



AGIMEXPHARM PHARMACEUTICAL JOINT STOCK COMPANY

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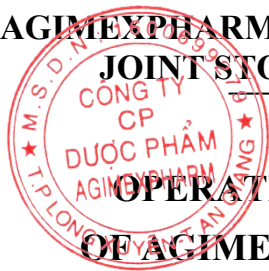
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OPERATING REGULATIONS OF THE BOARD OF SUPERVISORS

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TABLE OF CONTENTS

Chapter I.....	1
GENERAL PROVISIONS	1
Article 1. Scope of regulation and subjects of application	1
Article 2. Operating principles of the Board of Supervisors	1
Chapter II	1
SUPERVISORS (SUPERVISORS).....	1
Article 4. Term of office and number of Supervisors	2
Article 5. Standards and conditions of Supervisors	2
Article 6. Head of the Board of Supervisors	2
Article 7. Nomination and self-nomination of Supervisors	3
Article 8. Method of election, dismissal and removal of Supervisors	3
Article 9. Cases of dismissal or removal of Supervisors.....	4
Article 10. Notification of election, dismissal and removal of Supervisors.....	4
Chapter III.....	4
THE BOARD OF SUPERVISORS	4
Article 12. Right to access information of the Board of Supervisors.....	6
Article 13. Responsibilities of the Board of Supervisors in convening an extraordinary General Meeting of Shareholders	6
Chapter IV	7
MEETINGS OF THE BOARD OF SUPERVISORS	7
Article 14. Meetings of the Board of Supervisors.....	7
Article 15. Minutes of meetings of the Board of Supervisors.....	7
Chapter V.....	7
REPORTS AND DISCLOSURE OF INTERESTS.....	7
Article 16. Submission of annual reports	7
Article 17. Salary and other benefits	8
Article 18. Disclosure of related interests	8
Chapter VI.....	9
RELATIONSHIPS OF THE BOARD OF SUPERVISORS.....	9
Article 20. Relationship with the executive management.....	9
Article 21. Relationship with the Board of Directors.....	9
Chapter VII	9
IMPLEMENTATION PROVISIONS.....	9



**OPERATING REGULATIONS OF THE BOARD OF SUPERVISORS
OF AGIMEXPHARM PHARMACEUTICAL JOINT STOCK COMPANY**

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its amendments and supplements;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated September 11, 2025;

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

Pursuant to the Charter of Agimexpharm Pharmaceutical Joint Stock Company;

Pursuant to Resolution No. 01 of the General Meeting of Shareholders dated March 27, 2026;

Pursuant to Resolution No. 01 of the General Meeting of Shareholders dated March 27, 2026.

Chapter I

GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The Operating Regulations of the Board of Supervisors stipulate the organizational structure, standards, conditions, rights and obligations of the Board of Supervisors and the Supervisors in accordance with the Law on Enterprises, the Company Charter and other relevant regulations.
2. Subjects of application: These Operating Regulations apply to the Board of Supervisors and all Supervisors.

Article 2. Operating principles of the Board of Supervisors

The Board of Supervisors operates on a collective basis. Each Supervisor shall be individually responsible for his/her assigned duties and jointly responsible before the General Meeting of Shareholders and the law for the activities and decisions of the Board of Supervisors.

Chapter II

SUPERVISORS (SUPERVISORS)

Article 3. Rights, obligations and responsibilities of Supervisors

1. To comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders and professional ethics in performing the assigned rights and obligations.
2. To perform the assigned rights and obligations honestly, prudently and to the best of their ability in order to ensure the maximum legitimate interests of the Company.

3. To be loyal to the interests of the Company and its shareholders; not to abuse their position, authority, or use information, know-how, business opportunities or other assets of the Company for personal gain or for the benefit of other organizations or individuals.
4. Other obligations as prescribed by the Law on Enterprises and the Company Charter.
5. In case of violation of the provisions in Clauses 1, 2, 3 and 4 of this Article causing damage to the Company or other parties, the Supervisor must bear personal or joint liability for compensation for such damage. Any income or other benefits obtained by the Supervisor as a result of such violations must be returned to the Company.
6. In case a violation by a Supervisor in performing assigned rights and obligations is detected, it must be notified in writing to the Board of Supervisors, requesting the violating person to terminate the violation and remedy the consequences.

Article 4. Term of office and number of Supervisors

1. The Board of Supervisors shall consist of 03 members. The term of office of a Supervisor shall not exceed 05 years and Supervisors may be re-elected for an unlimited number of terms.
2. A Supervisor is not necessarily required to be a shareholder of the Company.
3. More than half of the Supervisors must reside in Vietnam.
4. In case the term of office of Supervisors expires but the new Supervisors have not yet been elected, the incumbent Supervisors shall continue to exercise their rights and obligations until the new Supervisors are elected and assume their duties.

Article 5. Standards and conditions of Supervisors

1. A Supervisor must satisfy the following standards and conditions:
 - a) Not falling under the subjects specified in Clause 2 Article 17 of the Law on Enterprises;
 - b) Having professional training in one of the following fields: economics, finance, accounting, auditing, law, business administration, or other majors relevant to the Company's business activities;
 - c) Not being a family member of members of the Board of Directors, the General Director, or other managers of the Company;
 - d) Not being a manager of the Company and not necessarily a shareholder or employee of the Company;
 - e) Not working in the accounting or finance department of the Company;
 - f) Not being a member or employee of the audit organization approved to audit the Company's financial statements during the preceding three (03) consecutive years;
 - g) Other standards and conditions as prescribed by relevant laws and the Company Charter.
2. In addition to the standards and conditions specified in Clause 1 of this Article, a Supervisor of a public company as prescribed at Point b Clause 1 Article 88 of the Law on Enterprises must not be a family member of the managers of the Company or its parent company; representatives of enterprise capital contributions or state capital representatives in the parent company and the Company.

Article 6. Head of the Board of Supervisors

1. The Head of the Board of Supervisors must hold a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration, or other majors related to the business activities of the enterprise.

2. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal or removal shall be decided based on the majority principle.
3. The rights and obligations of the Head of the Board of Supervisors shall be stipulated in the Company Charter.

Article 7. Nomination and self-nomination of Supervisors

1. A shareholder or a group of shareholders owning 10% or more of the total number of ordinary shares shall have the right to nominate candidates to the Board of Supervisors. Unless otherwise stipulated in the Company Charter, the nomination shall be conducted as follows:
 - a) Shareholders forming a group to nominate candidates to the Board of Supervisors must notify the meeting of such grouping before the opening of the General Meeting of Shareholders;
 - b) Based on the number of Supervisors to be elected, shareholders or groups of shareholders specified in this Clause may nominate one or more candidates according to the decision of the General Meeting of Shareholders. If the number of candidates nominated by shareholders or groups of shareholders is lower than the number they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other shareholders.
2. In case the number of candidates for the Board of Supervisors through nomination and self-nomination is still insufficient as prescribed in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Supervisors shall introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance and these Operating Regulations. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect Supervisors in accordance with the law.

Article 8. Method of election, dismissal and removal of Supervisors

1. The election, dismissal and removal of Supervisors fall under the authority of the General Meeting of Shareholders.
2. The election of Supervisors shall be conducted by direct and secret ballot or by other voting methods as stipulated in the Election Regulations adopted by the General Meeting of Shareholders. Accordingly, each shareholder shall select Supervisors from the list of nominated candidates. The number of votes received by each candidate shall be equal to the total number of voting shares held by such shareholder. A candidate shall be elected as a Supervisor if he/she obtains at least 51% of the total votes of shareholders attending and voting at the meeting or at least 51% of the total votes of shareholders with voting rights voting in favor, and shall be selected from the candidates receiving the highest number of votes in descending order until the required number of Supervisors is reached.

In case two (02) or more candidates receive the same number of votes for the last position of the Board of Supervisors, a re-election shall be conducted among those candidates with equal votes or selection shall be made based on the criteria stipulated in the Election Regulations or the Company's Charter.

In case of additional election or replacement of a Supervisor to ensure the minimum number of Supervisors as required by law and the Company's Charter, if the number of candidates equals the number of Supervisors to be elected, the General Meeting of Shareholders may conduct the election by open voting through raising voting cards or other voting methods as stipulated in the Election Regulations adopted by the General Meeting of Shareholders.

Article 9. Cases of dismissal or removal of Supervisors

1. The General Meeting of Shareholders shall dismiss a Supervisor in the following cases:
 - a) No longer meeting the standards and conditions as prescribed in Article 169 of the Law on Enterprises;
 - b) Submitting a resignation letter and being accepted;
 - c) Other cases as stipulated in the Company Charter.
2. The General Meeting of Shareholders shall remove a Supervisor in the following cases:
 - a) Failing to complete assigned duties and tasks;
 - b) Failing to exercise his/her rights and obligations for 06 consecutive months, except in cases of force majeure;
 - c) Repeatedly or seriously violating the obligations of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
 - d) Other cases as resolved by the General Meeting of Shareholders.

Article 10. Notification of election, dismissal and removal of Supervisors

1. Once candidates for the Board of Supervisors have been identified, the Company must disclose information relating to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may review the candidates before voting. Candidates for the Board of Supervisors must provide a written commitment on the truthfulness and accuracy of the disclosed personal information and commit to performing their duties honestly, prudently and in the best interests of the Company if elected. The disclosed information about candidates must include:
 - a) Full name, date of birth;
 - b) Professional qualifications;
 - c) Working experience;
 - d) Other managerial positions held;
 - e) Interests related to the Company and related parties of the Company;
 - f) Other information (if any) as stipulated in the Company Charter;
 - g) The Company must disclose information on companies in which the candidates hold managerial positions and any interests related to the Company (if any).
2. The notification of the results of election, dismissal or removal of Supervisors shall be conducted in accordance with the regulations on information disclosure.

Chapter III

THE BOARD OF SUPERVISORS

Article 11. Rights, obligations and responsibilities of the Board of Supervisors

1. The Board of Supervisors shall supervise the Board of Directors and the General Director in the management and administration of the Company.
2. To examine the reasonableness, legality, honesty and prudence in the management and administration of business operations; and the systematic nature, consistency and appropriateness of accounting, statistics and financial reporting.
3. To appraise the completeness, legality and truthfulness of the Company's business performance reports, annual and semi-annual financial statements, and the report evaluating

- the management activities of the Board of Directors, and submit appraisal reports at the Annual General Meeting of Shareholders. To review contracts and transactions with related persons falling under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions that require approval by the Board of Directors or the General Meeting of Shareholders.
4. To review, examine and evaluate the effectiveness and efficiency of the Company's internal control system, internal audit, risk management and early warning system.
 5. To review accounting books, accounting records and other documents of the Company, and the management and administration of the Company's operations when deemed necessary or pursuant to a resolution of the General Meeting of Shareholders or at the request of shareholders or groups of shareholders as prescribed in Clause 2 Article 115 of the Law on Enterprises.
 6. Upon request of shareholders or groups of shareholders specified in Clause 2 Article 115 of the Law on Enterprises, the Board of Supervisors shall conduct an inspection within 07 working days from the date of receiving the request. Within 15 days from the completion of the inspection, the Board of Supervisors must report on the requested matters to the Board of Directors and the requesting shareholders or shareholder group. Such inspection must not obstruct the normal operation of the Board of Directors or disrupt the Company's business operations.
 7. To recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement or improve the organizational structure for management, supervision and administration of the Company's business activities.
 8. Upon detecting that a member of the Board of Directors, the Director or the General Director has violated the provisions of Article 165 of the Law on Enterprises, the Board of Supervisors must immediately notify the Board of Directors in writing and request the violating person to cease the violation and take remedial measures.
 9. To attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company.
 10. To use independent consultants and the Company's internal audit department to perform assigned duties.
 11. The Board of Supervisors may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders.
 12. To examine specific matters relating to the management and administration of the Company upon request of shareholders.
 13. To request the Board of Directors to convene an extraordinary General Meeting of Shareholders.
 14. To replace the Board of Directors in convening a General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene the meeting as prescribed in Clause 3 Article 140 of the Law on Enterprises.
 15. To request the Chairman of the Board of Directors to convene a meeting of the Board of Directors.
 16. To review, extract and copy part or all of the declarations of the List of Related Persons and related interests as stipulated in Clauses 1 and 2 Article 164 of the Law on Enterprises.
 17. To propose and recommend that the General Meeting of Shareholders approve the list of audit firms authorized to audit the Company's financial statements; and audit firms authorized to inspect the Company's operations when deemed necessary.

18. To be responsible before shareholders for its supervisory activities.
19. To supervise the Company's financial situation and the compliance with laws by members of the Board of Directors, the General Director and other managers in their activities.
20. To ensure coordination with the Board of Directors, the General Director and shareholders.
21. Upon detecting violations of law or the Company Charter by members of the Board of Directors, the General Director or other executives, 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.
22. To formulate the Operating Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.
23. To witness the vote counting and preparation of vote counting minutes by the Board of Directors if requested by the Board of Directors when collecting written opinions of shareholders to adopt resolutions of the General Meeting of Shareholders.
24. The Head of the Board of Supervisors shall preside over the process for the General Meeting of Shareholders to elect the chairperson of the meeting in case the Chairman is absent or temporarily unable to work and the remaining members of the Board of Directors cannot elect a chairperson. In such case, the person receiving the highest number of votes shall preside over the meeting.
25. To perform other rights and obligations as prescribed by the Law on Enterprises, the Company Charter and resolutions of the General Meeting of Shareholders.

Article 12. Right to access information of the Board of Supervisors

1. Documents and information must be provided to Supervisors at the same time and in the same manner as provided to members of the Board of Directors, including:
 - a) Notices of meetings, written ballots for opinions of members of the Board of Directors and accompanying documents;
 - b) Resolutions, decisions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;
 - c) Reports of the General Director submitted to the Board of Directors or other documents issued by the Company.
2. Supervisors have the right to access files and documents of the Company kept at the head office, branches and other locations, and have the right to visit the workplaces of managers and employees of the Company during working hours.
3. The Board of Directors, members of the Board of Directors, the General Director and other managers must provide full, accurate and timely information and documents regarding management, administration and business operations of the Company at the request of a Supervisor or the Board of Supervisors.

Article 13. Responsibilities of the Board of Supervisors in convening an extraordinary General Meeting of Shareholders

1. The Board of Supervisors shall replace the Board of Directors in convening a General Meeting of Shareholders within 30 days if the Board of Directors fails to convene the meeting in the following cases:
 - a) The number of remaining members of the Board of Directors or the Board of Supervisors is fewer than the number required by law;

- b) Upon request of shareholders or groups of shareholders as prescribed in Clause 2 Article 115 of the Law on Enterprises;
 - c) When the Board of Supervisors requests the convening of an extraordinary General Meeting of Shareholders but the Board of Directors fails to do so, unless otherwise stipulated in the Company Charter.
2. If the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed, it must compensate the Company for any damages incurred.
 3. The expenses for convening and conducting the General Meeting of Shareholders as prescribed in Clause 1 of this Article shall be reimbursed by the Company.

Chapter IV

MEETINGS OF THE BOARD OF SUPERVISORS

Article 14. Meetings of the Board of Supervisors

1. The Board of Supervisors shall hold at least two (02) meetings per year. The number of attending members must be at least two-thirds (2/3) of the total number of Supervisors.
2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of the approved audit organization to attend the meeting and respond to issues requiring clarification.

Article 15. Minutes of meetings of the Board of Supervisors

Minutes of meetings of the Board of Supervisors must be prepared in a detailed and clear manner. The minute-taker and the Supervisors attending the meeting must sign the minutes. All minutes of meetings of the Board of Supervisors must be properly archived in order to determine the responsibilities of each Supervisor.

Chapter V

REPORTS AND DISCLOSURE OF INTERESTS

Article 16. Submission of annual reports

Reports of the Board of Supervisors at the Annual General Meeting of Shareholders include the following contents:

1. A report on the Company's business performance and the operational results of the Board of Directors and the General Director to be submitted to the General Meeting of Shareholders for approval at the Annual General Meeting.
2. A self-assessment report on the performance of the Board of Supervisors and each Supervisor.
3. Remuneration, operating expenses and other benefits of the Board of Supervisors and each Supervisor.
4. A summary of meetings of the Board of Supervisors and the conclusions and recommendations of the Board of Supervisors; results of supervision of the Company's operational and financial status.
5. An evaluation report on transactions between the Company, its subsidiaries and other companies in which the Company holds more than fifty percent (50%) of the charter capital, with members of the Board of Directors, the General Director and their related persons; and transactions between the Company and companies in which members of the Board of Directors were founding members or managers within the three (03) years preceding the transaction.
6. Results of supervision over the Board of Directors, the General Director and other managers.

7. Results of evaluation of coordination between the Board of Supervisors, the Board of Directors, the General Director and shareholders.
8. Proposals and recommendations to the General Meeting of Shareholders for approval of the list of approved audit organizations to audit the Company's financial statements or to inspect the Company's activities when necessary.

Article 17. Salary and other benefits

Unless otherwise stipulated in the Company Charter, the salary, remuneration, bonuses and other benefits of Supervisors shall be implemented as follows:

1. Supervisors shall receive salary, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.
2. Supervisors shall be reimbursed for reasonable expenses including accommodation, travel and the use of independent consulting services. The total remuneration and expenses must not exceed the annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the Board of Supervisors shall be recorded as business expenses of the Company in accordance with corporate income tax regulations and other relevant legal provisions and must be presented as a separate item in the Company's annual financial statements.

Article 18. Disclosure of related interests

1. Supervisors must declare to the Company their related interests, including:
 - a) Name, enterprise code, head office address, business lines of enterprises in which they act as owners or hold capital contributions or shares; and the percentage and time of ownership of such capital contributions or shares;
 - b) Name, enterprise code, head office address and business lines of enterprises in which their related persons are owners, co-owners or separately hold more than 10% of the charter capital.
2. Such declaration must be made within seven (07) working days from the date the related interest arises; any amendment or supplementation must also be notified to the Company within seven (07) working days from the date of such change.
3. Supervisors and their related persons may only use information obtained through their positions for the benefit of the Company.
4. Supervisors must notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries or companies in which the Company holds more than fifty percent (50%) of the charter capital with Supervisors or their related persons in accordance with the law. For such transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about such resolutions in accordance with securities law on information disclosure.
5. Supervisors and their related persons must not use or disclose internal information to others for conducting related transactions.

Chapter VI

RELATIONSHIPS OF THE BOARD OF SUPERVISORS

Article 19. Relationship among Supervisors

Supervisors maintain independent relationships and are not subordinate to one another; however, they coordinate and cooperate in performing common tasks to ensure the effective fulfillment of the responsibilities, rights and duties of the Board of Supervisors in accordance with the law and the Company Charter. The Head of the Board of Supervisors coordinates the overall activities of the Board of Supervisors but does not have authority to dominate or control other Supervisors.

Article 20. Relationship with the executive management

The Board of Supervisors maintains an independent relationship with the executive management of the Company and performs the function of supervising the activities of the executive management.

Article 21. Relationship with the Board of Directors

The Board of Supervisors maintains an independent relationship with the Board of Directors and performs the function of supervising the activities of the Board of Directors.

Chapter VII

IMPLEMENTATION PROVISIONS

Article 22. Effectiveness

The Operating Regulations of the Board of Supervisors of Agimexpharm Pharmaceutical Joint Stock Company, as amended and supplemented, consists of 07 chapters and 22 articles and takes effect from March 27, 2026.

ON BEHALF OF THE BOARD OF SUPERVISORS

Head of the Board



Trần Thị Thanh Hang