



COMPARISON TABLE

CURRENT INTERNAL CORPORATE GOVERNANCE REGULATIONS AND DRAFT AMENDED AND SUPPLEMENTED INTERNAL CORPORATE GOVERNANCE REGULATIONS

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| INTRODUCTION | | |
| - 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 Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; - <u>Pursuant to Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, Law on Public-Private Partnership Investment, Law on Investment, Law on Housing, Law on Bidding, Law on Electricity, Law on Enterprises, Law on Special Consumption Tax and Law on Civil Judgment Enforcement;</u> - <u>Pursuant to the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;</u> | <i>Supplement and update according to current legal regulations and annul expired legal bases.</i> |
| - 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; | - Keep unchanged | |
| - 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; | - 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; - <u>Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government amending and supplementing a number of articles of 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;</u> | <i>Supplement and update according to current legal regulations and annul expired legal bases.</i> |
| - Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate | - Keep unchanged | |

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| 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 on Organization and Operation of Nha Be Water Supply Joint Stock Company (hereinafter referred to as the "Company"); | - Pursuant to the Charter on Organization and Operation of Nha Be Water Supply Joint Stock Company (hereinafter referred to as the "Company"); | <i>Update according to the current Charter of Nha Be Water Supply Joint Stock Company.</i> |
| - Resolution No. 01/NQ-CNNB-DHDCD dated April 21, 2022 of the 2022 Annual General Meeting of Shareholders of Nha Be Water Supply Joint Stock Company. | - Resolution No. .../NQ-CNNB-DHDCD dated .../.../..... of the Annual General Meeting of Shareholders of Nha Be Water Supply Joint Stock Company. | <i>Resolution of the General Meeting of Shareholders adopting the internal corporate governance regulations.</i> |
| <p style="text-align: center;">Chapter I</p> <p style="text-align: center;">GENERAL PROVISIONS</p> <p style="text-align: center;">Article 1. Scope of regulation and subjects of application</p> | | |
| 1. This regulation is developed in accordance with the provisions of the Law on Enterprises, the Law on Securities, the Charter and other documents as mentioned in the Basis section above. | 1. Keep unchanged | |
| 2. Scope of regulation: This regulation provides for contents regarding the role, rights and obligations of the General Meeting of Shareholders, the Board of Directors, the Director and other Executives; the order and procedures for holding the General Meeting of Shareholders; nomination, candidacy, election, dismissal and removal of members of the Board of Directors, the Supervisory Board, the Director, other Executives and other activities in accordance with the Company's Charter and other current legal regulations. | 2. Keep unchanged. | |

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| 3. Subjects of application: This regulation applies to members of the Board of Directors, the Supervisory Board, the Director, other Executives and related persons. | 3. Keep unchanged. | |
| Article 2. Organizational and management structure of the Company | | |
| The organizational and management structure of the Company is implemented according to the following model: | The organizational and management structure of the Company is organized and operated according to the following model: | Add the concept of the General Meeting of Shareholders as the highest decision-making body, clearly defining the scope of authority of the General Meeting of Shareholders in accordance with the law and the Company's Charter. |
| 1. General Meeting of Shareholders | 1. General Meeting of Shareholders: <u><i>Is the highest decision-making body of the Company, having the authority to decide on matters within its jurisdiction according to the provisions of law and the Company's Charter.</i></u> | |
| 2. Board of Directors: Is the management body of the Company, having full authority to act on behalf of the Company to decide on and exercise the rights and obligations of the Company, except for those rights and obligations within the jurisdiction of the General Meeting of Shareholders. | 2. Keep unchanged. | |
| 3. Supervisory Board: Is the body performing the task of supervising the Board of Directors and the Director in the management and administration of the Company and is accountable to the General Meeting of Shareholders for the performance of assigned tasks. | 3. Keep unchanged. | |

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| <p>4. Director and other Executives: The Director is the legal representative responsible for managing the daily business operations of the Company; subject to the supervision and management of the Board of Directors and accountable to the Board of Directors and before the law for the exercise of assigned rights and obligations.</p> <p>Upon the proposal of the Director and with the approval of the Board of Directors, the Company may employ other Executives including Deputy Directors, Chief Accountant and other personnel as approved by the Board of Directors who have appropriate qualifications and competence and are organized with tasks and powers in accordance with this Regulation.</p> | <p>4. Director and other Executives: The Director is the legal representative responsible for managing the daily business operations of the Company; subject to the supervision and management of the Board of Directors and accountable to the Board of Directors and <u>individually responsible under the law for damages to the enterprise due to a breach of assigned rights and obligations.</u></p> <p>Upon the proposal of the Director and with the approval of the Board of Directors, the Company may employ other Executives including Deputy Directors, Chief Accountant and other personnel as approved by the Board of Directors who have appropriate qualifications and competence and are organized with tasks and powers in accordance with this Regulation.</p> | <p>Adjust the personal liability of the legal representative according to the provisions in Clause 4, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15.</p> |
| <p style="text-align: center;">Chapter II</p> <p style="text-align: center;">GENERAL MEETING OF SHAREHOLDERS</p> <p style="text-align: center;">Article 3. Role, rights and obligations of the General Meeting of Shareholders</p> | | |
| <p>1. The General Meeting of Shareholders includes all shareholders with voting rights, is the highest decision-making body of the Company and has the rights and obligations prescribed in Article 138 of the Law on Enterprises, the Company's Charter and this Regulation.</p> | <p>1. The General Meeting of Shareholders includes all shareholders with voting rights, is the highest decision-making body of the Company and has the rights and obligations prescribed in Article 138 of the Law on Enterprises, <u>the Law on Securities</u>, the Company's Charter and this Regulation.</p> | <p>Supplement the Law on Securities because Nha Be Water Supply Joint Stock Company is a listed company; the rights and obligations of shareholders and the General Meeting of Shareholders are stipulated in the Law on Securities: Rights of minority shareholders, Information disclosure obligations, Authority to</p> |

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| | | approve matters affecting the interests of investors. |
| 2. Contents adopted in previous Resolutions of the General Meeting of Shareholders that have not been implemented must be reported by the Board of Directors to the General Meeting of Shareholders at the nearest annual meeting. In case of changes to contents falling under the decision-making authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders for approval at the nearest meeting before implementation. | 2. Keep unchanged | |
| Article 4. Meetings of the General Meeting of Shareholders | | |
| 1. The Board of Directors, the Supervisory Board, a shareholder or a group of shareholders authorized to convene a meeting must comply with and fully implement the order and procedures for convening the General Meeting of Shareholders in accordance with the Law on Enterprises, the Company's Charter and this Regulation. | 1. Keep unchanged | |
| 2. The Board of Directors, the Supervisory Board, a shareholder or a group of shareholders authorized to convene a meeting shall arrange the agenda, arrange the venue and a reasonable time so that shareholders can attend, discuss and vote on each issue in the agenda of the General Meeting of Shareholders in accordance with Clause 5, Article 140 of the Law on Enterprises. | 2. Keep unchanged | |
| 3. Depending on conditions and practical situations, the Company will consider applying modern information technology so that shareholders can attend and express their opinions at the General Meeting of Shareholders via online meetings, electronic voting or other electronic forms. The application of information technology, if any, will be announced and detailed instructions | 3. Depending on conditions and practical situations, the Company will consider applying modern information technology so that shareholders can attend and express their opinions at the General Meeting of Shareholders via online meetings, electronic voting or other electronic forms. The application of information technology, if any, will be announced and detailed instructions provided in advance to shareholders entitled to attend the meeting and carried out according to the Regulations | Supplement to clarify the case where the Company applies the Online General Meeting of Shareholders and electronic voting because the Company already has |

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| provided in advance to shareholders entitled to attend the meeting. | <u>on Online General Meeting of Shareholders and Electronic Voting of the Company approved by the General Meeting of Shareholders.</u> | Regulations on Online General Meeting of Shareholders and electronic voting. |
| 4. Members of the Board of Directors and members of the Supervisory Board must attend the annual General Meeting of Shareholders to answer questions from shareholders at the meeting (if any); in case of force majeure preventing attendance, the members of the Board of Directors and the Supervisory Board must report in writing to the Board of Directors and the Supervisory Board. If the audit report of the Company's annual financial statements contains material exceptions, adverse opinions or disclaimers of opinion, the Company must invite a representative of the approved audit organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders, and the representative of such approved audit organization is obliged to attend the Company's annual General Meeting of Shareholders. | 4. Keep unchanged. | |
| Article 5. Order and procedures for holding the General Meeting of Shareholders to adopt resolutions by voting at the General Meeting of Shareholders | | |
| 1. Authority to convene a meeting of the General Meeting of Shareholders: The Board of Directors, the Supervisory Board, a shareholder or a group of shareholders according to regulations has the authority to convene the annual and extraordinary General Meeting of Shareholders according to the provisions in the Company's Charter. | 1. Authority to convene a meeting of the General Meeting of Shareholders: a. The Board of Directors convenes the annual General Meeting of Shareholders once a year and within four (04) months from the end of the financial year. The Board of Directors may decide to extend the annual General Meeting of Shareholders if necessary, but not exceeding 06 months from the end of the financial year. b. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of the Company's Charter. | More specific regulations on the authority to convene a General Meeting of Shareholders meeting according to Article 140 of the Law on Enterprises 2020 - (*) Specifically, personal legal documents according to Point c, Clause 1, Article 1 of the Law amending and |

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| | <p>c. The Supervisory Board convenes an extraordinary General Meeting of Shareholders according to the provisions in Point b, Clause 4, Article 14 of the Company's Charter.</p> <p>d. A shareholder or a group of shareholders convenes an extraordinary General Meeting of Shareholders according to the provisions in Point c, Clause 4, Article 14 of the Company's Charter. <u>This request to convene the General Meeting of Shareholders must be in writing and must include the following contents: full name, contact address, nationality, number of personal legal documents for a shareholder who is an individual including: ID Card, Citizen Identity Card, Passport, other legal personal authentication documents; (*) name, enterprise code or number of legal documents of the organization, head office address for a shareholder that is an organization; number of shares and date of registration of shares of each shareholder, total number of shares of the whole group of shareholders and ownership ratio in the total number of shares of the company, basis and reason for requesting to convene the General Meeting of Shareholders. Attached to the request to convene a meeting must be documents and evidence on the violations of the Board of Directors, the extent of the violation or on the decision exceeding its authority. The shareholder or group of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of the General Meeting of Shareholders. (**)</u></p> | <p>supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15</p> <p>- (**) Clause 18, Article 1 of Law No. 76/2025/QH15</p> |
| | <p>2. The person convening the General Meeting of Shareholders must carry out the following tasks:</p> <p>a. Prepare a list of shareholders eligible to attend and vote at the Company's General Meeting of Shareholders;</p> <p>b. Prepare the meeting agenda and contents;</p> <p>c. Prepare documents for the meeting;</p> | <p>- Supplement according to the provisions in Clause 5, Article 140 of the Law on Enterprises 2020 to specify the tasks to be performed when</p> |

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| | <ul style="list-style-type: none"> d. Draft the resolution of the General Meeting of Shareholders according to the expected contents of the meeting; e. Determine the time and venue of the meeting; f. Announce and send meeting invitations to the General Meeting of Shareholders to all shareholders entitled to attend; g. Other activities serving the meeting. | <p>convening the General Meeting of Shareholders.</p> <p>- Adjust the clause due to the addition of Clause 2, Article 5.</p> |
| <p>2. Prepare the list of shareholders entitled to attend the General Meeting of Shareholders</p> <ul style="list-style-type: none"> a. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on the Register of securities owners provided by the Vietnam Securities Depository and Clearing Corporation and shall be compiled no earlier than ten (10) working days before the date of sending the invitation to the General Meeting of Shareholders. | <p>3. Prepare the list of shareholders entitled to attend the General Meeting of Shareholders:</p> <ul style="list-style-type: none"> a. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on the Register of securities owners provided by the Vietnam Securities Depository and Clearing Corporation and shall be compiled no later than ten (10) working days before the date of sending the invitation to the General Meeting of Shareholders. | <p>- Adjust according to the provisions in Clause 21, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15</p> <p>- Adjust the clause due to the addition of Clause 2, Article 5</p> |
| <ul style="list-style-type: none"> b. The list of shareholders entitled to attend the General Meeting of Shareholders must include full name, contact address (as registered by the shareholder), nationality, number of Citizen Identity Card/Identity Card/Passport or other legal personal authentication for a shareholder who is an individual; name, head office address, number of establishment decision or enterprise code for a shareholder that is an organization; number of shares of each class, number and date of registration of each shareholder. | <ul style="list-style-type: none"> b. Keep unchanged. | |
| <ul style="list-style-type: none"> c. Shareholders have the right to inspect, search, extract, and copy the name and contact address of shareholders in the list of shareholders entitled to attend the General Meeting of Shareholders; request the correction of erroneous | <ul style="list-style-type: none"> c. Keep unchanged. | |

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| <p>information or supplementation of necessary information about themselves in the list of shareholders entitled to attend the General Meeting of Shareholders. The Company manager must promptly provide information in the shareholder register, amend and supplement erroneous information upon the request of the shareholder; bear responsibility to compensate for damages arising from failure to provide or failure to provide in a timely and accurate manner the information in the shareholder register upon request. The order and procedures for requesting the provision of information in the shareholder register are implemented as follows:</p> <ul style="list-style-type: none"> i. The requester submits a written request to the Director to provide information, clearly stating: (i) the document, information to be provided and (ii) the reason for requesting the provision of information. This document must be simultaneously sent to the Chairman of the Board of Directors and the Head of the Supervisory Board for information. The request for information must ensure the principle: The content of the requested information falls within the scope of duties and powers of the Board of Directors according to the provisions of law and the Company's Charter; ii. The Director is responsible for processing the request to provide information and responding as soon as possible to the requester. The requester has the obligation to keep confidential the confidential information, if any, and bear self-responsibility for the use of the information provided; | | |
| <p>d. The Company must disclose information regarding the closing of the list of shareholders entitled to attend the General Meeting of</p> | <p>- <u>Keep unchanged.</u></p> | <p>More specific regulations on the notification and</p> |

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| Shareholders at least twenty (20) days prior to the last registration date. | | disclosure of information regarding the closing of the list of shareholders entitled to attend the General Meeting of Shareholders at least according to the provisions in Clause 3, Article 10 and Clause 4, Article 11 of Circular 96/2020/TT-BTC. |
| <p>3. Notice of invitation to the General Meeting of Shareholders:</p> <p>a. The notice of invitation to the General Meeting of Shareholders must be sent to all shareholders in the list of shareholders entitled to attend and simultaneously disclosed on the information media of the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading, and on the Company's website. The notice of meeting of the General Meeting of Shareholders must be sent by the convener to the shareholders at least twenty-one (21) days before the date of the General Meeting of Shareholders (calculated from the date the notice is validly sent or dispatched, postage paid or dropped in the mailbox).</p> <p>b. The notice of invitation to the General Meeting of Shareholders must include the name, head office address, enterprise code; full name, contact address of the shareholder, time, venue of the meeting and other requirements for the attendee, if any.</p> <p>c. The notice of invitation to the General Meeting of Shareholders may be delivered by hand or sent by</p> | <p>4. Notice of invitation to the General Meeting of Shareholders:</p> <p>Keep unchanged</p> | Adjust the clause due to the addition of Clause 2, Article 5. |

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| <p>registered mail to the shareholder's registered address, or to the address provided by the shareholder for the purpose of sending information. In case a shareholder has notified the Company in writing of a fax number or email address, the meeting notice may be sent to that fax number or email address. In case the shareholder is an employee working in the Company, the notice may be placed in a sealed envelope and delivered by hand to them at the workplace.</p> <p>d. The meeting agenda of the General Meeting of Shareholders and documents related to the matters to be voted on at the meeting are sent to the shareholders or/and posted on the Company's website. In case the documents are not attached to the notice of the General Meeting of Shareholders, the notice of invitation must clearly state the website address so that shareholders can access and download the documents, including:</p> <ul style="list-style-type: none"> i. Meeting agenda, documents used in the meeting; ii. List and detailed information of candidates in case of electing members of the Board of Directors, Supervisors; iii. Voting ballot; iv. Form designating an authorized representative to attend the meeting; v. Draft resolution for each issue in the meeting agenda. | | |
| <p>4. Agenda and contents of the General Meeting of Shareholders:</p> <ul style="list-style-type: none"> a. The person convening the General Meeting of Shareholders must prepare the meeting agenda and contents and carry out the tasks as prescribed in the Company's Charter. | <p>5. Agenda and contents of the General Meeting of Shareholders:</p> <ul style="list-style-type: none"> a. Keep unchanged b. Keep unchanged. | <p>Adjust the clause due to the addition of Clause 2, Article 5.</p> |

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| <p>b. A shareholder or group of shareholders holding from 5% of the total ordinary shares has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than 03 working days before the opening date. The proposal must clearly state the name of the shareholder, permanent address, nationality, number of Citizen Identity Card/Identity Card/Passport or other legal personal authentication for a shareholder who is an individual; name, enterprise code or number of establishment decision, head office address for a shareholder that is an organization; number of shares of each class of the shareholder, and the proposed issue to be included in the meeting agenda.</p> | | |
| <p>c. The person convening the General Meeting of Shareholders must accept and include the proposal specified in Point b, Clause 4, Article 5 herein into the expected meeting agenda and contents, except for the cases specified in Point d, Clause 4, Article 5 below; the proposal shall be officially added to the meeting agenda and contents if approved by the General Meeting of Shareholders.</p> | <p>c. The person convening the General Meeting of Shareholders must accept and include the proposal specified in <u>Point b, Clause 5, Article 5</u> herein into the expected meeting agenda and contents, except for the cases specified in <u>Point d, Clause 5, Article 5</u> below; the proposal shall be officially added to the meeting agenda and contents if approved by the General Meeting of Shareholders.</p> | <p>Adjust Point b, Clause 5, Article 5 and Point d, Clause 5, Article 5 due to the adjustment of adding Clause 2, Article 5.</p> |
| <p>d. In case the person convening the General Meeting of Shareholders rejects the proposal specified in Point b, Clause 4, Article 5 herein, they must reply in writing and clearly state the reason at least 02 (two) working days prior to the opening date of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only reject the proposal if it falls into one of the following cases:</p> | <p>d. In case the person convening the General Meeting of Shareholders rejects the proposal specified in <u>Point b, Clause 5, Article 5</u> herein, they must reply in writing and clearly state the reason at least 02 (two) working days prior to the opening date of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only reject the proposal if it falls into one of the following cases:</p> <p>i. The proposal is not sent in accordance with the provisions in <u>Point b, Clause 5, Article 5</u> above;</p> | <p>Adjust Point b, Clause 5, Article 5 due to the adjustment of adding Clause 2, Article 5.</p> |

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| <ul style="list-style-type: none"> i. The proposal is not sent in accordance with the provisions in Point b, Clause 4, Article 5 above; ii. The proposed issue does not fall under the decision-making authority of the General Meeting of Shareholders; iii. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed; iv. Other cases prescribed by the Company's Charter and the law, if any. | <ul style="list-style-type: none"> ii. The proposed issue does not fall under the decision-making authority of the General Meeting of Shareholders; iii. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of ordinary shares as prescribed; iv. Other cases prescribed by the Company's Charter and the law, if any. | |
| <p>5. Authorization for a representative to attend the General Meeting of Shareholders:</p> <ul style="list-style-type: none"> a. A shareholder, or an authorized representative of a shareholder that is an organization, may directly attend the meeting, or authorize in writing one or more other individuals or organizations to attend and vote directly at the meeting. | <p>6. Authorization for a representative to attend the General Meeting of Shareholders:</p> <ul style="list-style-type: none"> a. Keep unchanged. | <p>Adjust the clause due to the addition of Clause 2, Article 5.</p> |
| <ul style="list-style-type: none"> b. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form and must be signed and used in accordance with the following provisions: <ul style="list-style-type: none"> i. The power of attorney is made in accordance with the civil law, which clearly states the information of the authorized individual or organization, the number of authorized shares, the content, scope, and duration of the authorization; ii. The authorized individual or organization must present and submit the valid power of attorney when registering to attend the meeting before entering the meeting room. In the case of sub-authorization, the | <ul style="list-style-type: none"> b. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form and must be signed and used in accordance with the following provisions: <ul style="list-style-type: none"> i. The power of attorney is made in accordance with the civil law, which clearly states the information of the authorized individual or organization, the number of authorized shares, the content, scope, and duration of the authorization, <u>with the signature clearly stating the full name and affixed with a seal (if it is an organization) of the authorizing party and the authorized party;</u> ii. Keep unchanged. | <p>Add the requirement that the power of attorney must be sealed if the authorizing party/authorized party is an organization to ensure the legal validity of the power of attorney.</p> |

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| <p>meeting attendee must additionally present the original power of attorney (containing the content of sub-authorization to a third party) of the shareholder, or the authorized representative of the shareholder that is an organization (if not previously registered with the Company).</p> | | |
| <p>c. Except where the law stipulates otherwise, or in case a valid notice of one of the events below has been sent to the Company before the opening time of the General Meeting of Shareholders or before the meeting is reconvened, the voting ballot of the authorized attendee within the scope of authorization remains valid when:</p> <ul style="list-style-type: none"> i. The authorizing person has died, has limited civil act capacity, or has lost civil act capacity; ii. The authorizing person has canceled the designation of authorization; iii. The authorizing person has canceled the authority of the person performing the authorization. | <p>c. Keep unchanged.</p> | |
| <p>6. Method of registration to attend the General Meeting of Shareholders:</p> <p>a. Shareholders or Authorized Persons may register to attend the General Meeting of Shareholders by phone, fax, or email, but must still bring and present the meeting invitation, personal identification documents, power of attorney, and other necessary related documents to the meeting organizing committee to register at the venue of the meeting.</p> | <p>7. Method of registration to attend the General Meeting of Shareholders:</p> <p>a. Keep unchanged.</p> | <p>Adjust the clause due to the addition of Clause 2, Article 5.</p> |
| <p>b. Prior to the opening of the meeting, the Company must carry out the shareholder registration procedures and must perform the registration until all shareholders entitled to</p> | <p>b. Prior to the opening of the meeting, the Company must carry out the shareholder registration procedures and must perform the</p> | <p>Add "or a valid electronic voting method (if applying the</p> |

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| <p>attend the meeting are fully registered according to the following order:</p> <ul style="list-style-type: none"> i. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card and/or a voting ballot, which records the registration number, the full name of the shareholder, the full name of the authorized representative, and the number of votes of that shareholder; ii. A shareholder, or an authorized representative of a shareholder that is an organization, or an authorized person who arrives to attend the General Meeting of Shareholders after the opening of the meeting has the right to register immediately and subsequently has the right to participate and vote at the meeting right after registration. The Chairperson is not responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of the voting rounds conducted before the late-arriving shareholders attend shall not be affected. | <p>registration until all shareholders entitled to attend the meeting are fully registered according to the following order:</p> <ul style="list-style-type: none"> i. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card and/or a voting ballot <u>or a valid electronic voting method (if applying the electronic form)</u>, which records the registration number, the full name of the shareholder, the full name of the authorized representative, and the number of votes of that shareholder; ii. Keep unchanged. | <p>electronic form)" in case the Company applies electronic voting.</p> |
| <p>7. Conditions for conducting the General Meeting of Shareholders</p> <ul style="list-style-type: none"> a. A meeting of the General Meeting of Shareholders shall be conducted when the number of attending shareholders represents at least 65% of the voting shares. | <p>8. Conditions for conducting the General Meeting of Shareholders</p> <ul style="list-style-type: none"> a. Keep unchanged. | <p>Adjust the clause due to the addition of Clause 2, Article 5.</p> |
| <ul style="list-style-type: none"> b. In case the first meeting fails to meet the conditions prescribed in Point a, Clause 7, Article 5, the notice of invitation to the second meeting must be sent within 30 days from the scheduled date of the first meeting. The reconvened General Meeting of Shareholders shall only be conducted when the attending members are shareholders | <ul style="list-style-type: none"> b. In case the first meeting fails to meet the conditions prescribed in <u>Point a, Clause 8, Article 5</u>, the notice of invitation to the second meeting must be sent within 30 days from the scheduled date of the first meeting. The reconvened General Meeting of Shareholders shall only be conducted when the attending members are shareholders and authorized representatives representing at least 51% of the voting shares. | <p>Adjust to Point a, Clause 8, Article 5 due to the adjustment of adding Clause 2, Article 5.</p> |

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| and authorized representatives representing at least 51% of the voting shares. | | |
| c. In case the second meeting fails to meet the conditions for conducting the meeting as prescribed in Point b, Clause 7, Article 5, the notice of invitation to the third meeting must be sent within twenty (20) days from the scheduled date of the second meeting. In this case, the meeting shall be conducted regardless of the total number of voting shares held by attending shareholders, shall be considered valid, and shall have the right to decide on all issues slated for approval at the first General Meeting of Shareholders. | c. In case the second meeting fails to meet the conditions for conducting the meeting as prescribed in <u>Point b, Clause 8, Article 5</u> , the notice of invitation to the third meeting must be sent within twenty (20) days from the scheduled date of the second meeting. In this case, the meeting shall be conducted regardless of the total number of voting shares held by attending shareholders, shall be considered valid, and shall have the right to decide on all issues slated for approval at the first General Meeting of Shareholders. | Adjust to Point b, Clause 8, Article 5 due to the adjustment of adding Clause 2, Article 5. |
| 8. Forms of adopting resolutions of the General Meeting of Shareholders: The General Meeting of Shareholders shall adopt resolutions within its authority in the form of voting at the meeting. | 9. Forms of adopting resolutions of the General Meeting of Shareholders: The General Meeting of Shareholders shall adopt resolutions within its authority in the form of voting at <u>an in-person meeting, an online meeting, or an in-person meeting combined with an online meeting.</u> | <p>- Based on Articles 6 and 7 of this internal corporate governance regulation, which stipulate the order and procedures for adopting resolutions in writing and via in-person meetings combined with online meetings.</p> <p>- Adjust the clause due to the addition of Clause 2, Article 5.</p> |
| | 10. Election of Chairperson, Secretary, and Vote Counting Committee a. The Chairman of the Board of Directors shall act as the Chairperson <u>or authorize another member of the Board of Directors to act as the Chairperson</u> of a General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated from working, the remaining members of the Board of Directors shall elect one among them to chair the meeting on a | Add Clause 10 to specify details on the election of the Chairperson, Secretary, and Vote Counting Committee according to the provisions in Article 146 |

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| | <p>majority principle. In case no Chairperson is elected, the Head of the Supervisory Board shall steer the General Meeting of Shareholders to elect a meeting Chairperson among the attendees, and the person with the highest number of votes shall chair the meeting;</p> <p>b. Except for the cases specified in Point a, Clause 10 of this Article, the person signing the notice convening the General Meeting of Shareholders shall steer the General Meeting of Shareholders to elect a meeting Chairperson, and the person with the highest number of votes shall be elected to chair the meeting;</p> <p>c. The Chairperson appoints one or more persons as meeting Secretaries with the following duties:</p> <ul style="list-style-type: none"> i. Accurately and fully record the contents of the General Meeting; ii. Receive requests to speak from shareholders/delegates; iii. Prepare the Meeting Minutes and draft the Resolution of the General Meeting of Shareholders; iv. Assist the Chairperson in disclosing information related to the General Meeting of Shareholders and notifying shareholders in accordance with legal regulations and the Company's Charter; v. Other duties as requested by the Chairperson. <p>d. The General Meeting of Shareholders elects one or more persons to the Vote Counting Committee upon the proposal of the meeting Chairperson, with the following duties:</p> <ul style="list-style-type: none"> i. Disseminate the principles, rules, and instructions on voting methods; | <p>and Point e, Clause 5, Article 149 of the Law on Enterprises 2020 and Clause 2, Article 20 of the Charter. However, the Charter only stipulates generally, so Viet Capital Law firm proposes to supplement in detail the rights and obligations of the secretary and vote counting committee for the Company to consider.</p> |

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| | <ul style="list-style-type: none"> ii. Check and record voting ballots, prepare the vote counting minutes, announce the results; transfer the minutes to the Chairperson to approve the voting results; iii. Promptly notify the voting results to the Secretary; iv. Review and report to the General Meeting cases of violating voting rules or complaints about voting results. | |
| <p>9. Voting method</p> <p>a. The General Meeting of Shareholders discusses and votes on each issue in the meeting agenda. Voting shall be conducted by casting approval, disapproval, and no opinion votes. When voting at the General Meeting, the approval votes for a resolution shall be collected first, the disapproval votes shall be collected later, and finally the total number of approval or disapproval votes shall be counted to make a decision. The total number of approval, disapproval, blank, or invalid votes for each issue shall be announced by the Chairperson after the voting on that issue is conducted.</p> | <p>11. Voting method</p> <p>a. Keep unchanged</p> | <p>Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |
| <p>b. Voting card</p> <p>i. The Voting card is used for voting contents such as: Approving the personnel of the Chairperson, the Secretariat, the Vote Counting Committee; the working agenda of the General Meeting; the Regulation on participation in nomination and candidacy; the List of nominations and candidates; the Election rules; the Minutes, the Resolution of the General Meeting, and a number of discussion contents arising directly at the General Meeting and approved by the General Meeting of Shareholders;</p> | <p>b. Voting card</p> <p>i. Keep unchanged</p> <p>ii. Shareholders vote by raising the Voting card under the direction of the Chairperson to collect voting opinions according to the options of Agree (approve) or Disagree (disapprove) or No opinion. <u>In case a shareholder does not raise the voting card during all three voting rounds of approval, disapproval, or no opinion on an issue, it shall be considered as an approval vote for that issue. In case a delegate raises the voting card more than one (01) time when voting for approval, disapproval, or no opinion on an issue, it shall be considered an invalid vote. According</u></p> | <p>- Supplement additional cases regarding voting by raising the Voting card.</p> <p>- Propose adding item iii in case of applying voting via electronic form.</p> |

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| <p>ii. Shareholders vote by raising the Voting card under the direction of the Chairperson to collect voting opinions according to the options of Agree (approve) or Disagree (disapprove) or No opinion</p> | <p><u>to the voting method by raising the voting card, the Delegate Eligibility Checking Committee/Vote Counting Committee shall check the shareholders and the corresponding number of voting shares of each delegate who approves, disapproves, has no opinion, and has an invalid vote.</u></p> <p>iii. <u>In case the General Meeting of Shareholders is held in the form of an online meeting or applying an electronic voting method, voting by card may be replaced by an electronic voting method or other lawful methods in accordance with the law, the Company's Charter, and this Regulation (*)</u></p> | |
| <p>c. Voting ballot:</p> <p>i. Shareholders vote via Voting ballots for the contents (except for the issues voted by Voting cards) by crossing "X" or checking "✓" in the "Agree", "Disagree", or "No opinion" box for each content stated in the Voting ballot;</p> <p>ii. An invalid Voting ballot is a Voting ballot not issued by the Company; containing added contents, information, other symbols, etc. without the Chairperson's request; a Voting ballot that is crossed out, erased, torn, or not intact in its contents. A Voting ballot that does not clearly show the shareholder's opinion, does not mark any opinion, or marks two or more opinions for a content requiring a vote shall render the voting portion for that content invalid;</p> <p>iii. In a Voting ballot, the contents to be voted on are independent of each other. The invalidity of the</p> | <p>c. Voting ballot:</p> <p>i. Keep unchanged</p> <p>ii. Keep unchanged</p> <p>iii. Keep unchanged</p> <p>iv. Keep unchanged;</p> <p>v. <u>In case a shareholder or an authorized person has registered to attend the General Meeting but for important reasons cannot be present until the end of the General Meeting agenda, that shareholder must return the Voting ballot containing votes on issues requiring opinions to the Organizing Committee before leaving. If any shareholder does not return the Voting ballot to the Vote Counting Committee for one or a number of contents, the voting portion corresponding to that content shall be determined as "no opinion" and shall not be counted in the total number of approval or disapproval votes when determining the voting results.</u></p> <p>vi. Keep unchanged</p> | <p>- Item v is not consistent with the provisions of Article 148 of the Law on Enterprises 2020 and violates the principle of voluntariness. According to Article 148 of the Law on Enterprises 2020 which stipulates shareholders "attending and voting". In case a shareholder does not submit the ballot, it is considered as not participating in voting/having no opinion.</p> |

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| <p>voting portion for one content will not affect the validity of other contents;</p> <p>iv. In case a shareholder votes by mistake or the Voting ballot is no longer intact, the shareholder may contact the Organizing Committee to be reissued a new Voting ballot and must submit the old Voting ballot;</p> <p>v. In case a shareholder has registered to attend the General Meeting but for important reasons cannot be present until the end of the General Meeting agenda, that shareholder must return the Voting ballot containing votes on issues requiring opinions to the Organizing Committee before leaving. If any shareholder does not return the Voting ballot to the Vote Counting Committee, it shall be deemed that the shareholder agrees with the issues requiring opinions;</p> <p>vi. The voting time is counted from when the Chairperson or the Head of the Vote Counting Committee announces the start of voting until no shareholder/shareholder representative casts a vote into the ballot box.</p> | <p>vii. <u>When voting is conducted by electronic voting or other electronic forms: for each content, the delegate shall choose one of the three options "Approve", "Disapprove", "No opinion" which are put to vote at the General Meeting and installed in the electronic voting system. Afterwards, the delegate shall confirm the vote for the electronic voting system to record the result. (*)</u></p> | <p>- Propose supplementing the content of item vii, (*)</p> |
| <p>d. Election ballot:</p> <p>i. Election ballots are used in the case of electing members of the Board of Directors and Supervisors. The election of members of the Board of Directors and Supervisors is carried out by cumulative voting. Accordingly, each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or</p> | <p>d. Keep unchanged</p> | |

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| <p>the Supervisory Board. A shareholder has the right to cast all of their votes for one candidate or divide their votes to elect candidates of their choice with a different number of votes, provided that the total number of votes cast for those candidates does not exceed the total number of votes they possess;</p> <p>ii. The Board of Directors details the election method according to the cumulative voting method for the General Meeting of Shareholders to conduct the election;</p> <p>iii. The elected person is determined by the number of votes calculated from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached;</p> <p>iv. In case there are 02 or more candidates with the same number of votes and it is necessary to eliminate some to reach the required number of members, a re-election shall be conducted among the candidates with the equal number of votes to select, and the elected person is the one with the higher number of votes;</p> <p>v. In case after the second election, the number of votes is still equal, priority shall be given to selecting the person holding a higher number of shares in Nha Be Water Supply Joint Stock Company. If these candidates hold an equal number of shares, it shall be based on other criteria such as: professional qualifications, achievements, working seniority, ... to make a selection.</p> | | |
| 10. Method of counting votes and announcing the vote counting results at the General Meeting of Shareholders: The General | 12. Method of counting votes and announcing the vote counting results at the General Meeting of Shareholders: The General Meeting of Shareholders | - Supplementing the Vote counting minutes |

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| <p>Meeting of Shareholders elects the persons responsible for counting votes or supervising the vote counting upon the proposal of the Chairperson. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairperson. The Vote Counting Committee is responsible for preparing a minutes recording the number of Approval, Disapproval, No opinion, Invalid votes of the General Meeting of Shareholders for each voting issue to report to the Chairperson. The Vote Counting Committee or the Chairperson shall announce the vote counting results for each issue after the voting is conducted.</p> | <p>elects the persons responsible for counting votes or supervising the vote counting upon the proposal of the Chairperson. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairperson. The Vote Counting Committee is responsible for preparing a minutes recording the number of Approval, Disapproval, No opinion, Invalid votes of the General Meeting of Shareholders for each voting issue to report to the Chairperson. <u>The vote counting minutes must bear the signatures of the members of the Vote Counting Committee and be kept in accordance with the law.</u> The Vote Counting Committee or the Chairperson shall announce the vote counting results for each issue after the voting is conducted.</p> <p><u>In case the General Meeting of Shareholders applies electronic or online voting method, the Vote Counting Committee is responsible for supervising the aggregation of voting results from the electronic system and preparing the corresponding Vote counting minutes (*)</u></p> | <p>according to the provisions in Point e, Clause 5, Article 149 of the Law on Enterprises must have the full name and signature of the vote counter.</p> <p>- Propose supplementing content for Nha Be Company to consider (*)</p> <p>- Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |
| <p>11. Conditions for the Resolution of the General Meeting of Shareholders to be passed</p> <p>a. A resolution is passed if approved by the number of attending shareholders representing at least 75% of the total voting shares of all shareholders or via Authorized representatives attending and voting at the meeting for the following contents:</p> <p>i. Class of shares and total number of shares of each class;</p> <p>ii. Change, supplement of business lines and areas;</p> <p>iii. Change of the organizational and management structure of the Company;</p> <p>iv. Investment project or sale of assets valued at or greater than 35% of the total asset value recorded in</p> | <p>13. Conditions for the Resolution of the General Meeting of Shareholders to be passed</p> <p>a. Keep unchanged.</p> | <p>- Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |

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| <p>the most recent financial statements of the Company;</p> <p>v. Reorganization or dissolution of the Company;</p> <p>vi. Amendment and supplement to the Charter on Organization and Operation of the Company.</p> | | |
| <p>b. Resolutions are passed when approved by the number of attending shareholders representing at least 65% of the total voting shares of all shareholders or via Authorized representatives attending and voting at the meeting approve, except for the other cases specified in point a and point e, clause 11, Article 5 herein and clauses 3, 4, and 6, Article 148 of the Law on Enterprises.</p> | <p>b. Resolutions are passed when approved by the number of attending shareholders representing at least 65% of the total voting shares of all shareholders or via Authorized representatives attending and voting at the meeting approve, except for the other cases specified in <u>point a and point e, clause 13, Article 5</u> herein and clauses 3, 4, and 6, Article 148 of the Law on Enterprises.</p> | <p>- Adjust Point a and e, Clause 13, Article 5 due to the adjustment of adding Clause 2, Article 5 and Clause 10, Article 5</p> <p>-</p> |
| <p>c. Resolutions of the General Meeting of Shareholders are passed by 100% of the total voting shares and are lawful and effective even if the order and procedures for passing such resolutions are not implemented exactly as prescribed by the Law on Enterprises and the Company's Charter.</p> | <p>c. Keep unchanged.</p> | |
| <p>d. A resolution of the General Meeting of Shareholders regarding contents that adversely change the rights and obligations of preference shareholders shall only be passed if approved by preference shareholders of the same class attending the meeting who own 75% or more of the total preference shares of that class.</p> | <p>d. Keep unchanged.</p> | |
| <p>e. The election of members of the Board of Directors and the Supervisory Board must be carried out by cumulative voting as prescribed in point d, clause 9, Article 5 of this Regulation.</p> | <p>e. The election of members of the Board of Directors and the Supervisory Board must be carried out by cumulative voting as prescribed in <u>point d, clause 11, Article 5 of this Regulation.</u></p> | <p>Adjust point d, clause 11, Article 5 due to the adjustment of adding Clause 2, Article 5 and Clause 10, Article 5</p> |

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| <p>12. Method of objecting to Resolutions of the General Meeting of Shareholders</p> <p>a. Within ninety (90) days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results to collect opinions of the General Meeting of Shareholders, a Shareholder or a group of shareholders holding from five percent (5%) of the total ordinary shares has the right to request a Court or an Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:</p> <p>i. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders were not implemented exactly according to the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in point c, clause 11, Article 5 of this Regulation;</p> | <p>14. Method of objecting to Resolutions of the General Meeting of Shareholders</p> <p>a. Within ninety (90) days from the date of receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results to collect opinions of the General Meeting of Shareholders, a Shareholder or a group of shareholders holding from five percent (5%) of the total ordinary shares has the right to request a Court or an Arbitration to consider and cancel the resolution or a part of the content of the resolution of the General Meeting of Shareholders in the following cases:</p> <p>i. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders were not implemented exactly according to the provisions of the Law on Enterprises and the Company's Charter, except for the case specified in <u>point c, clause 13, Article 5 of this Regulation</u>;</p> | <p>- Adjust point c, clause 13, Article 5 due to the adjustment of adding Clause 2, Article 5 and Clause 10, Article 5</p> <p>- Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |
| <p>ii. The content of the resolution violates the law or the Company's Charter.</p> | <p>ii. Keep unchanged.</p> | |
| <p>b. In case the resolution of the General Meeting of Shareholders is canceled according to the decision of a Court or an Arbitration, the person convening the General Meeting of Shareholders whose resolution was canceled may consider reorganizing an extraordinary General Meeting of Shareholders within thirty (30) days from the date the cancellation decision takes legal effect according to the order and procedures prescribed in the Law on Enterprises, the Company's Charter, and this Regulation.</p> | <p>b. Keep unchanged.</p> | |
| <p>c. In case a shareholder or group of shareholders requests a Court or an Arbitration to cancel a resolution of the</p> | <p>c. Keep unchanged.</p> | |

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| <p>General Meeting of Shareholders as prescribed, that resolution remains legally effective for implementation until the cancellation decision of the Court or Arbitration takes legal effect, except in the case where provisional emergency measures are applied according to the decision of a competent authority.</p> | | |
| <p>13. Minutes of the General Meeting of Shareholders</p> <p>a. The General Meeting of Shareholders must be minuted and may be audio recorded or recorded and stored in other electronic forms, and must contain the following main contents:</p> <ul style="list-style-type: none"> i. Name, head office address, enterprise code; ii. Time and venue of the General Meeting of Shareholders; iii. Agenda and contents of the meeting; iv. Full names of the Chairperson and Secretary; v. Summary of the meeting proceedings and speeches at the General Meeting of Shareholders on each issue within the meeting agenda; vi. Number of shareholders and total number of voting shares of the attending shareholders, an appendix of the list of registered shareholders, and representatives of shareholders attending the meeting with the corresponding number of shares and number of votes; vii. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approval, disapproval, and no opinion | <p>15. Minutes of the General Meeting of Shareholders</p> <p>Keep unchanged.</p> | <p>Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |

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| <p>votes; the corresponding ratio to the total number of votes of attending shareholders;</p> <p>viii. Passed decisions and corresponding passing voting ratios.</p> <p>ix. Full names and signatures of the Chairperson and the Secretary. In case the Chairperson or the Secretary refuses to sign the meeting minutes, the minutes are effective if signed by all other members of the Board of Directors attending the meeting and containing full contents as prescribed. The meeting minutes shall clearly state the Chairperson's or Secretary's refusal to sign the meeting minutes.</p> | | |
| <p>b. The minutes shall be made in Vietnamese and may additionally be made in English. The minutes in Vietnamese and in English have equal legal validity. In case of discrepancies between the Vietnamese and English versions, the content of the Vietnamese version shall apply.</p> | | |
| <p>c. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairperson and Secretary, or the other persons signing the meeting minutes, must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.</p> | | |
| <p>d. The minutes of the General Meeting of Shareholders are considered authentic evidence of the activities carried out at the General Meeting of Shareholders, unless objections to the contents of the minutes are raised in accordance with the prescribed procedures within ten (10) days from the time they are published on the Company's website and such objections are approved by the person authorized to sign the meeting minutes.</p> | | |

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| <p>14. Disclosure of the Minutes and Resolutions of the General Meeting of Shareholders</p> <p>The Meeting Minutes, Resolutions of the General Meeting of Shareholders, the appendix of the list of shareholders registering to attend with the signatures of the shareholders, the power of attorney to attend the meeting, and documents attached to the minutes, resolutions, and meeting notices (if any) must be disclosed on the Company's website within twenty-four (24) hours from the conclusion of the meeting, concurrently reported to the State Securities Commission and the Stock Exchange in accordance with regulations, and archived at the Company's head office, and may be sent to all shareholders within fifteen (15) days from the conclusion of the meeting.</p> | <p>16. Keep unchanged.</p> | <p>Adjust the clause due to the addition of Clause 2, Article 5 and Clause 10, Article 5</p> |
| Article 6. Order and procedures for holding the General Meeting of Shareholders to pass resolutions in the form of collecting written opinions | | |
| <p>1. Cases where written opinions are not collected: Except for the annual General Meeting of Shareholders, which must be organized and pass resolutions by voting at the meeting, the Board of Directors has the right to organize the collection of shareholders' written opinions to pass resolutions of the General Meeting of Shareholders when it deems necessary for the benefit of the Company.</p> | <p>1. Keep unchanged</p> | |
| <p>2. The order and procedures for the General Meeting of Shareholders to pass resolutions in the form of collecting written opinions are implemented according to the provisions in Article 22 of the Company's Charter.</p> | <p>2. Keep unchanged.</p> | |
| Article 7. Order and procedures for holding the General Meeting of Shareholders to pass resolutions in the form of an online meeting | | |
| <p>The organization of the General Meeting of Shareholders to pass resolutions in the form of an online meeting shall be considered and applied by the Company provided that technical conditions allow and do not incur unreasonable costs. The application of information</p> | <p>Keep unchanged</p> | |

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| technology and the organization of the General Meeting of Shareholders to pass resolutions in the form of an online meeting, if any, will be announced and detailed instructions provided in the meeting documents supplied in advance to eligible shareholders based on the principle of complying with the Charter and the legal regulations in effect at the time of organizing the General Meeting of Shareholders. | | |
| Article 8. Order and procedures for holding the General Meeting of Shareholders to pass resolutions in the form of an in-person meeting combined with an online meeting | | |
| The organization of the General Meeting of Shareholders to pass resolutions in the form of an in-person meeting combined with an online meeting shall be considered and applied by the Company provided that technical conditions allow and do not incur unreasonable costs. The application of information technology and the organization of the General Meeting of Shareholders to pass resolutions in the form of an in-person meeting combined with an online meeting, if any, will be announced and detailed instructions provided in the meeting documents supplied in advance to eligible shareholders based on the principle of complying with the Charter and the legal regulations in effect at the time of organizing the General Meeting of Shareholders. | Keep unchanged | |
| <p style="text-align: center;">CHAPTER III</p> <p style="text-align: center;">BOARD OF DIRECTORS</p> <p style="text-align: center;">Article 9. Role, rights and obligations of the Board of Directors, responsibilities of members of the Board of Directors</p> | | |
| 1. The Board of Directors is the management body of the Company, having full authority to act on behalf of the Company to decide on and exercise the rights and obligations of the Company, except for those rights and obligations within the jurisdiction of the General Meeting of Shareholders. | 1. Keep unchanged. | |

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| 2. The Board of Directors has the rights and obligations prescribed in the Company's Charter and the Operating Regulations of the Board of Directors. | 2. Keep unchanged. | |
| 3. Members of the Board of Directors have the following rights and responsibilities: | 3. Members of the Board of Directors have the following rights and responsibilities: | |
| <ul style="list-style-type: none"> a. Require the Director and other Executives in the Company to provide information and documents on the financial situation and business operations of the Company and its units. The requested person must promptly, fully, and accurately provide information and documents as requested by members of the Board of Directors. The order and procedures for requesting information provision are implemented in accordance with this Regulation. b. Perform their duties honestly, carefully for the best interests of shareholders and the Company; disclose related interests, do not use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals. c. Fully attend meetings of the Board of Directors and give opinions on the issues raised for discussion. d. Promptly and fully report to the Board of Directors the remuneration received from subsidiaries, affiliated companies, and other organizations; e. Report and disclose information when conducting transactions of the company's shares in accordance with the law. f. Report to the Board of Directors at the nearest meeting the transactions between the Company, subsidiaries, companies controlled by the public company with 50% or more of charter capital, and members of the Board of | Keep unchanged. | |

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| <p>Directors and their related persons; transactions between the Company and companies in which members of the Board of Directors are founding members or enterprise managers within the last 03 years prior to the transaction time.</p> <p>g. Other rights and responsibilities in accordance with the law.</p> | | |
| | <p>4. <u><i>Each independent member of the company's Board of Directors must prepare an assessment report on the operation of the Board of Directors.</i></u></p> | <p>- Supplemented according to Clause 80, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025</p> <p>- Adjust the clause due to the addition of Clause 4, Article 9</p> |
| Article 10. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors | | |
| 1. The term and number of members of the Board of Directors shall comply with the provisions in the Company's Charter. | 1. Keep unchanged | |
| 2. Structure, standards and conditions of members of the Board of Directors: Members of the Board of Directors must meet the conditions and standards prescribed in the Company's Charter, the Operating Regulations of the Board of Directors, and in addition must possess good moral character, honesty, integrity, awareness of law compliance, and good health to perform the assigned tasks. | 2. Keep unchanged | |
| 3. Nomination and candidacy for members of the Board of Directors | <p>3. Nomination and candidacy for members of the Board of Directors</p> <p>a. Keep unchanged</p> | |

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| <p>a. A shareholder or a group of shareholders holding ordinary shares has the right to nominate candidates for the Board of Directors according to the following ratios:</p> <ul style="list-style-type: none"> i. From 5% to under 10% may nominate one (01) candidate; ii. From 10% to under 30% may nominate up to two (02) candidates; iii. From 30% to under 40% may nominate up to three (03) candidates; iv. From 40% to under 50% may nominate up to four (04) candidates; v. From 50% to under 60% may nominate up to five (05) candidates; vi. From 60% to under 70% may nominate up to six (06) candidates; vii. From 70% to under 80% may nominate up to seven (07) candidates; viii. From 80% to under 90% may nominate up to eight (08) candidates. | | |
| <p>b. The dossier for participation in candidacy and nomination of members of the Board of Directors includes:</p> <ul style="list-style-type: none"> i. Application for candidacy (nomination) to join the Board of Directors (according to the form issued by the Company enclosed with the documents of the General Meeting of Shareholders); ii. Curriculum vitae declared by the candidate (according to the form issued by the Company enclosed with the documents of the General | <p>b. Keep unchanged</p> | |

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| <p>Meeting of Shareholders), which must include at least the following contents:</p> <ul style="list-style-type: none"> - Full name, day, month, year of birth; - Educational level; - Professional qualifications; - Working process; - Companies in which the candidate is holding the position of a member of the Board of Directors and other managerial titles; - Interests related to the Company (if any); - Full name of the shareholder or group of shareholders nominating that candidate (if any); - Other information (if any). <p>iii. Valid power of attorney for nomination (in case a shareholder authorizes another person to nominate);</p> <p>iv. Valid copies of documents: Identity card or citizen identification card or passport, permanent or temporary residence book, degrees certifying educational level and professional qualifications;</p> <p>v. List declaring persons related to the candidate (according to the form issued by the Company enclosed with the documents of the General Meeting of Shareholders).</p> | | |
| <p>c. The dossier for participation in candidacy and nomination must be sent to the Organizing Committee of the General Meeting at least one (01) working day before the opening date of the General Meeting of Shareholders. In case candidates for the Company's Board of Directors have been identified in advance, information related to the candidates must be published at least 10 days prior</p> | <p>c. Keep unchanged</p> | |

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| <p>to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting; a candidate for the Board of Directors must make a written commitment on the truthfulness and accuracy of the published personal information and must commit to performing tasks honestly, carefully, and for the best interests of the company if elected as a member of the Board of Directors.</p> | | |
| <p>d. The Company is responsible for disclosing information about the companies in which the candidate is holding the position of a member of the Board of Directors, other managerial titles, and interests related to the company of the candidate for the Board of Directors (if any).</p> | <p>d. The Company is responsible for disclosing information about the companies in which the candidate is holding the position of a member of the Board of Directors, other managerial titles, and interests related to the company of the candidate for the Board of Directors (if any). <u>Information related to the candidate for the Board of Directors to be disclosed includes:</u></p> <ul style="list-style-type: none"> i. <u>Full name, day, month, year of birth;</u> ii. <u>Professional qualifications;</u> iii. <u>Working process;</u> iv. <u>Other managerial titles (including titles in the Board of Directors of other companies);</u> v. <u>Interests related to the company and related parties of the company;</u> vi. <u>Other information (if any) as prescribed in the company's Charter.</u> | <p>Supplemented according to Clause 1, Article 274 of Decree No. 155/2020/ND-CP</p> |
| | <p>4. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors may introduce additional candidates or organize the nomination in accordance with the company's Charter and the Internal corporate governance regulations. The introduction of additional candidates by the 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.</p> | <p>- Supplemented Clause 4 according to Point b, Clause 1, Article 140 and Article 115 of the Law on Enterprises 2020 in case the number of candidates is insufficient as prescribed.</p> |

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| | | - Adjust the clause due to the addition of Clause 4, Article 10 |
| <p>4. Method of electing members of the Board of Directors</p> <p>a. The method of electing members of the Board of Directors and the method of determining the elected persons shall be implemented according to the provisions in point d, clause 9, Article 5 of this Regulation.</p> <p>b. In case of electing only one additional member of the Board of Directors and there is only one candidate running for or nominated to the Board of Directors, the General Meeting of Shareholders may conduct the additional election by voting using Voting cards as prescribed in point b, point c, clause 9, Article 5 of this Regulation instead of Election ballots. This will be carried out if the General Meeting of Shareholders agrees to the above method.</p> | <p>5. Method of electing members of the Board of Directors</p> <p>e. The method of electing members of the Board of Directors and the method of determining the elected persons shall be implemented according to the provisions in <u><i>point d, clause 11, Article 5 of this Regulation</i></u>.</p> <p>f. In case of electing only one additional member of the Board of Directors and there is only one candidate running for or nominated to the Board of Directors, the General Meeting of Shareholders may conduct the additional election by voting using Voting cards as prescribed in <u><i>point b, point c, clause 11, Article 5 of this Regulation</i></u> instead of Election ballots. This will be carried out if the General Meeting of Shareholders agrees to the above method.</p> | <p>- Adjust point d, Clause 11, Article 5 and point b, c, Clause 11, Article 5 due to the adjustment of adding Clause 2, Article 5 and Clause 10, Article 5</p> <p>- Adjust the clause due to the addition of Clause 4, Article 10</p> |
| <p>5. Cases of dismissal, removal, and supplementation of members of the Board of Directors: comply with the provisions in the Company's Charter, the Operating Regulations of the Board of Directors</p> | <p>6. Cases of dismissal, removal, and supplementation of members of the Board of Directors:</p> <p>a. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:</p> <p>i. Not meeting the standards and conditions as prescribed in Article 155 of the Law on Enterprises;</p> <p>ii. Having a resignation letter which is approved;</p> <p>iii. Other cases as prescribed in the Company's Charter.</p> <p>b. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:</p> <p>i. Failure to participate in activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;</p> <p>ii. Other cases as prescribed in the Company's Charter.</p> | <p>- Detailed regulations according to the provisions in Article 160 of the Law on Enterprises 2020</p> <p>- Adjust the clause due to the addition of Clause 4, Article 10</p> |

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| | <ul style="list-style-type: none"> c. When deemed necessary, the General Meeting of Shareholders shall decide to replace a member of the Board of Directors; dismiss or remove a member of the Board of Directors in cases other than those prescribed in point a and point b of this clause. d. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members to the Board of Directors in case the number of members of the Board of Directors is reduced by more than one third of the number prescribed in the Company's Charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one third; e. In the case prescribed in point d, clause 5 of this Article, the General Meeting of Shareholders shall elect new members to replace the dismissed or removed members of the Board of Directors at the nearest meeting. | |
| <p>6. Notice on the election, dismissal, and removal of members of the Board of Directors: The Company must disclose extraordinary information within 24 hours from the occurrence of events related to the change, new appointment, reappointment, or removal of members of the Board of Directors and provide the State Securities Commission and the Stock Exchange with the information disclosure profile of the new members of the Board of Directors according to regulations.</p> | <p>7. Keep unchanged.</p> | <p>Adjust the clause due to the addition of Clause 4, Article 10</p> |
| <p>7. Election, removal, and dismissal of the Chairman of the Board of Directors: The election, removal, and dismissal of the Chairman of the Board of Directors shall comply with the provisions in the Company's Charter.</p> | <p>8. Keep unchanged.</p> | <p>Adjust the clause due to the addition of Clause 4, Article 10</p> |
| <p align="center">Article 11. Remuneration and other benefits of Members of the Board of Directors</p> | | |

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| Members of the Board of Directors are entitled to receive remuneration and other benefits, if any, which shall be implemented in accordance with the provisions in the Company's Charter and the decision of the General Meeting of Shareholders. | Keep unchanged. | |
| Article 12. Order and procedures for holding meetings of the Board of Directors | | |
| 1. Number of meetings of the Board of Directors: The Board of Directors may hold regular or extraordinary meetings. Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors when deemed necessary, but must be held at least one (01) time per quarter. | 1. Keep unchanged. | |
| 2. The Chairman of the Board of Directors shall be elected in the first meeting of the Board of Directors within 07 working days from the end date 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. In case there is more than one member with the highest and equal number of votes or voting ratio, the members shall vote according to the majority principle to select 01 person among them to convene the meeting of the Board of Directors. | 2. Keep unchanged. | |
| 3. Cases requiring extraordinary meetings of the Board of Directors to be convened: The Chairman of the Board of Directors shall convene extraordinary meetings in the cases prescribed in the Company's Charter. | 3. Keep unchanged. | |
| 4. Notice of meetings of the Board of Directors a. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must prepare the agenda, time, venue, and chair the meetings of the Board of Directors. b. The notice of the meeting of the Board of Directors must be sent in advance to the members of the Board of | 4. Keep unchanged. | |

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| <p>Directors at least three (03) working days before holding the meeting. The notice of the meeting of the Board of Directors must contain full information about the agenda, time, venue, accompanied by necessary documents on issues to be discussed and voted on at the meeting, and voting ballots for members of the Board of Directors who cannot attend the meeting. The meeting invitation notice shall be sent by post, fax, email, or other means, but must ensure it reaches the address of each member of the Board of Directors registered with the Company.</p> <p>c. The meeting invitation notice and accompanying documents must be sent to the Supervisors in the same manner as to the members of the Board of Directors.</p> | | |
| <p>5. Right to attend meetings of the Board of Directors of members of the Supervisory Board: Members of the Supervisory Board have the right to attend meetings of the Board of Directors; have the right to discuss but cannot vote.</p> | <p>5. Keep unchanged.</p> | |
| <p>6. Conditions for holding meetings of the Board of Directors:</p> <p>a. Meetings of the Board of Directors shall only be conducted and pass decisions when at least three-quarters (3/4) of the members of the Board of Directors attend the meeting or through a valid representative (authorized person) according to the provisions of this Regulation.</p> <p>b. In case there is an insufficient number of members attending the meeting as prescribed in point a, clause 6 of this Article, the meeting must be reconvened within seven (07) days from the intended date of the first meeting. The reconvened meeting shall be conducted if more than half (1/2) of the members of the Board of Directors attend the meeting in person or through a representative.</p> | <p>6. Keep unchanged.</p> | |

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| <p>c. Forms of holding meetings of the Board of Directors:</p> <p>i. In-person meeting;</p> <p>ii. Online meeting or other similar forms: A meeting of the Board of Directors may be organized in the form of a conference among the members of the Board of Directors when all or some of the members with the right to attend the meeting are at different locations, provided that each member participating in the meeting can:</p> <ul style="list-style-type: none"> - Hear each other member participating speaking during the meeting; - Speak to all other attending members simultaneously. <p>Discussions among the members may be conducted directly via phone or by other means of communication or a combination of all these methods. A member of the Board of Directors participating in such a meeting is considered "present" at that meeting. The venue of the meeting organized under this regulation is the location where the largest group of members of the Board of Directors gathers, or if there is no such group, the location where the Chairman of the meeting is present.</p> <p>Decisions passed in an online meeting that is properly organized and conducted shall be effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.</p> | | |

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| <p>7. Voting method</p> <p>a. Except for the provisions in point b below, each member of the Board of Directors or person directly authorized attending in person at the meeting of the Board of Directors shall have one vote.</p> | <p>7. Voting method</p> <p>a. Keep unchanged.</p> | |
| <p>b. A member of the Board of Directors is not allowed to vote on contracts, transactions, or proposals in which that member or a person related to that member has an interest and that interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum quorum required to be present to hold a meeting of the Board of Directors regarding decisions on which that member has no right to vote.</p> | <p>b. Keep unchanged.</p> | |
| <p>c. Subject to the provisions in point d below, when an issue arises in a meeting of the Board of Directors relating to the interests of a member of the Board of Directors or relating to the voting rights of a member, and those issues are not resolved by the voluntary relinquishment of the voting rights of the related member of the Board of Directors, those arising issues shall be forwarded to the Chairman of the meeting for decision. The ruling of the Chairman relating to this issue is the final decision unless the nature or scope of the interests of the related member of the Board of Directors has not been fully disclosed.</p> | <p>c. Subject to the provisions in point d below, when an issue arises in a meeting of the Board of Directors relating to the interests of a member of the Board of Directors or relating to the voting rights of a member, and those issues are not resolved by the voluntary relinquishment of the voting rights of the related member of the Board of Directors, those arising issues shall be forwarded to the Chairman of the meeting for decision. <u>The decision of the Chairman of the Board of Directors/ Chairman of the meeting</u> relating to this issue is the final decision unless the nature or scope of the interests of the related member of the Board of Directors has not been fully disclosed.</p> | <p>According to the provisions in Clause 12, Article 157 of the Law on Enterprises: "in case of an equal number of votes, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors". However, in case the Chairman of the Board of Directors does not convene a meeting as prescribed in Clause 5, Article 157 of the Law on Enterprises, the final ruling shall</p> |

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| | | belong to the Chairman of the meeting (referencing Clause 4, Article 156 of the Law on Enterprises 2020). |
| <p>d. A member of the Board of Directors benefiting from a contract prescribed in point a and point b, clause 6, Article 42 of the Company's Charter shall be considered to have a significant interest in that contract.</p> | <p>d. Keep unchanged.</p> | |
| <p>e. An absent member of the Board of Directors may send a voting ballot to the meeting via mail, fax, or email. In case of sending a voting ballot to the meeting via mail, the voting ballot must be enclosed in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one hour before the opening. The voting ballot shall only be opened in the presence of all attendees.</p> | <p>e. An absent member of the Board of Directors may send a voting ballot to the meeting via mail, fax, or email. In case of sending a voting ballot to the meeting via mail, the voting ballot must be enclosed in a sealed envelope and must be delivered to the Chairman of the Board of Directors/ <u><i>Chairman of the meeting in case the Chairman of the Board of Directors is not the person convening and organizing the meeting of the Board of Directors</i></u> at least one hour before the opening. The voting ballot shall only be opened in the presence of all attendees</p> | <p>Collecting written opinions of members of the Board of Directors is carried out according to the order and procedures for collecting written opinions of the Board of Directors prescribed in this Regulation and the Company's Charter.</p> <p>Supplemented "delivered to the Chairman of the meeting in case the Chairman of the Board of Directors is not the person convening and organizing the meeting of the Board of Directors"</p> |
| <p>8. Method of passing resolutions of the Board of Directors</p> <p>a. A resolution of the Board of Directors is passed if approved by a majority of the members with voting rights</p> | <p>8. Method of passing resolutions of the Board of Directors</p> <p>a. A resolution of the Board of Directors is passed if approved by a majority of the members with voting rights attending the meeting;</p> | <p>According to the provisions in Clause 12, Article 157 of the Law</p> |

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| <p>attending the meeting; in case of an equal number of approval and disapproval votes, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors</p> | <p>in case of an equal number of approval and disapproval votes, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors/ <u><i>Chairman of the meeting</i></u></p> | <p>on Enterprises: "in case of an equal number of votes, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors". However, in case the Chairman of the Board of Directors does not convene a meeting as prescribed in Clause 5, Article 157 of the Law on Enterprises, the final ruling shall belong to the Chairman of the meeting (referencing Clause 4, Article 156 of the Law on Enterprises 2020)</p> |
| <p>b. Based on the contents and decisions passed at the meeting of the Board of Directors, the Chairman of the Board of Directors shall act on behalf of the Board of Directors to sign and promulgate the resolutions of the Board of Directors.</p> | <p>b. Keep unchanged</p> | |
| <p>c. A resolution passed in the form of collecting written opinions is passed based on the approval opinions of a majority of members of the Board of Directors with voting rights. This resolution has the same validity and value as a resolution passed at a meeting convened and organized customarily.</p> | <p>c. Keep unchanged</p> | |

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| 9. Authorization for another person to attend the meeting by a member of the Board of Directors: A member of the Board of Directors may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors. | 9. Keep unchanged | |
| 10. Preparation of the minutes of the meeting of the Board of Directors: The minutes of the meeting of the Board of Directors must be prepared in detail and clearly and comply with the provisions in the Company's Charter. | <p>10. Preparation of the minutes of the meeting of the Board of Directors: <u>Meetings of the Board of Directors must be minuted and may be audio recorded, video recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, including the following main contents:</u></p> <ul style="list-style-type: none"> <i>a. <u>Name, head office address, enterprise code;</u></i> <i>b. <u>Time and venue of the meeting;</u></i> <i>c. <u>Purpose, agenda and contents of the meeting;</u></i> <i>d. <u>Full names of each attending member or authorized person attending the meeting and the method of attending; full names of members not attending the meeting and reasons;</u></i> <i>e. <u>Issues discussed and voted on at the meeting;</u></i> <i>f. <u>Summary of speeches and opinions of each attending member in the chronological order of the meeting;</u></i> <i>g. <u>Voting results, clearly stating the members who approved, disapproved, and had no opinion;</u></i> <i>h. <u>Passed issues and the corresponding passing voting ratio;</u></i> <i>i. <u>Full names and signatures of the Chairman of the meeting and the minutes taker, except for the case prescribed in clause 12 of this Article.</u></i> | Detailed regulations according to the provisions in Article 158 of the Law on Enterprises 2020 |
| 11. In case the Chairman of the meeting or the minutes taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting agree to pass the meeting minutes and sign them, and the minutes contain full contents as | 11. In case the Chairman of the meeting or the minutes taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting agree to pass the meeting minutes and sign them, and the minutes contain full contents as prescribed in <u>points a, b, c, e, f,</u> | - Clause 1, Article 23 of the Company's Charter prescribes the minutes of the meeting of the |

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| <p>prescribed in points a, b, c, e, f, g, and h, clause 1, Article 23 of the Company's Charter, then these minutes are effective. The meeting minutes shall clearly state that the Chairman of the meeting and the minutes taker refused to sign the meeting minutes. The persons signing the meeting minutes are jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The Chairman of the meeting and the minutes taker are individually responsible for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with this Law, the company's Charter, and relevant laws.</p> | <p><u>g, and h, clause 10, Article 12 of this Regulation and Article 23 of the Company's Charter</u>, then these minutes are effective. The meeting minutes shall clearly state that the Chairman of the meeting and the minutes taker refused to sign the meeting minutes. The persons signing the meeting minutes are jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The Chairman of the meeting and the minutes taker are individually responsible for damages caused to the enterprise due to their refusal to sign the meeting minutes in accordance with this Law, the company's Charter, and relevant laws. <u>The minutes of the meeting of the Board of Directors and the documents used in the meeting must be archived at the Company's head office. (*)</u></p> | <p>General Meeting of Shareholders. - Updated and supplemented according to point b, Clause 3, Article 7 of Law No. 03/2022/QH15 and Clause 4, Article 158 of the Law on Enterprises (*)</p> |
| <p>12. Notification of resolutions and decisions of the Board of Directors</p> <p>a. The Chairman of the Board of Directors is responsible for forwarding the minutes of the meeting of the Board of Directors to the members of the Board of Directors, the Supervisory Board, and the Director of the Company, and such minutes shall be considered authentic evidence of the work conducted at those meetings unless there is an objection to the contents of the minutes within ten (10) days from the date of forwarding and such objection is approved by the persons signing the minutes</p> <p>b. The resolutions of the Board of Directors must be sent to the members of the Board of Directors and Supervisors for supervision; sent to the Director for organization of implementation.</p> <p>c. The contents of the resolution falling within the scope of mandatory information disclosure shall be disclosed in accordance with the law</p> | <p>12. Keep unchanged</p> | |
| Article 13. Subcommittees under the Board of Directors | | |

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| 1. When necessary, the Board of Directors may establish affiliated subcommittees to be in charge of development policy, remuneration, human resources, internal audit, and risk management. The establishment of subcommittees must be approved by the General Meeting of Shareholders. | 1. Keep unchanged | |
| 2. The number of members of a subcommittee shall be decided by the Board of Directors, but must be at least three (03) persons 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 the subcommittee, and one of these members shall be appointed as Head of the subcommittee by decision of the Board of Directors. | 2. Keep unchanged | |
| 3. During the exercise of their delegated powers, the subcommittees must comply with the regulations set by the Board of Directors. The subcommittee has the task of checking, reviewing, and collecting information regarding issues assigned by the Board of Directors or proposed by the Director, and making recommendations for the Board of Directors to consider and decide. | 3. Keep unchanged | |
| 4. In case the Company does not establish subcommittees, the Board of Directors may assign independent members of the Board of Directors to be separately in charge of each related issue | 4. Keep unchanged | |
| Article 14. Person in charge of corporate governance | | |
| 1. The Board of Directors shall appoint at least one (01) person to be the Person in charge of corporate governance of the Company to assist in conducting corporate governance activities effectively. | 1. The Board of Directors shall appoint at least one (01) person to be the Person in charge of corporate governance of the Company to assist in conducting corporate governance activities effectively. <u>The Person in charge of corporate governance of the Company may concurrently serve as the Company Secretary in accordance with clause 5, Article 156 of the Law on Enterprises</u> | Supplemented in accordance with Clause 1, Article 32 of the Company's Charter |

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| <p>2. The Person in charge of corporate governance must meet the following standards:</p> <ul style="list-style-type: none"> a. Have knowledge of the law; b. Must not concurrently work for the independent auditing company that is auditing the Company's financial statements; c. Other standards as prescribed by law, the Company's Charter, and decisions of the Board of Directors. | <p>2. Keep unchanged</p> | |
| <p>3. The Board of Directors may dismiss or remove the Person in charge of corporate governance of the Company when necessary but not contrary to current labor laws. The Board of Directors may appoint an Assistant to the Person in charge of corporate governance of the Company from time to time.</p> | <p>3. Keep unchanged</p> | |
| <p>4. The Company shall internally announce the appointment and dismissal of the Person in charge of corporate governance of the Company and disclose information in accordance with the laws on securities and securities market</p> | <p>4. Keep unchanged</p> | |
| <p>5. The Person in charge of corporate governance of the Company has the following rights and obligations:</p> <ul style="list-style-type: none"> a. Advise the Board of Directors on organizing the meeting of the General Meeting of Shareholders according to regulations and related matters between the Company and shareholders. b. Prepare for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board. c. Advise on the procedures of meetings. d. Attend meetings. | <p>5. Keep unchanged</p> | |

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| <ul style="list-style-type: none"> e. Advise on the procedures for preparing resolutions of the Board of Directors in accordance with the law. f. Provide financial information, copies of minutes of the meetings of the Board of Directors and other information to members of the Board of Directors and Supervisors. g. Supervise and report to the Board of Directors on the information disclosure activities of the Company; h. Act as the contact point with parties with related interests. i. Keep information confidential in accordance with the law and the Company's Charter. j. Other rights and obligations in accordance with the law, the Company's Charter and decisions of the Board of Directors. | | |
| <p style="text-align: center;">CHAPTER IV</p> <p style="text-align: center;">SUPERVISORY BOARD</p> <p style="text-align: center;">Article 15. Role, rights and obligations of the Supervisory Board, responsibilities of Supervisors</p> | | |
| <p>1. Role, rights and obligations of the Supervisory Board:</p> <ul style="list-style-type: none"> a. The Supervisory Board has the rights and obligations as prescribed in the Company's Charter and the following regulations, and is accountable to the General Meeting of Shareholders for its activities. <ul style="list-style-type: none"> i. Inspect the reasonableness, legality, truthfulness and prudence in the management and administration of business operations; the systematic, consistent and appropriate nature of accounting, statistical work and preparation of financial statements; ii. Evaluate the completeness, legality and truthfulness of the reports on business situation, | <p>1. <u>The Supervisory Board is the body performing the function of supervising the Board of Directors, the Director and other Managers in the management and administration of the Company; is accountable to the General Meeting of Shareholders for the performance of its rights and obligations in accordance with the law, the Company's Charter and this Regulation.</u></p> <ul style="list-style-type: none"> a. Keep unchanged b. Keep unchanged c. Keep unchanged | <p>Supplement the role of the Company's Supervisory Board</p> |

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| <p>annual, semi-annual and quarterly financial statements of the Company; reports evaluating the management work of the Board of Directors and submit the evaluation reports at the Annual General Meeting of Shareholders. Review contracts and transactions with related persons under the approval authority of the Board of Directors</p> <p>or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders;</p> <p>iii. Review, inspect and evaluate the effectiveness and efficiency of internal control, internal audit, risk management and early warning systems of the Company;</p> <p>iv. Review accounting books, accounting records and other documents of the Company, 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 a shareholder or a group of shareholders as prescribed in Clause 2, Article 12 of the Company's Charter;</p> <p>v. Upon the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 12 of the Company's Charter, the Supervisory Board shall conduct an inspection within 07 working days from the date of receiving the request. Within 15 days from the end of the</p> | | |

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| <p>inspection, the Supervisory Board must submit an explanatory report on the issues requested for inspection to the Board of Directors and the requesting shareholder or group of shareholders;</p> <p>The inspection by the Supervisory Board specified in this clause must not hinder the normal activities of the Board of Directors, and must not interrupt the management of the Company's business operations;</p> <p>vi. Recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement and improve the organizational structure of management, supervision and administration of the Company's business operations;</p> <p>vii. Upon detecting a member of the Board of Directors or the Director violating regulations on the responsibilities of the Company's Managers in Article 165 of the Law on Enterprises, the Supervisory Board must immediately notify the Board of Directors in writing, requesting the violator to cease the violation and provide solutions to remedy the consequences;</p> <p>viii. Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company;</p> <p>ix. A Supervisor is obliged to attend the Annual General Meeting of Shareholders to answer questions of shareholders at the meeting (if any); in case of force majeure preventing attendance,</p> | | |

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| <p>the Supervisor must report in writing to the Board of Directors and the Supervisory Board;</p> <p>x. Have the right to use independent professional consultants, the Company's internal audit department or consult on legal matters and ensure the participation of external experts of the Company with appropriate professional qualifications and experience to perform assigned tasks if deemed necessary;</p> <p>xi. Discuss with independent auditors the nature and scope of the audit prior to the commencement of the audit;</p> <p>xii. Discuss difficulties and outstanding issues discovered from interim or final audit results as well as any issues the independent auditor wishes to discuss;</p> <p>xiii. Review the independent auditor's management letter and the feedback of the Company's executives;</p> <p>xiv. Review the Company's report on internal control systems before approval by the Board of Directors;</p> <p>xv. Review the results of internal investigations and management's feedback;</p> <p>xvi. Consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;</p> <p>xvii. Inspect specific issues related to the management and administration of the</p> | | |

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| <p>Company's operations at the request of shareholders;</p> <p>xviii. Request the Board of Directors to convene an extraordinary General Meeting of Shareholders;</p> <p>xix. Convene an extraordinary General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;</p> <p>xx. Request the Chairman of the Board of Directors to convene a meeting of the Board of Directors;</p> <p>xxi. Review, extract and copy part or all of the contents declared in the List of related persons and related interests as prescribed in Clause 1 and Clause 2, Article 164 of the Law on Enterprises;</p> <p>xxii. Propose and recommend the General Meeting of Shareholders to approve the list of audit organizations approved to audit the Company's Financial Statements; the approved audit organization to inspect the Company's operations, dismiss the approved auditor when deemed necessary;</p> <p>xxiii. Be accountable to shareholders for its supervisory activities;</p> <p>xxiv. Supervise the financial situation of the Company, the legal compliance of members of the Board of Directors, the Director, and other managers in their activities;</p> | | |

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| <p>xxv. Ensure coordination of activities with the Board of Directors, the Director and shareholders;</p> <p>xxvi. In case of detecting violations of the law or violations of the Company's Charter by a member of the Board of Directors, the Director or another enterprise executive, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and to implement solutions to remedy the consequences;</p> <p>xxvii. Develop the Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval;</p> <p>xxviii. Witness and supervise the Board of Directors in organizing the counting of votes and preparing the vote counting minutes in case of collecting shareholders' written opinions to pass a resolution of the General Meeting of Shareholders;</p> <p>xxix. The Head of the Supervisory Board shall conduct the General Meeting of Shareholders to elect the chairman 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 person to act as the chairman. In this case, the person with the highest number of votes shall be the chairman of the meeting;</p> <p>xxx. Members of the Board of Directors, the Director and other executives must fully, accurately and promptly provide information and documents on</p> | | |

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| <p>the management, administration and operations of the Company at the request of the Supervisory Board. The Person in charge of corporate governance of the Company must ensure that all copies of resolutions, minutes of the meetings of the General Meeting of Shareholders and of the Board of Directors, financial information, other information and documents provided to shareholders and members of the Board of Directors must be provided to the Supervisors at the same time and in the same manner as for shareholders and members of the Board of Directors.</p> <p>b. At the Annual General Meeting of Shareholders, in addition to the report contents as prescribed in the Company's Charter, the Supervisory Board must also submit an evaluation report on transactions between the Company, subsidiaries, companies in which the Company holds controlling rights of 50% or more of charter capital, and members of the Board of Directors, the Director, other executives of the Company and related persons of those subjects; transactions between the Company and companies in which members of the Board of Directors, the Director, other executives of the Company are founding members or enterprise managers within the last 03 years prior to the transaction time.</p> <p>c. Supervisors have the right to access all information and documents related to the Company's business operations; have the right to access the working locations of the Company's managers and employees during working hours. Members of the Board of Directors, the Director and other executives must fully, accurately, and promptly</p> | | |

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| provide information and documents on the management, administration and business operations of the Company at the request of a Supervisor or the Supervisory Board. | | |
| <p>2. Responsibilities of Supervisors</p> <ul style="list-style-type: none"> a. Strictly comply with the law, the Company's Charter, resolutions of the General Meeting of Shareholders and professional ethics in exercising the assigned rights and obligations. b. Perform assigned rights and obligations honestly, carefully, and optimally to ensure the maximum legitimate interests of the Company. c. Be loyal to the interests of the Company and shareholders; do not abuse position, title and use information, know-how, business opportunities, and other assets of the Company for personal gain or to serve the interests of other organizations or individuals. d. Other obligations as prescribed by the Law on Enterprises and the Company's Charter. e. In case of violating the provisions in points a, b, c and d of Clause 2 of this Article causing damage to the Company or others, the Supervisor must bear personal or joint responsibility for compensating such damage. Any income and other benefits that a Supervisor obtains due to violation must be returned to the Company. f. In case of discovering a Supervisor violating the exercise of assigned rights and obligations, it must be reported in writing to the Supervisory Board; request the violating person to cease the violation and remedy the consequences. | <p>2. Keep unchanged</p> | |
| Article 16. Term, number, composition, and structure of Supervisors | | |

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| <p>1. Term, number, composition, and structure of Supervisors</p> <p>a. The number of Supervisors of the Company is from three (03) to five (05) members. The term of a Supervisor is not more than five (05) years and a Supervisor can be re-elected with an unlimited number of terms. The Supervisory Board must have more than half of its members permanently residing in Vietnam.</p> <p>b. In case Supervisors have the same time of ending their term but the Supervisors of the new term have not been elected, the Supervisors whose term has expired shall continue to exercise their rights and obligations until the Supervisors of the new term are elected and take over the duties.</p> <p>c. The Supervisors shall elect one among them who meets the conditions as prescribed to act as Head of the Supervisory Board according to the majority principle. The Head of the Supervisory Board must meet the conditions and have the rights and obligations prescribed in the Company's Charter.</p> | <p>1. Term, number, composition, and structure of Supervisors</p> <p>Keep unchanged</p> | |
| <p>2. Standards and conditions of Supervisors: according to the provisions in the Company's Charter and the following provisions:</p> <p>a. Have full civil act capacity and not belong to the subjects prohibited from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises.</p> <p>b. Not be a person with family relationships with members of the Board of Directors, the Director and other managers of the Company; not be a person with family relationships with enterprise managers of the parent company,</p> | <p>2. Keep unchanged</p> <p>i.</p> <p>a.</p> | <p>Updated according to the provisions in Clause 6, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15</p> |

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| <p>representatives of enterprise capital, representatives of state capital at the parent company and at the Company.</p> <p>c. Not be a manager of the Company; not necessarily be a shareholder or employee of the Company.</p> <p>d. Not be a member or employee of the independent auditing company that audited the Company's financial statements in the continuous 03 years prior thereto.</p> <p>e. Be trained in one of the majors in economics, finance, accounting, auditing, law, business administration or majors suitable to the business operations of the Company.</p> <p>f. The Head of the Supervisory Board must have a university degree or higher in one of the majors in economics, finance, accounting, auditing, law, corporate governance or related majors to the business operations of the Company.</p> | | |
| <p>3. Nomination and candidacy for members of the Supervisory Board: according to the provisions in the Company's Charter and the following provisions:</p> <p>a. Shareholders holding voting shares have the right to aggregate the number of voting rights of each person together to nominate candidates for the Supervisory Board. A shareholder or group of shareholders holding total voting shares:</p> <ul style="list-style-type: none"> - From 5% to under 10% may nominate one (01) candidate; - From 10% to under 30% may nominate up to two (02) candidates; - From 30% to under 40% may nominate up to three (03) candidates; | <p>3. Keep unchanged</p> | |

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| <ul style="list-style-type: none"> - From 40% to under 50% may nominate up to four (04) candidates; - From 50% to under 60% may nominate up to five (05) candidates. <p>b. The dossier for participation in candidacy and nomination of Supervisors is implemented similarly to the provisions in point b, clause 3, Article 10 of this Regulation.</p> <p>c. Supervisor candidates must make a written commitment on the truthfulness, accuracy and reasonableness of the published personal information and must commit to performing tasks honestly if elected as a Supervisor.</p> | | |
| <p>4. Method of electing Supervisors: The method of electing and determining the elected Supervisors is implemented according to point d, clause 9, Article 5 of this Regulation.</p> | <p>4. Method of electing Supervisors: The method of electing and determining the elected Supervisors is implemented according to <u>point d, clause 11, Article 5 of this Regulation</u>.</p> | <p>Adjusted point d, clause 11, Article 5 due to the adjustment of adding Clause 2, Article 5 and Clause 10, Article 5</p> |
| <p>5. Cases of dismissal and removal of Supervisors: Implemented according to clause 3 and clause 4, Article 37 of the Company's Charter.</p> | <p>5. Keep unchanged</p> | |
| <p>6. Notice on the election, dismissal and removal of Supervisors</p> <p>a. In case the candidates for the Supervisory Board have been identified, the Company must disclose information related to the candidates at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting, Supervisor candidates must make a written commitment on the truthfulness, accuracy of the published personal information and must commit to performing tasks honestly, carefully and for the best interests of the Company if elected as a Supervisor.</p> | <p>6. Keep unchanged</p> | |

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| <p>b. The Company must disclose extraordinary information within 24 hours from the occurrence of events related to the change, new appointment, reappointment, dismissal of Supervisors and provide the State Securities Commission, the Stock Exchange with the information disclosure profile of the new members of the Supervisory Board according to the form prescribed in Appendix III issued with Circular 96/2020/TT-BTC.</p> | | |
| <p>7. Salary and other benefits of Supervisors</p> <p>a. Supervisors are paid salary, remuneration, bonus and other benefits according to the decision of the General Meeting of Shareholders.</p> <p>The General Meeting of Shareholders shall decide on the total level of salary, remuneration, bonus, other benefits and annual operating budget of the Supervisory Board.</p> <p>b. Supervisors shall be reimbursed for reasonable expenses for meals, accommodation, travel, and independent consulting services. The total level of remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.</p> <p>c. The salary and operating expenses of the Supervisory Board are included in the business expenses of the Company in accordance with the law on corporate income tax and other relevant laws, and must be set out as a separate item in the annual financial statements of the Company.</p> | <p>7. Keep unchanged</p> | |
| <p style="text-align: center;">CHAPTER V</p> <p style="text-align: center;">DIRECTOR AND OTHER EXECUTIVES</p> | | |

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| Article 17. Role, responsibilities, rights and obligations of the Director, other Executives | | |
| <p>1. The Director, other Executives as prescribed in Clause 4, Article 2 of this Regulation, hereinafter collectively referred to as Executives, must be accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company.</p> | <p>1. Keep unchanged</p> | |
| <p>2. In addition to the following rights and obligations, Executives have other rights and obligations in accordance with the law and the Company's Charter.</p> <p>a. In case of executing resolutions and decisions of the Board of Directors, if discovering issues that are disadvantageous to the Company, the Director must immediately report to the Board of Directors to consider adjusting the resolution or decision. If the Board of Directors does not adjust the resolution, decision, the Director must still execute it, but has the right to reserve his/her opinion and petition to the Company's Supervisory Board.</p> <p>b. The Director has the right to refuse to execute the decisions of the Board of Directors if he/she sees that the content of such decision is contrary to the provisions of law and must report and explain to the Board of Directors and the Supervisory Board in writing.</p> <p>c. In addition to the tasks that must be submitted to the Board of Directors according to the provisions of law, the Company's Charter, the Director has the right to actively manage the operations of the Company in accordance with the decentralization and the working process promulgated by the Board of Directors; the Director has the right to make decisions beyond his/her authority in emergency cases (natural disasters, enemy sabotage, ...) but must be</p> | <p>2. Keep unchanged</p> | |

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| <p>responsible for his/her decisions and must report to the Board of Directors as soon as possible.</p> <p>d. The Board of Directors may suspend or cancel the execution of the Director's decisions if it deems that such decision is contrary to the law, contrary to the Charter, Resolutions, decisions of the Board of Directors and the General Meeting of Shareholders or causes damage to the interests of the Company.</p> | | |
| <p>3. The Director has the following rights and obligations:</p> <p>a. Execute the resolutions/decisions of the Board of Directors and the General Meeting of Shareholders, the business plan and investment plan of the Company approved by the Board of Directors and/or the General Meeting of Shareholders;</p> <p>b. Decide all matters not falling under the authority of the Board of Directors and the General Meeting of Shareholders, including signing financial and commercial contracts on behalf of the Company, organizing and managing the daily business and production activities of the Company according to the best management practices;</p> <p>c. Recommend the number and types of Executives that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations and recommend remuneration, salaries and other benefits for Executives for the Board of Directors to decide;</p> <p>d. Recommend the Board of Directors to approve the number of employees, the wage scale and payroll system of the Company;</p> <p>e. Recruit employees, consult the Board of Directors to decide on salary levels, allowances, benefits, appointment,</p> | <p>3. Keep unchanged</p> | |

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| <p>dismissal and other terms related to the labor contracts of employees within his/her authority;</p> <p>f. In the 4th quarter of each year, the Director must submit to the Board of Directors for approval the detailed business plan for the next financial year on the basis of meeting the requirements of the appropriate budget as well as the five (05)-year financial plan;</p> <p>g. Propose measures to improve the operations and management of the Company; recommend plans for organizational structure, internal management regulations of the Company;</p> <p>h. Recommend the plan for dividend payment or handling of business losses;</p> <p>i. Prepare long-term, annual and quarterly budget estimates of the Company (hereinafter referred to as estimates) to serve the long-term, annual and quarterly management activities of the Company in accordance with the business plan. The annual estimates (including the balance sheet, business result report and expected cash flow statement) for each financial year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;</p> <p>j. Perform all other activities according to the provisions of the Company's Charter and the Company's regulations, resolutions of the Board of Directors, the labor contract of the Director and the law.</p> | | |
| Article 18. Appointment, dismissal, removal, signing of contracts, termination of contracts with Executives | | |
| <p>1. The term of the Director shall not exceed five (05) years and can be reappointed with an unlimited number of terms. The</p> | <p>1. Keep unchanged</p> | |

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| appointment may expire based on the provisions in the labor contract. | | |
| <p>2. Standards and conditions for the Director, Deputy Director</p> <ul style="list-style-type: none"> a. Have full civil act capacity and not belong to the subjects prohibited from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises; b. Have a university degree or higher in a major suitable to the assigned field, have experience in business administration of the Company; c. Have leadership - management skills, comprehensive capability, ability to organize, direct, deploy and inspect tasks according to assigned functions and duties; d. Have good health to fulfill assigned duties; e. The Director must not be a person with family relationships with enterprise managers, Supervisors of the company and the parent company; representatives of state capital, representatives of enterprise capital at the company and the parent company. | <p>2. Standards and conditions for the Director, Deputy Director</p> <ul style="list-style-type: none"> a. Have full civil act capacity and not belong to the subjects prohibited from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises; b. Have a university degree or higher in a major suitable to the assigned field, have experience in business administration of the Company; c. Have leadership - management skills, comprehensive capability, ability to organize, direct, deploy and inspect tasks according to assigned functions and duties; d. Have good health to fulfill assigned duties; e. <u><i>The Director must not be a related person of the enterprise managers, Supervisors of the company and the parent company, representatives of state capital, representatives of enterprise capital at the company and the parent company as prescribed in point d, clause 46, Article 4 of the Law on Securities.</i></u> | <p>Update point a, Clause 2 according to the provisions in Clause 6, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15</p> <p>Propose to amend point e according to the provisions in Clause 83 of Decree 245/ND-CP dated September 11, 2025</p> |
| <p>3. Standards and conditions for the Chief Accountant</p> <ul style="list-style-type: none"> a. Not belonging to the subjects prohibited by law from being an accountant, specifically the following subjects: <ul style="list-style-type: none"> i. Minors; persons whose civil act capacity is declared restricted or lost by the Court; persons who are strictly subjected to compulsory education at communes, wards or townships or sent to compulsory reformatories or compulsory drug rehabilitation centers; ii. Persons currently prohibited from practicing accounting under a legally effective judgment or | <p>3. Keep unchanged</p> | <p>In accordance with the Accounting Law 2015 and Decree 174/2016/ND-CP</p> |

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| <p>decision of the Court; persons currently facing criminal prosecution; persons currently serving imprisonment sentences or having been convicted of one of the crimes infringing upon the economic management order or position-related crimes in finance or accounting sectors but have not had their criminal records cleared;</p> <p>iii. Biological father, biological mother, adoptive father, adoptive mother, wife, husband, biological child, adopted child, biological brother, biological sister, biological sibling of the legal representative, of the head, of the director and of the deputy head, deputy director in charge of finance - accounting, chief accountant in the same accounting unit;</p> <p>iv. Persons currently working as managers, executives, storekeepers, cashiers, persons assigned to regularly buy and sell assets in the Company.</p> <p>b. Have professional ethics: honest, upright, conscious of law compliance;</p> <p>c. Have a university degree or higher majoring in Finance - Accounting/Auditing or equivalent;</p> <p>d. Have a chief accountant training certificate;</p> <p>e. Be proficient and have experience and specialized knowledge in financial accounting, management accounting;</p> <p>f. Have the ability to organize, inspect and deploy the work of the Finance and Accounting Department;</p> <p>g. Have at least 05 years of practical accounting experience;</p> <p>h. Have good health to fulfill assigned duties;</p> | | |

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| <p>4. Nomination and candidacy</p> <p>a. Members of the Board of Directors have the right to nominate themselves (except the Chairman of the Board of Directors) or nominate candidates for the position of Director. In case there are many candidates, the Board of Directors may consider, interview and perform other tasks to make a selection decision.</p> <p>b. The Director recommends candidates for Deputy Director and Chief Accountant for the Board of Directors to consider and decide.</p> <p>c. The dossier for candidacy and nomination of Executives is implemented similarly to the provisions in point b, clause 3, Article 10 of this Regulation.</p> | <p>4. Keep unchanged</p> | |
| <p>5. Appointment, signing of labor contracts with Executives.</p> <p>a. The Board of Directors decides to appoint Executives based on the approval opinion of the majority of the members of the Board of Directors.</p> <p>b. The Chairman of the Board of Directors or a member of the Board of Directors authorized by the Board of Directors shall sign labor contracts with the Director and other executives.</p> <p>c. The content of the labor contract must clearly state the principles of remuneration, income level, benefits enjoyed, responsibilities and powers. The content of the labor contract must comply with the provisions of the labor law and the Company's Charter.</p> | <p>5. Keep unchanged</p> | |
| <p>6. Dismissal, removal, termination of labor contracts with Executives.</p> | <p>6. Keep unchanged</p> | |

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| <p>a. The Board of Directors may dismiss the Director when the majority of the members of the Board of Directors with voting rights attending the meeting approve (if the Director is a member of the Board of Directors, the vote of the Director is not counted in this case) and appoint a new Director as a replacement.</p> <p>b. Cases of removal of the Company's Executives.</p> <p>i. That member is prohibited by law from being an Executive;</p> <p>ii. No longer meets the standards for the Company's Executives;</p> <p>iii. That member suffers from a mental disorder and there is professional evidence proving that he/she no longer has civil act capacity;</p> <p>iv. According to the decision of the Board of Directors.</p> <p>c. The Board of Directors may dismiss an Executive in the following cases:</p> <p>i. Due to work requirements, transfer, or rotation of personnel;</p> <p>ii. Health does not ensure continued work;</p> <p>iii. Resignation by a written notice sent to the head office of the Company.</p> <p>d. The termination of the labor contract for a removed or dismissed Executive complies with the provisions in the labor contract with the Executive.</p> | | |
| <p>7. Notice of appointment, dismissal, removal, signing, termination of labor contracts with Executives: The Company must disclose extraordinary information within 24 hours from the occurrence of events related to the change, new appointment, reappointment,</p> | <p>7. Keep unchanged</p> | |

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| removal, dismissal of Executives and provide the State Securities Commission, the Stock Exchange with the information disclosure profile of the new Executives according to regulations. | | |
| <p>8. Salary and other benefits of Executives</p> <p>a. The salary, remuneration, benefits and other terms in the labor contract for the Director are decided by the Board of Directors and the contracts with other Executives are decided by the Board of Directors after consulting the Director.</p> <p>b. The salary of the executives is included in the business expenses of the Company in accordance with the law on corporate income tax, is presented as a separate item in the annual financial statements of the Company and must be reported to the General Meeting of Shareholders at the annual meeting</p> | <p>8. Salary and other benefits of Executives</p> <p>a. The salary, remuneration, benefits and other terms in the labor contract for the Director are decided by the Board of Directors and the contracts with other Executives are decided by the Board of Directors after consulting the Director</p> <p>b. The salary, <i>bonus and other benefits</i> of the executives are included in the business expenses of the Company in accordance with the law on corporate income tax, are presented as a separate item in the annual financial statements of the Company and must be reported to the General Meeting of Shareholders at the annual meeting</p> | Supplement "Salary, bonus and other benefits" in point b |
| <p style="text-align: center;">CHAPTER VI</p> <p style="text-align: center;">OTHER ACTIVITIES</p> <p style="text-align: center;">Article 19. Working principles of the Board of Directors and the Supervisory Board</p> | | |
| The Board of Directors, the Supervisory Board work on the principle of collective leadership, individual responsibility. Members of the Board of Directors, Supervisors must be personally responsible for their assigned tasks. Individuals have the right to reserve their opinions if such opinions are not collectively agreed upon | Keep unchanged | |
| <p style="text-align: center;">Article 20. Coordination of activities among the Board of Directors, the Supervisory Board and the Director</p> | | |
| 1. The notice of invitation to the meeting of the Board of Directors or the form for collecting opinions of the members of the Board of Directors and the attached documents must be sent to the | 1. Keep unchanged. | |

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| Supervisors at the same time and in the same manner as for the members of the Board of Directors. | | |
| 2. Supervisors have the right to attend meetings of the Board of Directors; have the right to discuss and give opinions but cannot vote. | 2. Keep unchanged. | |
| 3. The Chairman of the Board of Directors, the Head of the Supervisory Board have the right to attend all meetings chaired by Executives; may raise opinions for discussion but not conclude the content of the meeting. The convener of the meeting must invite the Chairman of the Board of Directors and the Head of the Supervisory Board to attend the above-mentioned meetings. | 3. Keep unchanged | |
| 4. Members of the Board of Directors, if deemed necessary, have the right to attend meetings chaired by Executives. Members of the Board of Directors have the right to express their opinions but do not have the right to conclude the meeting. | 4. Keep unchanged | |
| 5. The person in charge of corporate governance of the Company must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, other information and documents provided to shareholders and members of the Board of Directors must be provided to the Supervisors at the same time and in the same manner as for shareholders and members of the Board of Directors. | 5. Keep unchanged | |
| 6. In addition to the reporting obligations as prescribed in Article 17 of this Regulation, all Decisions and documents, materials on the direction and administration of the Director, executives or authorized persons related to the business and production activities of the Company must be sent to the Chairman of the | 6. Keep unchanged | |

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| Board of Directors and the Head of the Supervisory Board for reporting. | | |
| <p>7. Information exchange/reporting can be done directly, by mail, fax, email or other means, but must ensure that it reaches the contact address of each member of the Board of Directors, the Supervisory Board registered at the Company.</p> <p>Based on the reports of the Director and the monitoring report of the Supervisory Board on the activities of the Director, the Board of Directors organizes a review of the implementation of the Resolutions and other authorized matters of the Board of Directors to the Director. The review is documented in minutes and unanimously approved by the members of the Board of Directors.</p> | 7. Keep unchanged | |
| <p>8. Matters requiring consultation and reference to the Board of Directors' opinions during the implementation of work.</p> <p>a. The Director consults the Board of Directors when:</p> <ol style="list-style-type: none"> Deciding on business matters falling under the authority of the Board of Directors as prescribed in the Company's Charter; Implementing investment projects approved by the General Meeting of Shareholders; Issues arising in the management exceeding the authority of the Director; Other issues that the Director deems necessary to consult the Board of Directors or the Board of Directors deems necessary to participate in giving opinions; | <p>8. Matters requiring consultation and reference to the Board of Directors' opinions during the implementation of work</p> <p>a. The Director consults the Board of Directors when</p> <ol style="list-style-type: none"> Deciding on business matters falling under the authority of the Board of Directors as prescribed in the Company's Charter; Implementing investment projects approved by the General Meeting of Shareholders; Issues arising in the management exceeding the authority of the Director; Other issues that the Director deems necessary to consult the Board of Directors or the Board of Directors deems necessary to participate in giving opinions; <u><i>In case the Director does not agree with the Resolution/Decision of the Board of Directors, the Director has the right to discuss and reserve his/her opinion but</i></u> | <p>Supplement the content of item v based on the rights and obligations of the Board of Directors which is to have the right to decide the strategy and development plan of the Company, the Director is the one who manages the daily business operations of the Company. The Director has the right and responsibility to discuss and recommend if he/she believes that the resolution is not appropriate, but in terms of management, he/she must still execute the</p> |

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| | <u><i>must still comply/implement the directing opinion of the Board of Directors.</i></u> | decision of the Board of Directors because the Board of Directors is the highest management body. |
| <p>b. The Supervisory Board consults the Board of Directors when:</p> <ul style="list-style-type: none"> i. Recommending the selection of an independent auditing company; ii. Recommending the number of Supervisors; iii. Reports, conclusions, and recommendations of the Supervisory Board before submitting them to the General Meeting of Shareholders. iv. In addition, when there are events affecting the Company's operations that fall under the decision-making authority of the Board of Directors or there are issues arising in the management that exceed the authority of the Director, the Director/Supervisory Board may request to convene a meeting of the Board of Directors. | b. Keep unchanged. | - |
| <p>9. Members of the Board of Directors, the Director and other Executives must fully, accurately and promptly provide information and documents on the management, administration and operations of the Company at the request of the Supervisory Board. The Supervisory Board has the obligation to keep the information confidential and only disclose it upon the request of competent State agencies or in mandatory cases prescribed by law.</p> | 9. Keep unchanged. | |
| <p>10. Members of the Board of Directors have the right to request the Director and other executives to accurately, fully and promptly</p> | 10. Keep unchanged | |

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| <p>provide information and documents on the financial situation, business operations of the Company and units within the Company. The request for information provision is carried out as follows:</p> <p>A member of the Board of Directors sends a written request to the Director to provide information, clearly stating: (i) documents and information to be provided and (ii) reasons for providing information. This document must be simultaneously sent to the Chairman of the Board of Directors and the Head of the Supervisory Board for information. The request for information must ensure the principle: The content of the requested information falls within the scope of duties and powers of the Board of Directors as prescribed by law and the Company's Charter.</p> <p>Members of the Board of Directors have the obligation to keep information confidential and only disclose it upon the request of competent State agencies or in mandatory cases prescribed by law.</p> | | |
| <p>11. Coordination of control, administration and supervision activities among members of the Board of Directors, Supervisors and Executives: The coordination of activities, control, administration and supervision among members of the Board of Directors, Supervisors, the Director and other executives is implemented in accordance with the Regulations on internal corporate governance, Regulations on organization and operation of the Board of Directors, Regulations on organization and operation of the Supervisory Board and in accordance with the provisions in the Company's Charter.</p> | <p>11. Keep unchanged</p> | |
| Article 21. Decentralization in management and administration | | |
| <p>1. In the 4th quarter of each year, the Director shall develop a production and business plan, a financial plan and an investment plan for basic construction projects for the following year and</p> | <p>1. Keep unchanged</p> | |

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| submit them to the Board of Directors for consideration and decision. The Director is responsible for organizing the implementation of investment projects according to the plan approved by the Board of Directors. The implementation of investment projects, construction works and procurement must comply with the provisions of the Law on Construction, the Law on Bidding and the provisions of law. | | |
| 2. For the Company's construction investment projects, the Director is responsible for planning and submitting to the Board of Directors for consideration and decision on investment policies. After the Board of Directors approves the investment policy, the Company's Director representing the investor shall approve the project, finalize the investment capital for construction and perform other procedures of the investment project in accordance with the law. | 2. Keep unchanged | |
| 3. For newly arising basic construction projects that are not included in the annual production and business plan approved by the Board of Directors, the Director must prepare a dossier and submit it to the Board of Directors for consideration and decision before implementation. | 3. Keep unchanged | |
| 4. Investment in expanding business locations and business lines The Director proposes and prepares feasible business projects or plans for expanding business locations, business lines and submits them to the Board of Directors for consideration and decision. | 4. Keep unchanged | |
| 5. Investment in other enterprises The Director proposes and plans investments in other enterprises in the form of capital contribution to joint ventures, associations, business cooperation contracts, purchasing shares, and bonds, | 5. Keep unchanged | |

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| and submits them to the Board of Directors for consideration and approval of the policy. | | |
| <p>6. Financial investment</p> <p>Assign the Company's Director to actively decide on deposits and bank interest rates to bring economic efficiency to the Company.</p> | <p>6. Keep unchanged</p> | |
| <p>7. Labor and wage work</p> <p>The Director develops the wage scale, payroll, and wage allowance system of the Company and submits them to the Board of Directors for consideration and approval.</p> <p>Annually, the Director develops the wage fund and labor utilization plan and submits them to the Board of Directors for consideration and approval.</p> | <p>7. Keep unchanged</p> | |
| <p>8. Purchase, sale, lease, renting, transfer, mortgage, liquidation of assets</p> <p>The Director proposes and plans the purchase, sale, lease, renting, borrowing, lending, transfer, mortgage, and liquidation of assets with a value equal to or greater than 35% of the total asset value recorded in the most recent financial statements of the Company, and submits them to the Board of Directors for consideration and approval of the policy, except for transactions specified in the Company's Charter and the Law on Enterprises under the approval authority of the General Meeting of Shareholders.</p> <p>The Chairman of the Board of Directors representing the asset owner approves the decision on the purchase, sale, lease, renting, transfer, mortgage, and liquidation of assets. The remaining records and procedures for the purchase, sale, lease, renting, transfer, mortgage, and liquidation of assets are decentralized to</p> | <p>8. Keep unchanged</p> | |

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| the Director for signing, approval and implementation organization in accordance with the law. | | |
| <p>9. Signing financial, commercial, and civil contracts</p> <p>The Director is the legal representative of the Company and is entitled to sign types of financial, commercial, and civil contracts approved by the Board of Directors in accordance with the law and the Company's Charter.</p> <p>The Director must submit to the Board of Directors for approval financial, commercial, and civil transaction contracts between the Company and related persons as prescribed in this Regulation, the Company's Charter, and the law.</p> | 9. Keep unchanged. | |
| Article 22. Regulations on annual evaluation of operations, commendation, and discipline for members of the Board of Directors, Supervisors, Director, and other Executives | | |
| <p>1. Operation evaluation</p> <p>a. The Board of Directors is responsible for developing operation evaluation standards for all subjects including members of the Board of Directors, the Director, and other Executives. The evaluation standards must harmonize the long-term interests of the Company's executives and shareholders. The qualitative and quantitative criteria used to evaluate the Board of Directors need to be carefully considered and decided at each period;</p> <p>b. Annually, based on the assigned functions and duties and the established evaluation standards, the Board of Directors organizes the implementation of the operation evaluation of members of the Board of Directors;</p> <p>c. The operation evaluation of Supervisors is organized and implemented according to the method mentioned in the</p> | Keep unchanged | |

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| <p>Regulations on organization and operation of the Supervisory Board;</p> <p>d. The operation evaluation of the Director and other executives is carried out according to the standards prescribed by the Board of Directors.</p> <p>2. Commendation</p> <p>a. The Board of Directors is responsible for developing a commendation system. Commendation is carried out based on the results of the operation evaluation in Clause 1 of this Article;</p> <p>b. Subjects: individuals under the commendation regime prescribed by the Board of Directors;</p> <p>c. Form of reward</p> <p>i. In cash;</p> <p>ii. In shares according to the optional method of the Board of Directors.</p> <p>d. The reward level and form of reward are decided by the Board of Directors within the scope approved by the General Meeting of Shareholders.</p> <p>3. Discipline</p> <p>a. The Board of Directors is responsible for developing a disciplinary system based on the nature and extent of the violation. Disciplinary action must have the highest form of removal or dismissal;</p> <p>b. Members of the Board of Directors, the Director, and other executives who fail to fulfill their duties compared to requirements or commit acts violating the provisions of law or the Company's regulations while performing their duties shall be subjected to disciplinary action,</p> | | |

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| <p>administrative handling, or criminal prosecution depending on the level of violation, in accordance with the Company's regulations and/or provisions of law. In case of causing damage to the interests of the Company, shareholders or others must compensate according to the provisions of this Regulation, the Company's Charter and the law</p> | | |
| Article 23. Transactions with related persons | | |
| <p>1. When conducting transactions with related persons, the Company must sign a written contract on the principle of equality and voluntariness. The content of the contract must be clear, specific and information must be disclosed according to regulations.</p> | <p>1. Keep unchanged.</p> | |
| <p>2. The Company applies necessary measures to prevent related persons from interfering in the Company's operations and causing damage to the Company's interests through controlling the channels of buying and selling goods, services of the Company or manipulating prices.</p> | <p>2. Keep unchanged.</p> | |
| <p>3. The Company applies necessary measures to prevent shareholders and related persons from conducting transactions that cause loss of capital, assets or other resources of the Company.</p> | <p>3. Keep unchanged.</p> | |
| <p>4. The Company must not provide loans or guarantees to an institutional shareholder and the related persons of that shareholder who are individuals, except where the shareholder is a subsidiary in the case the subsidiary is a company without shares or contributed capital held by the state and has made capital contributions or purchased shares of the Company before July 1, 2015.</p> | <p>4. Keep unchanged</p> | |

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| <p>5. The Company must not provide loans or guarantees to related persons of an institutional shareholder, except where the Company and the related organization of the shareholder are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group, and this transaction must be approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Company's Charter.</p> | <p>5. The Company must not provide loans or guarantees to related persons of an institutional shareholder, except where the Company and the related organization of the shareholder are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group, and this transaction must be approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Company's Charter; <u>at the same time, the related organization is not a shareholder of the public company according to the provisions in Clause 4 of this Article</u></p> | <p>Supplemented according to Clause 84, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025</p> |
| | <p>6. <u>The Company may only conduct the following transactions when approved by the General Meeting of Shareholders:</u></p> <p>a. <u>Provide loans or guarantees to members of the Board of Directors, members of the Supervisory Board, the Director, other managers who are not shareholders and related individuals and organizations of these subjects. In case of providing loans or guarantees to related organizations of members of the Board of Directors, members of the Supervisory Board, the Director, other managers where the public company and the organization (except where the organization is a shareholder of the public company as prescribed in Clause 4 of this Article) are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group, it must be approved by the General Meeting of Shareholders or the Board of Directors in accordance with the Company's Charter.</u></p> <p>b. <u>Transactions with a value of 35% or more or transactions leading to the total transaction value arising within 12 months from the date of the first transaction having a value of 35% or more of the total asset value recorded in the most recent financial statements or another smaller percentage, value as prescribed in the Company's Charter between the company and one of the following subjects:</u></p> | <p>- Propose to update according to the provisions in Clause 84, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025</p> <p>- Adjust to increase by adding Clause 6, Article 23</p> |

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| | <p><i>i. <u>Members of the Board of Directors, members of the Supervisory Board, the Director (General Director), other managers and related persons of these subjects;</u></i></p> <p><i>ii. <u>Shareholders, authorized representatives of shareholders owning more than 10% of the total ordinary shares of the company and their related persons;</u></i></p> <p><i>iii. <u>Related enterprises to the subjects specified in Clause 2, Article 164 of the Law on Enterprises;</u></i></p> <p><i>c. <u>Contracts, transactions of borrowing, selling assets with a value greater than ten 10% of the total asset value recorded in the most recent financial statements between the company and a shareholder holding 51% or more of the total voting shares or a related person of that shareholder.</u></i></p> | |
| | <p>7. <u>The Board of Directors approves contracts and transactions specified in point b, Clause 6 of this Article with a value of less than 35% of the total asset value recorded in the most recent financial statements or a smaller percentage or value according to the provisions in the Company's Charter.</u></p> | <p>- Propose to update according to the provisions in Clause 84, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025</p> <p>- Adjust to increase by adding Clause 7, Article 23</p> |
| Article 24. Ensuring lawful rights of parties with related interests to the Company | | |
| <p>1. The Company must respect the lawful interests of parties with related interests to the Company, including banks, creditors, employees, consumers, suppliers, the community, and others with related interests to the Company.</p> | <p>1. Keep unchanged.</p> | |
| <p>2. The Company must comply with regulations on labor, environment, and social and community responsibility activities.</p> | <p>2. Keep unchanged.</p> | |

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| Article 25. Attendance of the independent auditor at the General Meeting of Shareholders | | |
| The auditor or representative of the audit firm must be invited to attend the Annual General Meeting of Shareholders to express opinions at the General Meeting of Shareholders on issues related to the annual financial statements in case the audit report contains material exceptions. | Keep unchanged. | |
| Article 26. Training on corporate governance | | |
| Members of the Board of Directors, Supervisors, Executives, Corporate Governance Officer, Company Secretary need to participate in basic training courses on corporate governance at training facilities recognized by the State Securities Commission | Members of the Board of Directors, Supervisors, Executives, Corporate Governance Officer, <i>other managers of the Company</i> , Company Secretary need to participate in basic training courses on corporate governance at training facilities recognized by the State Securities Commission | Supplement "other managers of the Company" according to point a, Clause 81, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025 |
| Article 27. Information disclosure and transparency | | |
| 1. The Company has the obligation to fully, accurately, and promptly disclose periodic and extraordinary information in accordance with relevant regulations. The information, method, and organization of information disclosure shall be implemented in accordance with the provisions of law, the Company's Charter, and Information Disclosure Regulations. In addition, the Company must promptly and fully disclose other information if such information is likely to affect the securities price and affect the decisions of shareholders and investors. | 1. Keep unchanged | |
| 2. Information disclosure must be carried out by methods that ensure shareholders and the investing public can access it equally and simultaneously. The language used in information disclosure must be clear, understandable, and avoid causing misunderstanding for shareholders and the investing public. | 1. Keep unchanged | |

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| Article 28. Supplementing and amending the Regulation | | |
| 2. Amendments and supplements to this Regulation must be considered and decided by the General Meeting of Shareholders | 2. Keep unchanged | |
| 2. In case there are provisions of law related to corporate governance of the Company that are not mentioned in this Regulation or in case there are new provisions of law that are different from the provisions in this Regulation, those provisions of law will naturally apply and govern the corporate governance activities of the Company. | 3. Keep unchanged | |
| Article 29. Effective date | | |
| 1. This Regulation, comprising 6 Chapters and 29 Articles, was adopted by the General Meeting of Shareholders of Nha Be Water Supply Joint Stock Company on April 21, 2022. | 1. This Regulation, comprising 6 Chapters and 29 Articles, was adopted by the General Meeting of Shareholders of Nha Be Water Supply Joint Stock Company on, 2026, | Update the date of adoption of the internal corporate governance regulations |
| 2. This corporate governance regulation is the sole and official one of the Company. The corporate governance regulation promulgated by the Board of Directors on April 24, 2018 expires when this regulation takes effect. | 2. This corporate governance regulation is the sole and official one of the Company, replacing the internal corporate governance regulation of the Company adopted by the General Meeting of Shareholders on April 21, 2022. | |
| 3. Copies or extracts of this Regulation are valid when signed by the Chairman of the Board of Directors or at least one half (1/2) of the total members of the Board of Directors. | 3. Copies or extracts of this Regulation are valid when signed by the Chairman of the Board of Directors or at least one half (1/2) of the total members of the Board of Directors. | |

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