



Gia Lai Water Supply Sewerage Joint Stock Company
Address: 388 Ly Thai To Street - Yen Do Ward - Pleiku City -
Gia Lai Province

Tel: 0269 3871068
Website: capthoatnuocgiailai.com

No.: 04/2026/TTr-HĐQT

Gia Lai, April 01st, 2026

PROPOSAL

Re: Approval of the 2026 Business Plan

To: The 2026 Annual General Meeting of Shareholders of Gia Lai Water Supply Sewerage Joint Stock Company

- Based on the Enterprise Law 2020 and related implementing documents;
- Based on the Charter of Gia Lai Water Supply Sewerage Joint Stock Company.

The Board of Directors of Gia Lai Water Supply Sewerage Joint Stock Company ("Company") respectfully submits to the Annual General Meeting of Shareholders 2026 for approval the Company's 2026 business plan, including the following contents:

I. 2026 BUSINESS PLAN

Indicator	Unit	Plan 2026	Actual 2025	Comparison (Plan 2026 / Actual 2025)
Domestic water consumption volume	m ³	8,219,739	7,663,057	107.26%
Average water tariff	VND/m ³	8,681	8,474	102.44%
Non-revenue water (NRW)	%	21.8%	25.4%	86.12%
TOTAL REVENUE	VND billion	81.42	77.16	105.52%
Domestic water revenue	VND billion	71.36	64.94	109.89%
Construction & other revenue	VND billion	10.06	12.22	82.35%
TOTAL COSTS	VND billion	66.19	59.88	110.53%
Direct costs	VND billion	38.38	36.29	105.75%
Indirect costs	VND billion	11.74	11.06	106.22%
Depreciation expenses	VND billion	15.70	12.53	125.27%
Financial expenses	VND billion	0.38	0.00	—
Other expenses	VND billion	—	0.01	—
Profit before tax (PBT)	VND billion	15.23	17.27	88.16%
Corporate income tax (CIT) expense	VND billion	3.09	3.52	87.95%
Profit after tax (PAT)	VND billion	12.13	13.75	88.21%
Dividend		To be determined by the 2026 General Meeting of Shareholders		

II. 2025 INVESTMENT PLAN



Gia Lai Water Supply Sewerage Joint Stock Company
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In parallel with achieving the objectives to meet the set targets, the Management Board of Gia Lai Water Supply Sewerage Joint Stock Company proposes the 2026 investment plan with the following main items:

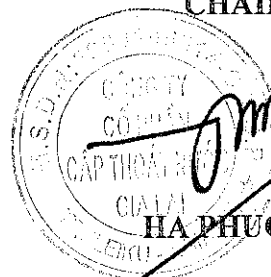
No.	Description	Unit	Total Investment Value (VND)
1	Replacement of outdated, blurred, and expired water meters	Package	4,000,000,000
2	Relocation of water meters from inside premises to outside and replacement of D27 steel pipes before meters	Package	8,180,000,000
3	Rehabilitation and replacement of old pipelines in Pleiku and Ayun Pa	Package	10,300,000,000
4	Investment in expansion of the water supply network in Thong Nhat, An Phu, Hoi Phu, and Ayun Pa wards	Package	28,114,000,000
5	Establishment of DMA zones and implementation of non-revenue water reduction	Package	4,300,000,000
6	Waterproofing of the treatment complex at Bien Ho Water Plant (formerly: construction of treatment cluster and chemical house with capacity of 10,000 m ³ /day-night at Bien Ho Plant)	Package	800,000,000
7	Replacement of raw water pumps at Bien Ho pumping station (formerly: construction of booster pumping station at Bien Ho Plant)	Package	2,400,000,000
8	Replacement of DN500 raw water pipeline at Bien Ho Water Plant	Package	1,890,000,000
9	Installation of raw water monitoring equipment at Bien Ho Water Plant	Package	800,000,000
10	Interior painting and repairs at Bien Ho Water Plant	Package	700,000,000
11	Installation of public drinking water fountains in Pleiku (04 units)	Package	160,000,000
12	Construction and repair of the fence at Iarbol Water Plant	Package	150,000,000
	Total		61,794,000,000

We respectfully submit this for the General Meeting of Shareholders' review and approval.

Recipients:

- As above;
- BOD Secretary.

On behalf of the Board of Directors
CHAIRMAN



HA PHUOC TUAN



Gia Lai Water Supply Sewerage Joint Stock Company
Address: 388 Ly Thai To Street – Dien Hong Ward - Gia Lai
Province

Tel: 0269 3871068
Website: capthoatnuocgialai.com

No.: 05/2026/TTr-HĐQT

Gia Lai, April 01st, 2026

PROPOSAL

Re: Selection of the Audit Firm for the 2026 Financial Statements

To: General Meeting of Shareholders of Gia Lai Water Supply Sewerage Joint Stock Company

- Based on the Enterprise Law 2020 and its implementing documents;
- Based on the Charter on the Organization and Operation of Gia Lai Water Supply Sewerage Joint Stock Company.

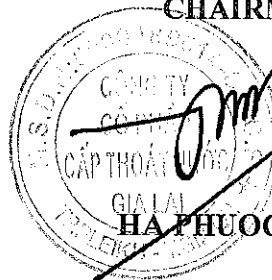
Based on Submission No. 01/2026/TTr-SB dated March 24th, 2026 of the Supervisory Board, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the authorization for the Board of Directors to select one (01) of the three (03) auditing firms proposed by the Supervisory Board to conduct the audit of the Company's 2026 financial statements.

Respectfully submitted.

Recipients:

- As above;
- BOD Secretary.

On behalf of the Board of Directors
CHAIRMAN



HA PHUOC TUAN



Tel: 0269 3871068
Website: capthoatnuocgialai.com

Gia Lai, April 1st, 2026

PROPOSAL

Re: Selection of the Auditor for the 2026 Financial Statements

To: The 2026 Annual General Meeting of Shareholders

Pursuant to the Charter of Gia Lai Water Supply and Sewerage Joint Stock Company and relevant legal regulations, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the selection of auditing firms to conduct the audit of the Company's 2026 financial statements, as follows:

1. Selection Criteria

- Legally operating in Vietnam;
- Having a reputable audit quality and experience in auditing companies in the same industry in Vietnam;
- Possessing a team of highly qualified and experienced auditors;
- Meeting the Company's requirements in terms of audit scope and timeline;
- Offering reasonable audit fees commensurate with audit quality.

2. List of Auditing Firms

Based on the above criteria, the Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval the following list of auditing firms to audit the Company's 2026 financial statements:

1. Grant Thornton (Vietnam) Co., Ltd.
2. International Auditing Company Limited (iCPA)
3. UHY Auditing and Consulting Company Limited (UHY)

3. Implementation Plan

The Supervisory Board proposes that the General Meeting of Shareholders authorize the Board of Directors to proceed under the following options:

- **Option 1:** Select one (01) auditing firm from the above list to audit the Company's 2026 financial statements;
- **Option 2:** In case all auditing firms in the above list fail to meet the required criteria or legal regulations, authorize the Board of Directors (and/or the Chairman of the Board of Directors) to select another qualified auditing firm that fully meets the criteria and legal requirements to conduct the audit of the Company's 2026 financial statements.



Công ty Cổ phần Cấp thoát nước Gia Lai
Trụ sở: 388 Lý Thái Tổ, P.Điền Hồng, tỉnh Gia
Lai, Việt Nam.

Tel: 0269 3871068
Website: capthoatnuocgialai.com

The Supervisory Board respectfully submits this matter to the General Meeting of Shareholders for consideration and approval.

Recipients:

- As above;
- Filed at the Office of the Board of Directors' Secretariat.

**On behalf of the Supervisory Board
Head of Supervisory Board**

HO THI XUAN

**GIA LAI WATER SUPPLY
SEWERAGE JOINT STOCK
COMPANY**

Số: 06/2026/GLW/HĐQT-TTr

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, April 1st, 2026

PROPOSAL

Re: Promulgation of the Regulation on the Operation of the Board of Directors

To: The General Meeting of Shareholders of Gia Lai Water Supply and Sewerage Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Charter on organization and operation of Gia Lai Water Supply and Sewerage Joint Stock Company;

In order to improve the corporate governance mechanism and enhance the operational efficiency of the Board of Directors in accordance with legal regulations and the Company's Charter, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Regulation on the Operation of the Board of Directors of Gia Lai Water Supply and Sewerage Joint Stock Company.

The Regulation mainly provides for the following contents:

- Principles of operation of the Board of Directors;
- Rights and responsibilities of the Board of Directors;
- Working procedures, meetings, and adoption of resolutions of the Board of Directors;
- Responsibilities of the Chairman and members of the Board of Directors;
- Coordination between the Board of Directors, the Executive Board, and relevant departments.

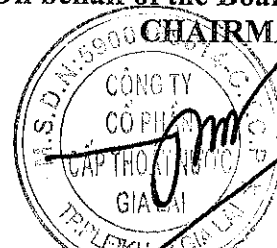
(Detailed contents are provided in the attached Draft Regulation on the Operation of the Board of Directors.)

The Board of Directors respectfully submits this matter to the General Meeting of Shareholders for consideration and approval for issuance and implementation throughout the Company.

Recipients:

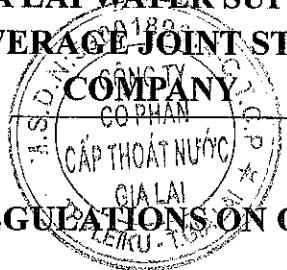
- As above;
- Filed: Board of Directors' Secretariat.

On behalf of the Board of Directors



HA PHUOC TUAN

**GIA LAI WATER SUPPLY
SEWERAGE JOINT STOCK**



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, day month year 2026

REGULATIONS ON OPERATIONS OF THE SUPERVISORY BOARD

Pursuant to the Law on Securities dated November 26, 2019;

Pursuant to the Law on Enterprises dated June 17, 2020;

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 the Charter of Gia Lai Water Supply and Sewerage Joint Stock Company dated August 27, 2021;

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

Pursuant to Resolution No. 01/2026/ĐHĐCĐ-NQ dated April 22, 2026 of the General Meeting of Shareholders of Gia Lai Water Supply and Sewerage Joint Stock Company;

The Supervisory Board (“SB”) of Gia Lai Water Supply and Sewerage Joint Stock Company (“the Company”) hereby approves the Regulations on Operations of the Supervisory Board with the following contents:

Chapter I

GENERAL PROVISIONS

Article 1. Scope and Subjects of Application

1. Scope: These regulations govern the organizational structure, standards, conditions, rights, and obligations of the Supervisory Board and its members in accordance with the Enterprise Law, the Company Charter, and other relevant regulations.
2. Subjects of application: These regulations apply to the Supervisory Board and its members.

Article 2. Principles of Operation

The Supervisory Board operates on the principle of collective decision-making. Each member is individually responsible for their assigned duties and jointly accountable to the General Meeting of Shareholders and the law for the activities and decisions of the Supervisory Board.

Chapter II

MEMBERS OF THE SUPERVISORY BOARD (SUPERVISORS)

Article 3. Rights, Obligations, and Responsibilities of Supervisory Board Members

1. Comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders, and professional ethics in performing assigned duties.

2. Perform assigned duties honestly, diligently, and in the best interest of the Company.
3. Be loyal to the interests of the Company and shareholders; not abuse position or information for personal gain or to benefit other organizations or individuals.
4. Fulfill other obligations as prescribed by the Enterprise Law and the Company Charter.
5. In case of violations causing damage to the Company or others, members shall bear personal or joint liability for compensation. Any income or benefits gained through violations must be returned to the Company.
6. If a member discovers a violation by another member, they must notify the Supervisory Board in writing and require the violator to cease the act and remedy its consequences.

Article 4. Term and Number of Members

1. The Supervisory Board consists of 3 members with a term of no more than 5 years, and members may be re-elected without term limits.
2. Members do not need to be shareholders of the Company.
3. More than half of the members must reside in Vietnam.
4. If members' terms end simultaneously but new members are not elected, outgoing members shall continue performing their duties until new members are elected and assume office.

Article 5. Standards and Conditions of Members

1. Members must meet the following standards:
 - a) Not fall under the disqualification criteria in Clause 2, Article 17 of the Enterprise Law;
 - b) Have training in economics, finance, accounting, auditing, law, business administration, or fields relevant to the Company's operations;
 - c) Not be relatives of Board members, Director (General Director), or other managers;
 - d) Not be managers of the Company; may or may not be shareholders or employees;
 - đ) Not work in the Company's accounting or finance department;
 - e) Not be members or employees of the audit organization that audited the Company in the previous 3 consecutive years;
 - g) Meet other standards as prescribed by law and the Company Charter.
2. For public companies, members must not have family relationships with the management of the Company, parent company, or state representatives as prescribed by Clause 1, Article 88 of the Enterprise Law.

Article 6. Chairman of the Supervisory Board

1. Must have a university degree or higher in economics, finance, accounting, auditing, law, business administration, or fields related to business operations, unless higher standards are stipulated in the Company Charter.
2. Elected among members by majority vote; dismissal is also by majority.
3. Rights and obligations are prescribed in the Company Charter.

Article 7. Nomination and Candidacy of Members

1. Shareholders or shareholder groups holding at least 10% of common shares have the right to nominate candidates, following procedures outlined in the General Meeting of Shareholders.
2. If nominated candidates are insufficient, the incumbent Supervisory Board may introduce additional candidates or organize nominations according to the Company Charter and internal regulations.

Article 8. Election, Dismissal, and Removal

1. The General Meeting of Shareholders elects, dismisses, or removes members.
2. Voting is by cumulative voting unless otherwise specified in the Company Charter.

Article 9. Grounds for Dismissal or Removal

1. Members may be dismissed if:
 - a) No longer meet standards or conditions;
 - b) Resign;
 - c) Other reasons as prescribed in the Company Charter.
2. Members may be removed if:
 - a) Fail to perform duties;
 - b) Fail to exercise rights for six consecutive months without force majeure;
 - c) Commit repeated or serious violations;
 - d) Other cases per resolutions of the General Meeting.

Article 10. Notification

1. Information about candidates must be published at least 10 days before the meeting.
2. Election results and changes in membership must comply with disclosure regulations.

Chapter III

SUPERVISORY BOARD

Article 11. Rights, Obligations, and Responsibilities

1. Supervise the Board of Directors and Director/General Director in management and operations.
2. Review legality, reasonableness, honesty, and diligence in business operations; assess accounting, statistical, and financial reporting systems.
3. Evaluate annual and semi-annual reports, management assessments, contracts, related-party transactions, and make recommendations.
4. Review internal control, internal audit, risk management, and early warning systems.
5. Examine accounting records, documents, and management activities when necessary or upon request of shareholders.
6. Respond to shareholder inspection requests within 7 working days and report within 15 days.
7. Recommend improvements to management and supervision structures.

8. Notify the Board of Directors in writing of any violations by management and require corrective actions.
- 9–25. Attend meetings, use independent advisors, propose auditors, witness vote counting, and exercise other rights under law and the Company Charter.

Article 12. Right to Information

1. Members receive documents simultaneously with the Board of Directors.
2. Members may access the Company's records at head office, branches, or other sites.
3. Management must provide accurate, timely information to the Supervisory Board.

Article 13. Convening Extraordinary General Meetings

1. The Supervisory Board may convene meetings within 30 days if the Board fails to do so.
2. Failure to convene may result in liability for damages.
3. Expenses incurred will be reimbursed by the Company.

Chapter IV

MEETINGS OF THE SUPERVISORY BOARD

Article 14. Meetings

1. At least 2 meetings per year; at least 2/3 of members must attend.
2. May request attendance of Directors, General Director, or auditors.

Article 15. Minutes of Meetings

Minutes must be detailed, signed by attendees, and kept for accountability.

Chapter V

REPORTING AND DISCLOSURE OF INTERESTS

Article 16. Annual Report

Includes: business results, supervisory results, self-assessment, remuneration, meeting summaries, related-party transactions, monitoring results, and audit approvals.

Article 17. Remuneration and Other Benefits

Unless otherwise provided in the Company Charter, salaries, remuneration, bonuses, and other benefits of Supervisory Board members shall be implemented as follows:

1. Members of the Supervisory Board shall be entitled to salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for accommodation, meals, travel, and the use of independent advisory services.

The total remuneration and expenses shall not exceed the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Supervisory Board shall be recorded as operating expenses of the Company in accordance with the laws on corporate income tax and other relevant regulations, and must be presented as a separate item in the Company's annual financial statements.

Article 18. Disclosure of Related Interests

1. Members of the Supervisory Board must declare to the Company their related interests, including:
 - a) Name, enterprise code, head office address, and business lines of enterprises in which they are owners or hold capital contributions or shares; the ownership ratio and the time of such ownership;
 - b) Name, enterprise code, head office address, and business lines of enterprises in which their related persons are owners, co-owners, or independently own capital contributions or shares exceeding 10% of charter capital.
2. The declaration specified in Clause 1 of this Article must be made within 07 working days from the date the related interest arises; any amendment or supplementation must be notified to the Company within 07 working days from the date of such amendment or supplementation.
3. Members of the Supervisory Board and their related persons may only use information obtained by virtue of their position for the benefit of the Company.
4. Members of the Supervisory Board must notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, or other companies in which the Company holds more than fifty percent (50%) of the charter capital, and the members of the Supervisory Board or their related persons, in accordance with the law. For such transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such resolutions in accordance with securities laws on information disclosure.
5. Members of the Supervisory Board and their related persons are not allowed to use or disclose internal information to others for conducting related transactions.

Chapter VI

RELATIONSHIPS OF THE SUPERVISORY BOARD

Article 19. Relationship among Supervisory Board Members

Members of the Supervisory Board shall maintain independent relationships, without dependence on one another, while coordinating and cooperating in their work to ensure the proper performance of the rights, duties, and responsibilities of the Supervisory Board in accordance with the law and the Company Charter. The Head of the Supervisory

Board coordinates the overall activities but does not have the authority to dominate other members.

Article 20. Relationship with the Executive Management

The Supervisory Board maintains an independent relationship with the Company's executive management and performs the function of supervising its operations.

Article 21. Relationship with the Board of Directors

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

Chapter VII

IMPLEMENTATION PROVISIONS

Article 22. Effectiveness

1. These Regulations on the Operations of the Supervisory Board of Gia Lai Water Supply and Sewerage Joint Stock Company consist of 07 Chapters and 22 Articles.
2. These Regulations shall take effect from the date they are approved by the General Meeting of Shareholders of the Company.
3. The Supervisory Board, the Board of Directors, the Executive Management, and relevant individuals and departments shall be responsible for the implementation of these Regulations.

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD**

(Signature, full name and seal)

**GIA LAI WATER SUPPLY
SEWERAGE JOINT STOCK
COMPANY**

Số: 07/2026/GLW/HĐQT-TTr

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, April 1st, 2026

PROPOSAL

Re: Promulgation of the Charter on the Operation of the Supervisory Board

To: General Meeting of Shareholders of Gia Lai Water Supply Sewerage Joint Stock Company

Pursuant to the Law on Enterprises 2020 and its guiding documents;
Pursuant to the Charter of Organization and Operation of Gia Lai Water Supply Sewerage Joint Stock Company;

In order to ensure the mechanism for inspection and supervision of the Company's governance and management activities in accordance with the law and the Company's Charter, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the Charter on the Operation of the Supervisory Board of Gia Lai Water Supply Sewerage Joint Stock Company. The Charter includes the following main contents:

- Principles of organization and operation of the Supervisory Board;
- Rights and responsibilities of the Supervisory Board;
- Working regime and supervision methods of the Supervisory Board;
- Coordination mechanism between the Supervisory Board, the Board of Directors, the Executive Board, and relevant departments.

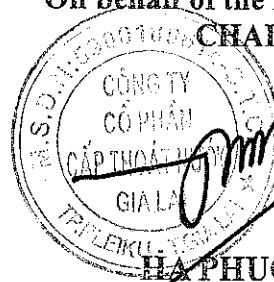
(Detailed contents are provided in the attached Draft Charter on the Operation of the Supervisory Board.)

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the Charter for promulgation and implementation.

Recipients:

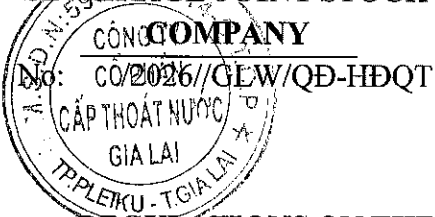
- As above;
- Filed: Board of Directors' Secretariat.

On behalf of the Board of Directors
CHAIRMAN



HÀ PHUOC TUAN

**GIA LAI WATER SUPPLY
SEWERAGE JOINT STOCK
COMPANY**



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, day month year 2026

REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS

Pursuant to the Securities Law dated November 26, 2019;
Pursuant to the Enterprise Law dated June 17, 2020;
Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Securities Law;
Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP;
Pursuant to the Charter of Gia Lai Water Supply and Sewerage Joint Stock Company dated August 27, 2021;
Pursuant to Resolution No. 01/2026/AGM-RES dated April 24, 2026 of the Annual General Meeting of Shareholders of Gia Lai Water Supply and Sewerage Joint Stock Company approving the Regulations on the Operation of the Board of Directors;
 The Board of Directors hereby issues the Regulations on the Operation of the Board of Directors of Gia Lai Water Supply and Sewerage Joint Stock Company.

The Regulations include the following contents:

Chapter I.

GENERAL PROVISIONS

Article 1. Scope and Subjects of Application

- 1.1 These regulations stipulate the organizational structure, operating principles, powers, and responsibilities of the Board of Directors and its members in accordance with the Enterprise Law, the Company Charter, and relevant laws.
- 1.2 Subjects of application:

- Applied to the Board of Directors and its members.

Article 2. Operating Principles of the Board of Directors

- 2.1 The Board of Directors operates on a collective principle. Each member is personally responsible for their assigned duties and jointly responsible to the General Meeting of Shareholders and under the law for the resolutions and decisions of the Board regarding the Company's development.
- 2.2 The Board of Directors assigns the General Director to organize and execute the resolutions and decisions of the Board.

Chapter II.

MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and Obligations of Board Members

3.1 Board members have rights and obligations as stipulated in the Company Charter and Article 8 of the Internal Corporate Governance Regulations.

Article 4. Right to Access Information

4.1 The right of board members to access information and the provision of information upon request shall be implemented according to Articles 8.4 and 8.5 of the Internal Corporate Governance Regulations.

Article 5. Term and Number of Board Members

5.1 The Company's Board of Directors consists of 05 members. The term of a board member shall not exceed 05 years and may be re-elected for an unlimited number of terms.

Article 6. Qualifications and Conditions for Board Members

6.1 Members must meet the qualifications and conditions specified in Article 25.4 of the Company Charter and Article 9.2(c) of the Internal Corporate Governance Regulations.

6.2 In addition, independent members must meet the criteria in Article 9.2(d) of the Internal Corporate Governance Regulations.

6.3 If an independent member no longer meets the requirements, both the member and the Board shall act in accordance with Article 9.2(d) of the Internal Corporate Governance Regulations.

Article 7. Chairman of the Board

7.1 The Chairman is elected, dismissed, or removed by the Board from among its members.

7.2 The Chairman may not concurrently hold the position of General Director.

7.3 The Chairman has rights and duties in accordance with the Enterprise Law, the Company Charter, and relevant laws, including:

- Preparing the Board's work program and plan;
- Preparing agendas, content, and presiding over Board meetings;
- Organizing the adoption of Board resolutions and decisions;
- Supervising the implementation of Board resolutions and decisions;
- Performing other rights and obligations as stipulated by law and the Company Charter.

7.4 In case of resignation, dismissal, or removal, the Board shall elect a new Chairman in accordance with the Company Charter and current law.

7.5 If the Chairman is absent or unable to perform duties, a Board member may be authorized in writing to exercise the Chairman's powers and duties.

7.6 The selection, appointment, dismissal, and rights and duties of the Company Secretary shall follow the Internal Corporate Governance Regulations and relevant laws.

Article 8. Dismissal, Removal, Replacement, and Supplement of Board Members

8.1 The General Meeting may dismiss members according to Article 26.4 of the Company Charter and Article 9.5(a) of the Internal Corporate Governance Regulations.

8.2 The General Meeting may remove members as per Article 26.4 of the Charter and Article 9.5(b) of the Regulations.

8.3 When necessary, the General Meeting may replace or dismiss members outside the cases above.

8.4 The Board shall convene the General Meeting to elect additional members according to Article 9.5(c) of the Regulations.

Article 9. Election, Dismissal, and Removal Procedures

9.1 Nomination and candidacy follow Articles 25.2, 25.3 of the Company Charter and Article 9.3 of the Regulations.

9.2 Voting procedures are conducted according to Article 9.4 of the Regulations.

9.3 Election, dismissal, and removal are decided by the General Meeting of Shareholders by vote.

Article 10. Notice of Election, Dismissal, and Removal

10.1 Notification is carried out according to Article 9.6 of the Regulations.

Chapter III.

THE BOARD OF DIRECTORS

Article 11. Rights and Duties of the Board

11.1 The Board is the Company's management body, empowered to act on behalf of the Company, except for powers reserved for the General Meeting.

11.2 The Board has rights and duties as per the Company Charter.

11.3 Resolutions are adopted at meetings, in writing, or by other forms as stipulated in the Charter. Each member has one vote.

11.4 If resolutions contrary to law, the General Meeting, or the Charter cause damage, approving members are jointly liable; dissenting members are exempt. Shareholders may request court intervention.

Article 12. Approval and Signing of Contracts and Transactions

12.1 The Board approves related-party contracts and transactions below 35% of total assets per the latest financial statements.

12.2 The Company's representative must notify the Board and Supervisory Board members of related parties, attaching draft contracts or key content. The Board shall approve within 15 days, except as otherwise stipulated. Conflicted members shall not vote.

Article 13. Calling Extraordinary General Meetings

13.1 The Board must convene in cases provided in Article 14.3 and 14.4(a) of the Charter and Article 4.1(a) of the Regulations.

13.2 The convener must comply with Articles 18.2, 18.3 of the Charter and Articles 4.2–4.5 of the Regulations.

Article 14. Subcommittees

14.1 Establishment of subcommittees shall follow Article 31 of the Company Charter.

Chapter IV.

BOARD MEETINGS

Article 15. Board Meetings

15.1 Board meetings are conducted as per Article 30 of the Charter and Article 11 of the Regulations.

Article 16. Minutes of Meetings

16.1 Drafting minutes is conducted according to Article 11.9 of the Regulations.

16.2 If the chair or secretary refuses to sign, but all other members approve, the minutes are

valid. Non-signing persons are responsible for any damage caused by refusal under law.
16.3 Article 16.2 supersedes Article 11.10 of the Regulations.

Chapter V.

DISCLOSURE OF INTERESTS

Article 17. Annual Reports

17.1 At fiscal year-end, the Board must present to the General Meeting:

- a. Business performance report;
- b. Financial statements;
- c. Management and operational report;
- d. Supervisory Board's assessment report.

17.2 Reports a–c must be submitted to the Supervisory Board at least 15 days before the AGM unless otherwise stipulated.

17.3 Reports and audits must be kept at the Company headquarters at least 10 days before the AGM. Shareholders with at least 1 year of continuous ownership have the right to examine these reports.

Article 18. Remuneration and Other Benefits

18.1 Remuneration, bonuses, and benefits follow Article 28 of the Charter and Article 10 of the Regulations.

Article 19. Disclosure of Related Interests

19.1 Board members must disclose interests including:

- a. Name, business code, address, industry, ownership ratio, and date of shareholding in other entities;
- b. Interests of related persons holding over 10% of charter capital.

19.2 Disclosure must occur within 07 working days of the interest arising; amendments must be notified within 07 days.

19.3 Activities under the Company's business must be reported to and approved by the Board; income from unapproved activities belongs to the Company.

Chapter VI.

RELATIONSHIPS OF THE BOARD

Article 20. Inter-member Relations

20.1 Members must coordinate and share relevant information.

20.2 Members must collaborate on tasks affecting other members' areas; disagreements are reported to the Chairman.

20.3 Reassigned duties must be documented and reported to the Chairman.

Article 21. Relationship with Executive Board

21.1 The Board issues resolutions for the General Director and executive apparatus to implement and supervises execution.

Article 22. Relationship with Supervisory Board

22.1 Cooperation is based on equality and independence; close coordination is required.

22.2 Upon receiving Supervisory Board reports, the Board directs corrective actions.

Chapter VII.

IMPLEMENTATION

Article 23. Effectiveness

23.1 These Regulations consist of 7 chapters and 23 articles, effective from the date approved by the General Meeting of Shareholders.

23.2 The Board, Executive Board, and relevant individuals and units are responsible for implementation.

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