



AGIMEXPHARM PHARMACEUTICAL JOINT STOCK COMPANY

No. 27 Nguyen Thai Hoc St., Long Xuyen Ward, An Giang Province

Tel: 0296 3856960 Fax: 0296 3857301

Website: www.agimexpharm.com

OPERATING REGULATIONS OF THE BOARD OF DIRECTORS

March 2026

TABLE OF CONTENTS

| | |
|---|----|
| CHAPTER I: GENERAL PROVISIONS..... | 1 |
| Article 1. Scope and applicability | 1 |
| Article 2. Principles of operation of the Board of Directors | 1 |
| CHAPTER II: MEMBERS OF THE BOARD OF DIRECTORS | 1 |
| Article 3. Rights and obligations of members of the Board of Directors | 1 |
| Article 4. Right to access information of members of the Board of Directors | 2 |
| Article 5. Term of office and number of members of the Board of Directors | 2 |
| Article 6. Criteria and conditions for members of the Board of Directors | 2 |
| Article 7. Chairperson of the Board of Directors..... | 2 |
| Article 8. Dismissal, removal, replacement and addition of members of the Board of Directors | 3 |
| Article 9. Election, dismissal and removal of members of the Board of Directors | 4 |
| Article 10. Notification of election, dismissal and removal of members of the Board of Directors ... | 5 |
| CHAPTER III: THE BOARD OF DIRECTORS | 5 |
| Article 11. Rights and obligations of the Board of Directors | 5 |
| Article 12. Rights and obligations of the Board of Directors in approving and entering into contracts and transactions..... | 7 |
| Article 13. Responsibilities of the Board of Directors for convening Extraordinary General Meetings of Shareholders..... | 7 |
| Article 14. Subcommittees assisting the Board of Directors | 8 |
| CHAPTER IV: MEETINGS OF THE BOARD OF DIRECTORS..... | 8 |
| Article 15. Meetings of the Board of Directors | 8 |
| Article 16. Minutes of meetings of the Board of Directors | 9 |
| CHAPTER V: REPORTING AND DISCLOSURE OF INTERESTS | 10 |
| Article 17. Submission of annual reports..... | 10 |
| Article 18. Remuneration, bonuses, and other benefits of members of the Board of Directors | 10 |
| Article 19. Disclosure of related interests | 11 |
| CHAPTER VI: RELATIONSHIPS OF THE BOARD OF DIRECTORS | 11 |
| Article 20. Relationship among members of the Board of Directors..... | 11 |
| Article 21. Relationship with the Executive Board..... | 12 |
| Article 22. Relationship with the Board of Supervisors | 12 |
| CHAPTER VII: IMPLEMENTING PROVISIONS..... | 12 |
| Article 23. Effectiveness | 12 |

An Giang, March 27, 2026

OPERATING REGULATIONS OF THE BOARD OF DIRECTORS

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 guiding corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of several provisions 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;

The Board of Directors hereby promulgates the Operating Regulations of the Board Of Directors of Agimexpharm Pharmaceutical Joint Stock Company;

The Charter on the Board of Directors of Agimexpharm Pharmaceutical Joint Stock Company includes the following contents:

CHAPTER I: GENERAL PROVISIONS

Article 1. Scope and applicability

1. Scope: Operating Regulations of the Board of Directors stipulate the organizational structure, principles of operation, rights and obligations of the Board of Directors and its members in accordance with the provisions of the Law on Enterprises, the Company's Charter and other relevant legal regulations.

2. Applicability: This Charter applies to the Board of Directors and its members.

Article 2. Principles of operation of the Board of Directors

1. The Board of Directors operates on the principle of collective decision making. Members of the Board of Directors are individually responsible for their work and collectively responsible on behalf of the Annual General Meeting of Shareholders and the law for the resolutions and decisions of the Board concerning the Company's development.

2. The Board of Directors assigns the General Director to organize and implement the execution of the Board's resolutions and decisions.

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 are entitled to all rights prescribed under the Securities Law, relevant legislation, and the Company's Charter, including the right to access information and

documents regarding the Company's financial status and business operations, as well as those of its subsidiaries and affiliated units.

2. Members of the Board of Directors shall fulfill obligations as stipulated in the Company's Charter and the following duties:

a) Perform their responsibilities honestly, prudently, and in the best interests of shareholders and the Company;

b) Attend all the Board of Directors' meetings and provide opinions on matters under discussion;

c) Timely and fully report to the Board of Directors all remuneration received from subsidiaries, affiliates, and other organizations;

d) Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries, or other companies controlled by the Company (holding 50% or more of charter capital) with member of the Board of Directors and his/her related persons; as well as transactions between the Company and enterprises where such member of the Board of Directors has been a founding shareholder or manager within three (3) years prior to the transaction;

đ) Disclose information when trading the Company's shares in accordance with legal regulations.

Article 4. Right to access information of members of the Board of Directors

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 regarding the financial status and business operations of the Company and its units.

2. The managers requested must provide timely, complete, and accurate information and documents as required by the members of the Board of Directors. The procedures for requesting and providing information shall be stipulated in the Internal Regulations on Corporate Governance.

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

1. The Board of Directors shall consist of between 03 and 11 members. The specific number of members of the Board of Directors shall be stipulated in the Company's Charter.

2. Term of office of a member of the Board of Directors shall not exceed 05 years and such member may be re-elected for an unlimited number of terms.

3. In the event that all members of the Board of Directors simultaneously complete their term of office, such members shall continue to serve as members of the Board of Directors until new members are elected to replace them and assume their duties, unless otherwise provided in the Company's Charter.

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

1. Must not fall under the cases specified in Clause 2, Article 17 of the Law on Enterprises.

2. Must possess professional qualifications and experience in business administration or in the industry and business sectors of the Company and is not necessarily required to be a shareholder of the Company, unless otherwise provided in the Company's Charter.

3. A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors of another company.

Article 7. Chairperson of the Board of Directors

1. Chairperson of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.

2. Chairperson of the Board of Directors shall not concurrently hold the position of General Director.

3. Chairperson of the Board of Directors shall have the following rights and obligations:

- a) Formulate the program and plan of activities of the Board of Directors;
- b) Prepare agendas, contents, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervise the implementation of resolutions and decisions of the Board of Directors;
- đ) Preside over meetings of the General Meeting of Shareholders;
- e) Exercise other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.

4. In case the Chairperson of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within 10 days from the date of resignation or dismissal. In case 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 exercise the rights and obligations of the Chairperson of the Board of Directors in accordance with the principles stipulated in the Company's Charter.

If there is no authorized person or if the Chairperson of the Board of Directors passes away, is missing, is temporarily detained, is serving a prison sentence, is subject to administrative handling measures at a compulsory rehabilitation center or compulsory education institution, absconds from residence, is restricted or loses civil act capacity, faces cognitive or behavioral difficulties, or is prohibited by the Court from holding certain positions, practicing certain professions, or performing certain work, the remaining members shall elect one member to act as Chairperson of the Board of Directors by majority approval until a new decision of the Board of Directors is issued.

5. Where deemed necessary, the Board of Directors may appoint a Company Secretary. The Company Secretary shall have the following rights and obligations:

- a) Assist in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; record meeting minutes;
- b) Assist members of the Board of Directors in performing their assigned rights and obligations;
- c) Assist the Board of Directors in applying and implementing corporate governance principles;
- d) Assist the Company in building shareholder relations and protecting the lawful rights and interests of shareholders; ensuring compliance with obligations on information disclosure, transparency, and administrative procedures;
- đ) Exercise other rights and obligations as stipulated in the Company's Charter.

Article 8. Dismissal, removal, replacement and addition of members of the Board of Directors

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

- a) The member no longer meets the criteria and conditions as prescribed in Article 155 of the Law on Enterprises;
- b) The member resigns and such resignation is accepted;
- c) Other cases as stipulated in the Company's Charter.

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

a) The member fails to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;

b) Other cases as stipulated in the Company's Charter.

3. Where deemed necessary, the General Meeting of Shareholders may decide to replace, dismiss, or remove a member of the Board of Directors in addition to the cases specified in Clauses 1 and 2 of this Article.

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 the following cases:

a) Number of members of the Board of Directors decreases by more than one-third of the number stipulated in the Company's Charter. In such case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date the number of members decreases by more than one-third;

b) Except for the cases specified at Point a of this Clause, the General Meeting of Shareholders shall elect new members to replace those dismissed or removed at its nearest meeting.

Article 9. Election, dismissal and removal of members of the Board of Directors

1. A shareholder or group of shareholders holding at least 10% of the total ordinary shares shall have the right to nominate candidates for the Board of Directors. Unless otherwise provided in the Company's Charter, the nomination of candidates for the Board of Directors shall be carried out as follows:

a) Shareholders holding ordinary shares who form a group to nominate candidates for the Board of Directors must notify other shareholders attending the General Meeting of Shareholders of such grouping prior to the opening of the meeting;

b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders stipulated in this Clause shall have the right to nominate one or several candidates as determined by the General Meeting of Shareholders. In cases where the number of candidates nominated by such shareholder or group of shareholders is less than the number they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. In cases where the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced prior to the General Meeting of Shareholders voting to elect members of the Board of Directors, as prescribed by law.

3. The election of members of the Board of Directors shall be conducted by direct and secret ballot voting or other voting methods as stipulated in the Election Regulations adopted by the General Meeting of Shareholders. Accordingly, each shareholder shall select candidates for the Board of Directors from the list of nominated candidates. The number of votes cast for each candidate shall be equal to the total number of voting shares held or represented by such shareholder. A candidate shall be elected as a member of the Board of Directors when obtaining at least 51% of the total votes of all shareholders attending and voting at the meeting, or at least 51% of the total votes of all shareholders with voting rights approving, and shall be selected in descending order of votes received until the required number of members is filled.

In the event that two (02) or more candidates receive an equal number of votes for the final position on the Board of Directors, a re-election shall be conducted among the candidates with equal

votes, or the selection shall be made in accordance with the criteria specified in the Election Regulations or the Company's Charter.

In the case of an additional election or replacement of a member of the Board of Directors to ensure the minimum number of members as required by law and the Company's Charter, if the number of candidates is equal to the number of positions to be filled, the General Meeting of Shareholders may conduct the election by open voting through voting cards or other voting methods as stipulated in the Election Regulations adopted by the General Meeting of Shareholders.

4. The election, dismissal, and removal of members of the Board of Directors shall be decided by the General Meeting of Shareholders in accordance with the principle of voting.

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

1. In cases where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates at least ten (10) days prior to the opening of the General Meeting of Shareholders on the Company's website, so that shareholders may review such information before voting. Candidates for the Board of Directors must provide a written commitment regarding the accuracy and truthfulness of their disclosed personal information, and must commit to performing 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 shall include:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Employment history;
- d) Other managerial positions (including membership of the Board of Directors of other companies);
- d) Interests related to the Company and its related parties;
- e) Other information (if any) as prescribed in the Company's Charter;
- g) For public companies, disclosure must also include information on companies where the candidate currently holds a position as a member of the board of directors, other managerial positions, and any interests related to the company of the candidate for the Board of Directors (if any).

2. Notification of the results of election, dismissal or removal of members of the Board of Directors shall be carried out in accordance with regulations on 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 managing body of the Company, vested with full authority to make decisions and act on behalf of the Company in exercising its rights and performing its obligations, except for matters falling under the authority of the General Meeting of Shareholders.

2. Rights and obligations of the Board of Directors shall be stipulated by law, the Company's Charter, and the resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

- a) Decide on the Company's strategy, medium-term development plan, and annual business plan;
- b) Propose the classes of shares and the total number of shares of each class to be offered;
- c) Decide on the sale of unsold shares within the total number of shares permitted for offering of each class; decide on other forms of capital mobilization;
- d) Decide on the selling price of shares and bonds of the Company;

d) Decide on the repurchase of shares as prescribed in Clauses 1 and 2, Article 133 of the Law on Enterprises;

e) Decide on investment plans and projects within the authority and limits prescribed by law;

g) Decide on solutions for market development, marketing, and technology advancement;

h) Approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions valued at thirty-five percent (35%) or more of the total asset value recorded in the latest financial statements of the Company, unless otherwise provided in the Company's Charter, and except for contracts or transactions falling within the authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

i) Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, sign, and terminate contracts with the General Director and other key managers as stipulated in the Company's Charter; decide on the salary, remuneration, bonuses, and other benefits of such managers; designate authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies and decide on their remuneration and other benefits;

k) Supervise and direct the General Director and other managers in managing the Company's daily business operations;

l) Decide on the organizational structure and internal management regulations of the Company; decide on the establishment of subsidiaries, branches, and representative offices, as well as on capital contribution and share purchase in other enterprises;

m) Approve the agenda, content, and documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect written opinions for the adoption of resolutions by the General Meeting of Shareholders;

n) Submit audited annual financial statements to the General Meeting of Shareholders;

o) Propose the dividend payment rate; decide on the time and procedures for dividend payment or the handling of losses incurred during business operations;

p) Propose the reorganization or dissolution of the Company; request bankruptcy proceedings for the Company;

q) Decide on promulgation of the Regulation on the Operation of the Board of Directors, and the Internal Regulation on Corporate Governance after approval by the General Meeting of Shareholders; decide on promulgation of the Regulation on the Operation of the Audit Committee under the Board of Directors and the Company's Information Disclosure Regulation;

r) Perform other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other legal regulations, and the Company's Charter.

3. The Board of Directors shall pass resolutions and decisions by voting at meetings, by collecting written opinions, or by other forms as stipulated in the Company's Charter. Each member of the Board of Directors shall have one vote.

4. In cases where a resolution or decision of the Board of Directors contravenes the provisions of law, resolutions of the General Meeting of Shareholders, or the Company's Charter and causes damage to the Company, the members who voted in favor of such resolution or decision shall be jointly and severally liable for the resolution or decision and must compensate the Company for any resulting damage. Members who voted against such resolution or decision shall be exempt from liability. In such cases, shareholders of the Company shall have the right to request a court to suspend or annul the implementation of such resolution or decision.

Article 12. Rights and obligations of the Board of Directors in approving and entering into contracts and transactions

1. The Board of Directors shall approve contracts and transactions valued at less than thirty-five percent (35%) of the total asset value stated in the latest financial statements of the Company, or other smaller ratios or values as stipulated in the Company's Charter, or transactions that result in a total transaction value arising within twelve (12) months from the date of the first transaction being less than thirty-five percent (35%) of such total asset value, between the Company and any of the following parties:

- Members of the Board of Directors, Supervisors, the General Director, other managers, and their related persons;
- Shareholders or authorized representatives of shareholders owning more than ten percent (10%) of the total number of ordinary shares of the Company, and their related persons;
- Enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises.

2. The representative of the Company signing the contract or transaction must notify the members of the Board of Directors and Supervisors of the related parties involved in such contract or transaction and attach a draft contract or the principal contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notice, unless otherwise stipulated in the Company's Charter. Members of the Board of Directors who have related interests in the parties to the contract or transaction shall not have the right to vote.

Article 13. Responsibilities of the Board of Directors for convening Extraordinary General Meetings of Shareholders

1. The Board of Directors must convene an Extraordinary General Meeting of Shareholders in the following cases:

- a) When the Board of Directors deems it necessary for the benefit of the Company;
- b) When the number of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number required by law;
- c) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Law on Enterprises; the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, bearing the signatures of the relevant shareholders, or compiled from multiple written requests that collectively contain sufficient signatures of the relevant shareholders;
- d) At the request of the Board of Supervisors;
- d) In other cases as prescribed by law and the Company's Charter.

2. Convening an Extraordinary General Meeting of Shareholders

The Board of Directors must convene the General Meeting of Shareholders within sixty (60) days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors, or Supervisors falls below the minimum number required by the Company's Charter, or upon receipt of a request as specified in 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 a list of shareholders entitled to attend the meeting;
- b) Provide information and handle complaints related to the list of shareholders;
- c) Develop the agenda and contents of the meeting;

d) Prepare the meeting materials;

đ) Draft the resolutions of the General Meeting of Shareholders in accordance with the expected agenda; and compile the list and detailed information of candidates in cases where members of the Board of Directors or the Board of Supervisors are to be elected;

e) Determine the time and venue of the meeting;

g) Send the meeting notice to each shareholder entitled to attend in accordance with the Law on Enterprises;

h) Carry out other tasks necessary for the meeting.

Article 14. Subcommittees assisting the Board of Directors

1. The Board of Directors may establish subcommittees under its authority to be in charge of development policy, human resources, remuneration, internal audit, and risk management. The number of members of each subcommittee shall be determined by the Board of Directors, with a minimum of three (03) members, 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 the majority of the subcommittee, and one of them shall be appointed as the Chairperson of the subcommittee by the decision of the Board of Directors. The subcommittees shall operate in compliance with the regulations of the Board of Directors. Resolutions of a subcommittee shall be valid only when approved by a majority of the members present and voting at the subcommittee meeting.

2. The implementation of decisions of the Board of Directors or of its subcommittees must comply with the applicable laws, the Company's 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 within seven (07) working days from the date of completion of the Board election. This meeting shall be convened and chaired by the member receiving the highest number or percentage of votes. In the event that more than one member receives an equal highest number or percentage of votes, the members shall vote by majority to select one among them to convene the meeting.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings as necessary.

3. The Chairperson of the Board of Directors shall convene a meeting of the Board in the following cases:

a) At the request of the Board of Supervisors or an independent member of the Board of Directors;

b) At the request of the General Director or at least five (05) other managers;

c) At the request of at least two (02) members of the Board of Directors;

d) Other cases as stipulated in the Company's Charter.

4. The requests referred to in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues for discussion, and matters to be decided by the Board of Directors.

5. The Chairperson of the Board of Directors must convene a meeting within seven (07) working days from the date of receipt of a valid request as specified in Clause 3 of this Article. If the Chairperson fails to convene the meeting as requested, he/she shall be responsible for any resulting

damages to the Company, and the requester shall have the right to convene the meeting in place of the Chairperson.

6. The Chairperson or the convener of the meeting must send a notice of invitation at least three (03) working days prior to the meeting date. The notice must specify the time, venue, agenda, and issues to be discussed and decided upon, accompanied by relevant documents and voting ballots.

The meeting invitation may be sent by written notice, telephone, fax, electronic means, or any other method as prescribed in the Company's Charter, ensuring delivery to the registered contact address of each member of the Board of Directors.

7. The Chairperson or convener shall also send the invitation and relevant documents to the Supervisors in the same manner as for the Board members.

Supervisors have the right to attend meetings of the Board of Directors and to participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors shall be valid when at least three-fourths (3/4) of the total members are present. If the quorum is not met, a second meeting may be convened within seven (07) days from the scheduled date of the first meeting, and such meeting shall be valid if attended by more than one-half (1/2) of the Board members.

9. A member of the Board of Directors shall be deemed to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote on his/her behalf as prescribed in Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic means;
- d) Sending a written voting ballot to the meeting by mail, fax, or email;
- đ) Sending the voting ballot by other means (as stipulated in the Company's Charter).

10. In case of sending a voting ballot by mail, it must be placed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than one (01) hour before the meeting begins. The ballots shall only be opened in the presence of all attendees.

11. Members are required to attend all meetings of the Board of Directors. A member may authorize another person to attend and vote on his/her behalf if approved by the majority of the Board members.

12. Resolutions and decisions of the Board of Directors shall be passed when approved by a majority (over 50%) of the members present. In the event of a tie, the final decision shall follow the opinion of the Chairperson of the Board of Directors.

Article 16. Minutes of meetings of the Board of Directors

1. Meetings of the Board of Directors must be recorded in written minutes and may also be recorded or stored in other electronic forms. The minutes shall be prepared in Vietnamese and may also be made in English, containing the following principal details:

- a) The company's name, head office address, and enterprise registration number;
- b) Time and venue of the meeting;
- c) Purpose, agenda, and contents of the meeting;
- d) Full names of members attending or authorized to attend the meeting and their form of attendance; names of members who did not attend and their reasons for absence;
- đ) Matters discussed and voted on during the meeting;

e) Summary of opinions expressed by each attending member in the order of the meeting's proceedings;

g) Voting results, specifying members who voted to approve, disapprove, or had no opinion;

h) Matters approved and corresponding voting ratios;

i) Full names and signatures of the chairperson and the recorder, except as provided in Clause 2 of this Article.

2. In case the chairperson or the recorder refuses to sign the minutes, the minutes shall remain valid if signed by all other attending members of the Board of Directors and contain all details as stipulated in Points a, b, c, d, đ, e, g, and h, Clause 1 of this Article.

3. The chairperson, the recorder, and the persons who sign the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the Board of Directors meeting.

4. Minutes of the meeting and all documents used during the meeting must be kept at the Company's head office.

5. The minutes prepared in both Vietnamese and English shall have equal legal validity. In case of any discrepancies between the two versions, the Vietnamese version 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) The Company's business performance report;

b) The financial statements;

c) The report on management and administration of the Company;

d) The appraisal report of the Board of Supervisors.

2. The reports specified in Points a, b, and c, Clause 1 of this Article must be sent to the Board of Supervisors for appraisal no later than 30 days before the opening date of the Annual General Meeting of Shareholders, unless otherwise provided in the Company's Charter.

3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervisors, and the audit report must be kept at the Company's head office no later than 10 days before the opening date of the annual General Meeting of Shareholders, unless the Company's Charter stipulates a longer period. Shareholders who have continuously held shares of the Company for at least one year shall have the right, either personally or together with a licensed lawyer, accountant, or auditor, 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 the Company's business results and performance efficiency.

2. Members of the Board of Directors are entitled to work on remuneration and bonuses. Work remuneration shall be calculated based on the number of working days required to fulfill the duties of each member and the daily remuneration rate. The Board of Directors shall determine the remuneration level for each member on 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 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 reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors who holds an executive position, serves on committees of the Board of Directors, or performs tasks beyond the ordinary duties of a Board member may receive additional remuneration in the form of lump-sum payment, salary, commission, profit percentage, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or its committees.

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company with the approval of the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of laws or the Company's Charter by members of the Board of Directors.

Article 19. Disclosure of related interests

Unless otherwise provided with stricter requirements in the Company's Charter, the disclosure of interests and related persons of the Company shall be carried out as follows:

1. Members of the Board of Directors must declare to the Company their related interests, including:

a) The name, enterprise code, head office address, and business lines of any enterprise in which they hold contributed capital or shares; the ownership ratio and the time of ownership of such capital contribution or shares;

b) The name, enterprise code, head office address, and business lines of any enterprise in which their related persons jointly or individually own contributed capital or shares accounting for more than 10% of the charter capital.

2. The declaration prescribed in Clause 1 of this Article must be made within seven (07) working days from the date the related interest arises. Any amendment or supplementation must be notified to the Company within seven (07) working days from the date of such change.

3. A member of the Board of Directors, acting in his/her own name or on behalf of another person, in any form of business within the scope of the Company's operations, must disclose the nature and content of such business to the Board of Directors and may only carry it out with the approval of the majority of the remaining members of the Board of Directors. If the member fails to declare or to obtain such approval, all income generated from that 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 one of coordination. Members are responsible for keeping each other informed of relevant matters during the performance of their assigned duties.

2. While handling assigned tasks, the member who is primarily responsible must proactively coordinate with other members when the matter relates to the areas under their responsibility. In case of differing opinions among members, the member in charge shall report to the Chairperson of the Board of Directors for consideration and decision within his/her authority or organize a meeting or collect written opinions from members of the Board of Directors in accordance with laws, the Company's Charter, and this Regulation.

3. In the event of reassignment among members of the Board of Directors, the members involved must hand over related work, records, and documents. The handover must be made in writing and reported to the Chairperson of the Board of Directors.

Article 21. Relationship with the Executive Board

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

Article 22. Relationship with the Board of Supervisors

1. The relationship between the Board of Directors and the Board of Supervisors is one of coordination. Their working relationship is based on the principles of equality and independence, while maintaining close coordination and mutual support in the performance of their respective duties.

2. Upon receiving inspection minutes or summary reports from the Board of Supervisors, the Board of Directors is responsible for reviewing them and directing the relevant departments to promptly develop and implement corrective actions.

CHAPTER VII: IMPLEMENTING PROVISIONS

Article 23. Effectiveness

The Operating Regulations of the Board of Directors of Agimexpharm Pharmaceutical Joint Stock Company, as amended and supplemented, consists of 07 chapters and 23 articles and takes effect from March 27, 2026.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRWOMAN



PHARM. PHAM THI BICH THUY