

APPENDIX
PROPOSED AMENDMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS OF VIETNAM STEEL CORPORATION

(Accompanied by Proposal No. .../TTr-VNS dated ... April 2026 of the Board of Directors of Vietnam Steel Corporation)

No.	CLAUSE	CURRENT REGULATIONS	PROPOSED ADJUSTMENTS	LEGAL BASIS
1	Point e, Clause 1, Article 3	e. “Public company”: refers to a joint-stock company as defined in Clause 1, Article 32 and Clause 4, Article 135 of the Securities Law (Law No. 54/2019/QH14 of the Socialist Republic of Vietnam)	e. “Public company”: refers to a joint-stock company as defined in Clause 1, Article 32 and Clause 4, Article 135 of the Securities Law (Law No. 54/2019/QH14 of the Socialist Republic of Vietnam) and Point a, Clause 11, Article 1 of Law No. 56/2024/QH15 amending the Securities Law, Accounting Law, Independent Auditing Law, State Budget Law, Law on Management and Use of Public Assets, Tax Management Law, Personal Income Tax Law, National Reserve Law, and Law on Handling Administrative Violations;	Pursuant to Law No. 56, additional criteria for determining a public company have been introduced (including equity/owners’ equity).
	Article 13. Voting on matters at the General Meeting of Shareholders (Point b, Clause 2)	b) Ballots - Invalid ballots: +; + Ballots without the signatures of attending participants.	Remove this provision.	There is no mandatory requirement that ballot papers must bear the signatures of attending participants.
2	Clause 1 of Article 20.	1. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders, except as provided for in Clauses 3 and 5 of this Article:	1. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders <u>present and voting at the meeting</u> , except as provided for in Clauses 3 and 5 of this Article:	Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on

				Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
3	Clause 2, Article 20	2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders, except as provided in Clauses 1, 3 and 5 of this Article.	2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders <u>present and voting at the meeting</u> , except as provided in Clauses 1, 3 and 5 of this Article.	Pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
5	Clause 3 of Article 39 Role, rights and obligations of the Board of Directors; Rights and responsibilities of Board Members	Not yet specified.	<ul style="list-style-type: none"> - Pay dividends to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders; - Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the person in charge of corporate governance, and other managers of the company. 	Add responsibility task of the Board of Directors above muscle team house keep Clause 81, Article 1 of the Decree No. 245/2025/ND-CP amending change add one

				number thing belong to the Decree No. 155/2020
6	Point d, Clause 1, Article 41 Structure, standards and conditions for members of the Board of Directors	d) A member of the Board of Directors of the Corporation shall not simultaneously be a member of the Board of Directors of more than five (05) other companies;	d) A member of the Board of Directors of the Corporation shall not simultaneously be a member of the Board of Directors <u>or the Board of Members</u> of more than five (05) other companies;	Pursuant to Clause 78, Article 1 of Decree No. 245/2025/ND-CP.
7	Clause 2 of Article 54 Minutes of the Board of Directors Meeting	2. In cases where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1, Article 1 of this Law, then these minutes shall be valid.	2. In cases where the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1, Article 1 of this Law, then these minutes shall be valid. <u>The minutes shall clearly state that the chairperson or the person recording the minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, in accordance with this Law, the company's charter, and relevant laws.</u>	Supplemented in accordance with Clause 6, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.
8		3. The chairperson, the minute-taker, and the signatories to the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the Board of Directors' meeting.	Proposed to remove	Clause 2 has already adjusted and clarified this content.

9	Article 71. Appointment and dismissal of enterprise managers	2. The appointment and dismissal of the Deputy General Director and Chief Accountant will be <u>nominate</u> by the General Director and decided by the Board of Directors.	2. The appointment and dismissal of the Deputy General Director and Chief Accountant will be decided by the Board of Directors upon <u>Proposal by the General Director.</u>	Replace the term “nominate” with “submit” to ensure accuracy.
10		4. The procedures for appointing business executives are stipulated in <u>Corporation’s personnel management regulations.</u>	4. The procedures for appointing business executives are stipulated in <u>the Regulations on the Management of Personnel Holding Titles</u> and Positions of the Corporation.	Update the official name of the current Regulation to ensure accuracy.