleven (11), including one (01) Chairperson of the Board of Directors.
2. The term of office of a member of the Board of Directors shall not exceed five (05) years and such member may be re-elected for an unlimited number of terms. One individual may only be elected as an independent member of the Board of Directors of a company for no more than two (02) consecutive terms.
3. If all members of the Board of Directors finish their term of office at the same time, such members shall continue to act as members of the Board of Directors until new members are elected to replace them and take over the work, unless otherwise provided in the Company Charter.

Article 6. Standards and conditions for members of the Board of Directors

1. Members of the Board of Directors must satisfy the following standards and conditions:
   a) Not fall within the subjects specified in Clause 2, Article 17 of the Law on Enterprises;
   b) Have professional qualifications and experience in business administration or in the business lines and sectors of the Company, and are not necessarily required to be shareholders of the Company;
   c) Members of the Board of Directors of the Company may concurrently be members of the Board of Directors of another company;
   d) Satisfy the conditions set out in Clause 1, Article 155 of the Law on Enterprises.
2. Independent members of the Board of Directors must satisfy the following standards and conditions:
   a) Not be persons currently working for the Company, the parent company or subsidiaries of the Company; and not be persons who worked for the Company, the parent company or subsidiaries of the Company for at least three (03) consecutive years immediately preceding that time;
   b) Not be persons currently receiving salary or remuneration from the Company, except for allowances to which members of the Board of Directors are entitled in accordance with regulations;
   c) Not be persons whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister or biological sibling is a major shareholder of the Company, or is a manager of the Company or a subsidiary of the Company;
   d) Not be persons directly or indirectly owning at least one percent (01%) of the total voting shares of the Company;
   e) Not be persons who served as members of the Board of Directors or the Supervisory Board of the Company for at least five (05) consecutive years immediately preceding that time, except in the case of appointment for two (02) consecutive terms.
3. Independent members of the Board of Directors must notify the Board of Directors when they no longer satisfy all standards and conditions specified in Clause 2 of this Article and shall automatically cease to be independent members of the Board of Directors from the date they no longer satisfy such standards and conditions. The Board of Directors must notify the case where an independent member of the Board of Directors no longer satisfies all standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent member of the Board of Directors within six (06) months

from the date of receipt of the notice from the relevant independent member of the Board of Directors.

Article 7. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected, removed from office or dismissed by the Board of Directors from among the members of the Board of Directors.
2. The Chairperson of the Board of Directors of the Company may not concurrently hold the position of General Director.
3. The Chairperson of the Board of Directors has the following rights and obligations:
   a) To formulate the program and plan of activities of the Board of Directors;
   b) To prepare the agenda, contents and documents for meetings; to convene, chair and preside over meetings of the Board of Directors;
   c) To organize the adoption of resolutions and decisions of the Board of Directors;
   d) To supervise the organization and implementation of resolutions and decisions of the Board of Directors;
   e) To preside over meetings of the General Meeting of Shareholders;
   f) The Chairperson of the Board of Directors is responsible for ensuring that the Board of Directors sends annual financial statements, reports on the Company's operations, audit reports and inspection reports of the Board of Directors to shareholders at the General Meeting of Shareholders.
4. If the Chairperson of the Board of Directors submits a resignation letter or is dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation letter or the date of dismissal. If the Chairperson of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to perform the rights and obligations of the Chairperson of the Board of Directors in accordance with the principles prescribed in the Company Charter. If there is no authorized person, or if the Chairperson of the Board of Directors dies, is missing, is held in temporary detention, is serving a prison sentence, is serving an administrative handling measure at a compulsory detoxification establishment or compulsory education establishment, flees from his/her place of residence, has limited or lost civil act capacity, has difficulty in cognition or behavior control, or is prohibited by a court from holding a position, practicing a profession or performing certain work, the remaining members shall elect one of them to act as Chairperson of the Board of Directors according to the principle of approval by a majority of the remaining members until a new decision is issued by the Board of Directors.

5. When deemed necessary, the Board of Directors shall decide to appoint a company secretary. The company secretary has the following rights and obligations:
   a) To assist in organizing and convening meetings of the General Meeting of Shareholders and the Board of Directors, and to record meeting minutes;
   b) To assist members of the Board of Directors in exercising their assigned rights and performing their assigned obligations;
   c) To assist the Board of Directors in applying and implementing corporate governance principles;
   d) To assist the Company in building shareholder relations and protecting the lawful rights and interests of shareholders; and in complying with information provision, information disclosure and administrative procedures.

Article 8. Removal from office, dismissal, replacement and addition of members of the Board of Directors

1. The General Meeting of Shareholders shall remove a member of the Board of Directors from office in the following cases:
   a) The member no longer satisfies the standards and conditions prescribed in Article 155 of the Law on Enterprises;
   b) The member submits a resignation letter and such resignation is accepted;
   c) Other cases prescribed in Article 26 of the Company Charter and Article 10 of the Internal Regulations on Corporate Governance of the Company;
2. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:
   a) The member fails to participate in activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
   b) Other cases prescribed in Article 26 of the Company Charter and Article 10 of the Internal Regulations on Corporate Governance of the Company.
3. When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; and remove from office or dismiss members of the Board of Directors outside the cases specified in Clauses 1 and 2 of this Article.
4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
   a) The number of members of the Board of Directors is reduced by more than one third of the number prescribed in the Company Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date on which the number of members is reduced by more than one third;

b) Except for the case specified at Point a, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been removed from office or dismissed at the nearest meeting.

Article 9. Method for election, removal from office and dismissal of members of the Board of Directors

1. A shareholder or group of shareholders owning at least five percent (05%) of the total ordinary shares has the right to nominate persons to the Board of Directors. The nomination of persons to the Board of Directors shall be carried out as follows:
   a) Ordinary shareholders forming a group to nominate persons to the Board of Directors must notify attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;
   b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders specified in this Clause has the right to nominate one or more persons as candidates for the Board of Directors pursuant to the decision of the General Meeting of Shareholders. If the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.
2. If the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nomination in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.
3. Voting to elect members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of voting votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and each shareholder has the right to allocate all or part of his/her total voting votes to one or more candidates. Elected members of the Board of Directors shall be determined in descending order of votes, starting from the candidate with the highest number of votes until the number of members prescribed in the Company Charter is reached. If two (02) or more candidates receive the same number

of votes for the last seat on the Board of Directors, a re-vote shall be conducted among the candidates with the same number of votes or selection shall be made according to the criteria in the election regulations or the Company Charter.

4. The election, removal from office and dismissal of members of the Board of Directors shall be decided by the General Meeting of Shareholders by voting.

Article 10. Notification of election, removal from office and dismissal of members of the Board of Directors

1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about the candidates before voting. Candidates for the Board of Directors must make a written commitment as to the truthfulness and accuracy of the disclosed personal information and 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 relating to candidates for the Board of Directors to be disclosed includes:
   a) Full name and date of birth;
   b) Professional qualifications;
   c) Working history;
   d) Other managerial positions, including positions on the Board of Directors of other companies;
   e) Interests related to the Company and related parties of the Company;
   f) Other information (if any) as prescribed in the Company Charter;
   g) A public company must disclose information on the companies in which a candidate is holding the position of member of the Board of Directors or other managerial positions, and on interests related to the company of such candidate for the Board of Directors (if any).
2. Notification of the results of election, removal from office and dismissal of members of the Board of Directors shall comply with the regulations guiding information disclosure.

CHAPTER III
THE BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company and has full authority to act in the name of the Company to decide and exercise the rights and obligations of the Company, except for rights and obligations falling within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors shall be prescribed by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
   a) To decide on the strategy, medium-term development plan and annual business plan of the Company;
   b) To recommend classes of shares and the total number of shares of each class that may be offered for sale;
   c) To decide on the sale of unsold shares within the number of shares of each class that may be offered for sale; and to decide on raising additional capital in other forms;
   d) To decide on the selling prices of shares and bonds of the Company;
   e) To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;
   f) To decide on investment plans and investment projects within its authority and limits prescribed by law;
   g) To decide on solutions for market development, marketing and technology;
   h) To approve purchase, sale, borrowing, lending contracts and other contracts and transactions with a value equal to or greater than thirty-five percent (35%) of the total asset value recorded in the latest audited consolidated financial statements of the Company, except for contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;
   i) To elect, remove from office and dismiss the Chairperson of the Board of Directors; to appoint, remove from office, enter into contracts with and terminate contracts with the General Director and other key managers as prescribed in the Company Charter; to decide on salaries, remuneration, bonuses and other benefits of such managers; to appoint authorized representatives to participate in Members' Councils or General Meetings of Shareholders at other companies, and to decide on remuneration and other benefits of such persons;
   j) To supervise and direct the General Director and other managers in managing the daily business activities of the Company;
   k) To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches and

representative offices, and on capital contribution to and purchase of shares of other enterprises;

l) To approve the agenda and contents of documents for the General Meeting of Shareholders; to convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to adopt resolutions;

m) To submit the audited annual financial statements to the General Meeting of Shareholders;

n) To recommend the dividend rate to be paid; to decide on the time limit and procedures for dividend payment or handling of losses arising in the course of business;

o) To recommend reorganization or dissolution of the Company; to request bankruptcy of the Company;

p) To decide on the promulgation of the Regulations on Operation of the Board of Directors, the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders, and the Regulations on Information Disclosure of the Company;

q) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.

3. The Board of Directors shall adopt resolutions and decisions by voting at meetings, by collecting written opinions or by other methods prescribed in the Company Charter. Each member of the Board of Directors has one vote.
4. Where a resolution or decision adopted by the Board of Directors is contrary to the law, a resolution of the General Meeting of Shareholders or the Company Charter and causes damage to the Company, the members who voted in favor of such resolution or decision shall be jointly and severally personally liable for that resolution or decision and must compensate the Company for the damage; a member who opposed the adoption of such resolution or decision shall be exempt from liability. In this case, shareholders of the Company have the right to request a court to suspend implementation of or cancel such resolution or decision.
5. The following matters must be approved by the Board of Directors:

a) Establishment of branches or representative offices of the Company;

b) Establishment/dissolution/capital contribution/capital divestment in subsidiaries/member companies of the Company, without violating the provisions of Clause 2, Article 153 and Clause 3, Article 167 of the Law on Enterprises;

c) Within the scope prescribed in Clause 2, Article 153 of the Law on Enterprises and except for cases prescribed in Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises that must be approved by the General Meeting of Shareholders, the Board of Directors shall decide on the execution, amendment and cancellation of contracts of the Company;

d) Appointment and dismissal of persons authorized by the Company to act as commercial representatives and lawyers of the Company;

e) Borrowing and the creation of mortgages, security, guarantees and indemnities by the Company, except for matters falling within the approval authority of the General Meeting of Shareholders;

f) Investments not included in the business plan and budget that exceed VND 1 billion, or investments exceeding 10% of the annual business plan and budget value, except for investments falling within the approval authority of the General Meeting of Shareholders;

g) Purchase or sale of shares or contributed capital portions in other companies established in Vietnam or abroad;

h) Valuation of assets contributed to the Company other than money in an issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;

i) Repurchase or redemption of no more than 10% of the total shares of each class offered for sale within twelve (12) months;

j) Decision on the repurchase or redemption price of shares of the Company.

Article 12. Duties and powers of the Board of Directors in approving and signing transaction contracts

1. The Board of Directors shall approve contracts and transactions with a value of less than thirty-five percent (35%), or transactions resulting in the total value of transactions arising within twelve (12) months from the date of the first transaction being less than thirty-five percent (35%) of the total asset value recorded in the latest financial statements, between the Company and any of the following subjects:
   - Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers and related persons of these subjects;

- Shareholders and authorized representatives of shareholders owning more than ten percent (10%) of the total ordinary share capital of the Company and their related persons;
- Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.

2. The representative of the Company signing a contract or transaction must notify members of the Board of Directors and members of the Supervisory Board of the related subjects in respect of such contract or transaction and attach the draft contract or the principal contents of the transaction. The Board of Directors shall decide on approval of the contract or transaction within fifteen (15) days from the date of receipt of the notice, unless the Company Charter provides for another time limit; members of the Board of Directors having interests related to the parties to the contract or transaction shall have no voting rights.

Article 13. Responsibilities of the Board of Directors in convening extraordinary General Meetings of Shareholders

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
   a) The Board of Directors deems it necessary for the interests of the Company;
   b) The remaining number of members of the Board of Directors or the Supervisory Board is less than the minimum number prescribed by law;
   c) At the request of a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, and must bear all signatures of the relevant shareholders or be made in several copies with all signatures of the relevant shareholders collected;
   d) At the request of the Supervisory Board;
   e) Other cases as prescribed by law and the Company Charter.
2. Convening an extraordinary General Meeting of Shareholders

   The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date on which the remaining number of members of the Board of Directors, independent members of the Board of Directors or members of the Supervisory Board is less than the minimum number prescribed in the Company Charter, or from the date of receipt of the request specified at Points c and d, Clause 1 of this Article.

3. The person convening the General Meeting of Shareholders must perform the following tasks:
   a) Prepare the list of shareholders entitled to attend the meeting;
   b) Provide information and resolve complaints related to the list of shareholders;
   c) Prepare the agenda and contents of the meeting;
   d) Prepare documents for the meeting;
   e) Draft resolutions of the General Meeting of Shareholders according to the proposed contents of the meeting; and prepare the list and detailed information of candidates in the case of election of members of the Board of Directors or members of the Supervisory Board;
   f) Determine the time and venue of the meeting;
   g) Send meeting invitations to each shareholder entitled to attend the meeting in accordance with the Law on Enterprises;
   h) Perform other tasks serving the meeting.

Article 14. Assisting committees of the Board of Directors

1. The Board of Directors may establish subordinate committees to be in charge of development policy, personnel, remuneration, internal audit and risk management. The number of members of each committee shall be decided by the Board of Directors and shall be at least three (03), including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute a majority in each committee, and one of them shall be appointed as Head of the committee by decision of the Board of Directors. The activities of committees must comply with the regulations of the Board of Directors. A resolution of a committee shall only be valid when approved by a majority of members attending and voting at a meeting of the committee.
2. The implementation of decisions of the Board of Directors or of committees subordinate to the Board of Directors must comply with applicable laws and the provisions of the Company Charter and the Internal Regulations on Corporate Governance.

CHAPTER IV
MEETINGS OF THE BOARD OF DIRECTORS

Article 15. Meetings of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest voting ratio. If more than one (01) member has the same highest number of votes or voting ratio, the members shall vote by majority to select one (01) of them to convene the meeting of the Board of Directors.
2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings. Depending on the conditions of each case/specific content, meetings may be held in person, online, or by collecting written opinions.
3. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:
   a) There is a request from the Supervisory Board or an independent member of the Board of Directors;
   b) There is a request from the General Director or at least five (05) other managers;
   c) There is a request from at least two (02) members of the Board of Directors;
4. The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, matters to be discussed and decisions within the authority of the Board of Directors.
5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Clause 3 of this Article. If a meeting of the Board of Directors is not convened as requested, the Chairperson of the Board of Directors shall be responsible for any damage caused to the Company; the requester has the right to replace the Chairperson of the Board of Directors in convening the meeting of the Board of Directors.
6. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting invitation at least three (03) working days before the meeting date. The meeting invitation must specify the time and venue of the meeting, the agenda, and the matters to be discussed and decided. The meeting invitation must be accompanied by documents to be used at the meeting and voting ballots for members.

   Invitations to meetings of the Board of Directors may be sent by invitation letter, telephone, fax, electronic means or other methods prescribed in the Company Charter and must ensure delivery to the contact address of each member of the Board of Directors registered with the Company.

7. The Chairperson of the Board of Directors or the convener shall send meeting invitations and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors. Members of the Supervisory Board have the right to attend meetings of the Board of Directors and discuss matters but do not have voting rights.
8. A meeting of the Board of Directors shall be conducted when at least three quarters (3/4) of the total number of members attend. If a meeting convened under this Clause does not have the required number of attending members, it shall be convened for the second time within seven (07) days from the scheduled date of the first meeting. In this case, the meeting shall be conducted if more than one half of the members of the Board of Directors attend.
9. A member of the Board of Directors shall be deemed to attend and vote at a meeting in the following cases:
   a) Attending and voting directly at the meeting;
   b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
   c) Attending and voting via online conference, electronic voting or other electronic forms;
   d) Sending voting ballots to the meeting by mail, fax or email;

10. If voting ballots are sent to the meeting by mail, the ballots must be placed in sealed envelopes and delivered to the Chairperson of the Board of Directors at least one (01) hour before the opening of the meeting. Voting ballots may only be opened in the presence of all attendees.

11. Members must fully attend meetings of the Board of Directors. A member may authorize another person to attend and vote if approved by a majority of members of the Board of Directors.

12. Each member of the Board of Directors or authorized person specified in Clause 9 of this Article who is personally present at a meeting of the Board of Directors shall have one (01) vote;

- Resolutions and decisions of the Board of Directors shall be adopted if approved by a majority of attending members; in case of an equal number of votes, the final decision shall be the side having the opinion of the Chairperson of the Board of Directors.
- Members of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a related person of such member has an interest that conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted toward the minimum number of members present required to hold a meeting of the Board of Directors in respect of decisions on which such member has no voting right.

Article 16. Minutes of meetings of the Board of Directors

1. Meetings of the Board of Directors must be recorded in minutes and may be audio recorded, recorded and archived in other electronic forms. Minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, including the following main contents:
   a) Name, head office address and enterprise identification number;
   b) Time and venue of the meeting;
   c) Purpose, agenda and contents of the meeting;
   d) Full names of each attending member or authorized attendee and method of attendance; full names of absent members and reasons for absence;
   e) Matters discussed and voted on at the meeting;
   f) Summary of opinions expressed by each attending member according to the proceedings of the meeting;
   g) Voting results, clearly stating the members who approved, did not approve and had no opinion;
   h) Matters approved and the corresponding approval voting ratio;
   i) Full names and signatures of the chairperson and minute taker, except for the case specified in Clause 2 of this Article.
2. If the chairperson or minute taker refuses to sign the meeting minutes, but all other members of the Board of Directors attending the meeting sign them and the minutes contain all contents prescribed at Points a, b, c, d, đ, e, g and h, Clause 1 of this Article, such minutes shall be valid.
3. The chairperson, the minute taker and the persons signing the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the meeting of the Board of Directors.

4. Minutes of meetings of the Board of Directors and documents used at meetings must be kept at the head office of the Company.
5. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. If there is any discrepancy between the Vietnamese minutes and the foreign-language minutes, the contents of the Vietnamese minutes shall prevail.

CHAPTER V
REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of annual reports

1. At the end of each fiscal year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:
   a) Report on business results of the Company;
   b) Financial statements;
   c) Report assessing the management and administration of the Company;
   d) Appraisal report of the Supervisory Board.
2. The reports specified at Points a, b and c, Clause 1 of this Article must be sent to the Supervisory Board for appraisal at least thirty (30) days before the opening of the annual General Meeting of Shareholders.
3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Supervisory Board and the audit report must be kept at the head office of the Company at least ten (10) days before the opening of the annual General Meeting of Shareholders, unless the Company Charter provides for a longer time limit. A shareholder who has continuously owned shares of the Company for at least one (01) year has the right, either personally or together with a lawyer, accountant or auditor holding a practicing certificate, to directly review the reports specified in this Article.

Article 18. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration shall be calculated based on the number of working days required to complete the duties of a member of the Board of Directors and the remuneration per day. The Board of Directors shall estimate the remuneration for each member according

to the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors shall be included in the business expenses of the Company in accordance with the law on corporate income tax, presented as a separate item in the annual financial statements of the Company and reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors who holds an executive position, works on committees of the Board of Directors or performs other work outside the usual scope of duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum fee for each assignment, salary, commission, percentage of profits or other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to reimbursement of all travel, meal, accommodation and other reasonable expenses incurred by them in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or committees of the Board of Directors.
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 shall not cover liabilities of members of the Board of Directors relating to violations of law and the Company Charter.

Article 19. Disclosure of related interests

Disclosure of interests and related persons of the Company shall be carried out in accordance with the following provisions:

1. Members of the Board of Directors of the Company must declare to the Company their related interests, including:
   a) Name, enterprise identification number, head office address, business lines and sectors of the enterprise in which they own contributed capital or shares; and the ratio and time of ownership of such contributed capital or shares;
   b) Name, enterprise identification number, head office address, business lines and sectors of the enterprise in which their related persons jointly or separately own contributed capital or shares representing more than ten percent (10%) of charter capital.

2. The declaration specified in Clause 1 of this Article must be made within seven (07) working days from the date on which the related interest arises; any amendment or supplement must be notified to the Company within seven (07) working days from the date of the corresponding amendment or supplement.
3. A member of the Board of Directors who, in his/her own name or in the name of another person, performs work in any form within the scope of the Company's business must explain the nature and contents of such work to the Board of Directors and may only perform it with the approval of a majority of the remaining members of the Board of Directors; if such work is performed without declaration or without approval of the Board of Directors, all income derived from such activity shall belong to the Company.

CHAPTER VI
RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 20. Relationship among members of the Board of Directors

1. The relationship among members of the Board of Directors is a cooperative relationship. Members of the Board of Directors are responsible for informing one another of relevant matters in the course of handling their assigned work.
2. In the course of handling work, the member of the Board of Directors assigned primary responsibility must proactively coordinate in handling matters if issues arise relating to the areas for which other members of the Board of Directors are responsible. If members of the Board of Directors have differing opinions, the member with primary responsibility shall report to the Chairperson of the Board of Directors for consideration and decision within his/her authority, or for organizing a meeting or collecting opinions of members of the Board of Directors in accordance with the law, the Company Charter and these Regulations.
3. If there is a reassignment of duties among members of the Board of Directors, the members of the Board of Directors must hand over related work, files and documents. Such handover must be made in writing and reported to the Chairperson of the Board of Directors.

Article 21. Relationship with the executive management

In its governance role, the Board of Directors issues resolutions for implementation by the General Director and the executive management apparatus. At the same time, the Board of Directors inspects and supervises the implementation of such resolutions.

Article 22. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board is a cooperative relationship. The working relationship between the Board of Directors and the Supervisory Board is based on the principles of equality and independence, while maintaining close coordination and mutual support in the course of performing duties.
2. Upon receiving inspection minutes or consolidated reports from the Supervisory Board, the Board of Directors is responsible for reviewing them and directing relevant departments to develop plans and take timely corrective actions.

CHAPTER VII
IMPLEMENTATION PROVISIONS

Article 23. Violations and handling of violations

The Board of Directors, the Executive Board and related units and individuals within the internal scope of the Company are responsible for strictly complying with the provisions of these Regulations.

Any unit or individual violating the provisions of these Regulations shall, depending on the severity and nature of the violation, be subject to disciplinary action in accordance with the current regulations of the Company and the law.

Article 24. Authority to amend and supplement the Regulations

During the implementation of these Regulations, all proposals to amend or supplement the Regulations shall be made in writing to the Person in charge of Corporate Governance of the Company for submission to the Board of Directors for consideration and to the General Meeting of Shareholders for decision.

If any provisions of the Company Charter and relevant laws relating to the Company's operations are not mentioned in these Regulations, or if any contents of these Regulations are contrary to or different from the law and the Charter, the relevant provisions of the Company Charter and laws shall automatically apply to and govern the Company's operations.

Article 25. Organization of implementation

1. Members of the Board of Directors, the General Director and related units and individuals are responsible for implementing these Regulations.

2. These Regulations consist of seven (07) chapters and twenty-five (25) articles, take effect from the time they are approved by the General Meeting of Shareholders on June 18, 2026, and replace all previously issued regulations on operation of the Board of Directors.

FOR AND ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRPERSON

M.S.D.N: 0100107772 - C.T.C.P
CÔNG TY
CỔ PHẦN
TẬP ĐOÀN
VINACONTROL
P. HAI BÀ TRƯNG - TP. HÀ NỘI

Duong Thanh Huyen