

**VISAN JOINT STOCK
COMPANY**

Số: 1854/QĐ-HĐQT-VISSAN

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, April 23, 2026

DECISION

**On the promulgation of the Operational Regulations of the Board of Directors of
Vissan Joint Stock Company**

**THE BOARD OF DIRECTORS
VISSAN JOINT STOCK COMPANY**

Pursuant to the Law on Enterprises No. 59/2020/QH14 (amended and supplemented by Law No. 03/2022/QH15 and Law No. 76/2025/QH15);

Pursuant to the Law on Securities No. 54/2019/QH14 (amended and supplemented by Law No. 56/2024/QH15);

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

Pursuant to the Charter of Vietnam Animal Industry Joint Stock Company approved by the General Meeting of Shareholders on April 23, 2026;

Pursuant to Resolution No. 01/NQ-DHDCD-VISSAN dated April 23, 2026 of the 2026 Annual General Meeting of Shareholders of Vietnam Animal Industry Joint Stock Company,

DECIDES:

Article 1. To promulgate together with this Decision the Operational Regulations of the Board of Directors of Vissan Joint Stock Company.

Article 2. This Decision takes effect from the date of signing and replaces Decision No. 1434/QĐ-HĐQT-VISSAN dated April 21, 2022 of the Board of Directors.

Article 3. Members of the Board of Directors, the Board of Management, the Chief Accountant, Heads of Departments, Divisions, Units, and relevant individuals are responsible for the implementation of this Decision./.

Recipients:

- As Article 3
- Board of Supervisors;
- Archived: Clerical Dept, Person in charge of Corporate Governance (G)

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



Truong Hong Phong



**VISSAN JOINT STOCK
COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

THE OPERATIONAL REGULATIONS OF THE BOARD OF DIRECTORS

*(Issued together with Decision No. 1854/QĐ-sHDQT-VISSAN, dated //2026 by the
Board of Directors of VISSAN Joint Stock Company)*

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope of regulation and applicable entities

1. Scope of regulation: The Operating Regulations of the Board of Directors of VISSAN Joint Stock Company (*hereinafter referred to as the Company*) stipulate the personnel organizational structure, operating principles, rights, and obligations of the Board of Directors and its members to ensure operations comply with the laws on enterprises, securities, other relevant laws, and the Company's Charter.

2. Applicable entities: These Regulations apply to the Board of Directors and the members of the Board of Directors.

Article 2. Operating principles

1. The Board of Directors shall work on a collective principle. Members of the Board of Directors are individually responsible for their assigned duties and jointly accountable to the General Meeting of Shareholders and the law for the resolutions and decisions of the Board of Directors regarding the development of the Company.

2. The Board of Directors delegates the responsibility to the General Director to manage and execute the resolutions and decisions of the Board of Directors.

CHAPTER II

MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have full rights in accordance with the laws on enterprises, securities, other relevant laws, and the Company's Charter, including the right to be provided with information and documents concerning the financial status and business operations of the Company and its member units.

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

- a) Perform their duties honestly and prudently for the best interests of the shareholders and the Company;
- b) Attend all meetings of the Board of Directors and provide opinions on the issues brought up for discussion;
- c) Promptly and fully report to the Board of Directors any remuneration received from subsidiaries, associated companies, and other organizations;

d) Report to the Board of Directors at the next meeting any transactions between the Company, its subsidiaries, or other companies in which the Company controls 50% or more of the charter capital and the members of the Board of Directors and their related persons; and any transactions between the Company and companies in which a member of the Board of Directors has been a founding member or an enterprise manager within the last three (03) years prior to the time of the transaction;

d) Disclose information when trading the Company's shares in accordance with the provisions of the law.

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

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors, and the Chief Accountant of the Company to provide information and documents regarding the financial status and business operations of the Company and its units.

2. The requested managers must promptly, fully, and accurately provide the information and documents as requested by the members of the Board of Directors. The sequence and procedures for requesting and providing information shall comply with Clause 4, Article 29 of the Company's Charter.

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

1. The Board of Directors consists of five (05) members, including one (01) Chairman and two (02) Vice Chairmen of the Board of Directors.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years, and a member may be re-elected for an unlimited number of terms. The specific term of each member of the Board of Directors shall be decided by the General Meeting of Shareholders.

3. In the event that the terms of all members of the Board of Directors expire at the same time, such members shall continue to serve as members of the Board of Directors until new members are elected as replacements and take over the work.

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

A member of the Board of Directors must meet the following criteria and conditions:

1. Not falling into the categories of persons stipulated in Clause 2, Article 17 of the Law on Enterprises;

2. Possessing professional qualifications and experience in business administration or in the business fields and industries of the Company, and not necessarily being a shareholder of the Company;

3. Being permitted to concurrently serve as a member of the Board of Directors or the Members' Council of other enterprises (up to a maximum of five (05) other enterprises if the Company is a public company);

4. Not being a family member of the General Director and other managers of the Company; or of the managers, or the persons authorized to appoint managers of the parent company.

Article 7. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, and removed from office by the Board of Directors from among its members.
2. Unless otherwise decided by the General Meeting of Shareholders, the Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Company. The concurrent holding of the General Director position by the Chairman of the Board of Directors must be approved annually at the Annual General Meeting of Shareholders, except in cases where the Chairman of the Board of Directors of a public company is prohibited from concurrently serving as the General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Formulate the operational programs and plans of the Board of Directors;
 - b) Prepare the agenda, content, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
 - c) Organize the adoption of resolutions and decisions of the Board of Directors;
 - d) Supervise the implementation process of resolutions and decisions of the Board of Directors;
 - đ) Chair the General Meetings of Shareholders;
 - e) Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter.
4. In the event the Chairman of the Board of Directors submits a resignation letter or is dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or the date of dismissal. In case the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman in accordance with the principles stipulated in the Company's Charter. In case no person is authorized, or the Chairman of the Board of Directors dies, goes missing, is held in temporary detention, is serving a prison sentence, is serving an administrative penalty in a compulsory drug rehabilitation center or compulsory educational institution, absconds from their place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavioral control, or is prohibited by the Court from holding certain positions, practicing certain professions, or doing certain jobs, the remaining members shall elect one among themselves to hold the position of Chairman of the Board of Directors according to the majority principle of the remaining members approving, until a new decision is made by the Board of Directors.
5. When deemed necessary, the Board of Directors shall decide to appoint a Company Secretary. The Company Secretary has the rights and obligations prescribed in Article 36 of the Company's Charter.

Article 8. Nomination and candidacy for members of the Board of Directors

1. A shareholder or a group of shareholders holding a minimum of 10% of the total voting shares has the right to aggregate their voting rights to nominate candidates for the Board of Directors.
2. The nomination of persons to the Board of Directors is carried out as follows:

a) Ordinary shareholders forming a group to nominate persons to the Board of Directors must notify the Company of the group formation before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders stipulated in this Clause is entitled to nominate one or several persons as candidates for the Board of Directors according to the decision of the General Meeting of Shareholders. In the event that the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders

3. In the event that the number of candidates for the Board of Directors through nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate additional candidates. The mechanism by which the incumbent Board of Directors nominates candidates must be clearly announced and approved by the General Meeting of Shareholders before the nomination proceeds in accordance with the provisions of the law.

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

1. The election of members of the Board of Directors must be carried out using the cumulative voting method as prescribed in these Regulations and the Company's Charter.

2. The dismissal and removal of members of the Board of Directors shall be decided by the General Meeting of Shareholders.

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

1. The General Meeting of Shareholders shall dismiss or remove members of the Board of Directors in the cases specified in Article 28 of the Company's Charter.

2. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the event that the number of remaining members of the Board of Directors is less than the minimum number required by law, or the number of members of the Board of Directors is reduced by more than one-third (1/3) of the number specified in the Charter. In other cases, 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.

Article 11. Notice of election, dismissal, and removal of members of the Board of Directors

1. In cases where the candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can research these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of their disclosed personal information and must commit to performing their duties honestly, prudently, and in the best interests of the Company if elected as

members of the Board of Directors. The disclosed information related to candidates for the Board of Directors includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Employment history;
- d) Companies where the candidate currently holds managerial positions;
- đ) Interests related to the Company (if any)
- e) Other information (if any).

2. The disclosure of information regarding the election, dismissal, and removal of members of the Board of Directors shall be carried out in accordance with the Company's Information Disclosure Regulations.

CHAPTER III

THE BOARD OF DIRECTORS

Article 12. Rights and obligations of the Board of Directors

1. The Board of Directors is the managing body of the Company, having full authority to make decisions and exercise the rights and obligations of the Company in its name, except for the rights and obligations falling under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are stipulated by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

- a) Decide on the strategy, medium-term development plan, and annual budget of the Company;
- b) Recommend the classes of shares and the total number of authorized shares to be offered for sale for each class;
- c) Decide to sell unsold shares within the number of authorized shares of each class; decide to raise additional capital through other forms;
- d) Decide the share repurchase price; decide the timing, method, and selling price of the Company's shares;
- đ) Decide on the repurchase of no more than 10% of the total number of shares of each class already sold within a period of twelve (12) months;
- e) Decide on investment plans and investment projects valued at less than 35% of the total asset value of the Company recorded in the latest financial statements.

After the Board of Directors has approved the annual investment plan, for development investment projects with a total investment of up to five (05) billion VND, the General Director of the Company is authorized to approve the investment policy, make investment decisions, sign related economic contracts during the implementation of the investment project, and approve the final settlement upon completion of the investment project. The General Director of the Company is responsible for strictly complying with legal regulations, the Charter, and the Operating Regulations of the Company; ensuring the feasibility and highest economic efficiency; strictly managing costs to improve investment capital efficiency to maximally protect the interests of the Company and its shareholders; and shall not improperly divide projects/bidding packages to bypass regulations;

- f) Decide on market development, marketing, and technological solutions;
- g) Approve purchasing, borrowing, and other transactions (contracts) valued at 35% or more of the total asset value of the Company recorded in the latest financial statements, except for transactions (contracts) on selling assets or those falling under the decision-making authority of the General Meeting of Shareholders;
- h) Approve transactions (contracts) valued at less than 35% of the total asset value of the Company recorded in the latest financial statements between the Company and related persons as stipulated in Clause 1, Article 167 of the Law on Enterprises and Clause 4, Article 38 of the Charter;

- i) Elect, dismiss, and remove the Chairman and Vice Chairmen of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts, and decide on salaries, remuneration, bonuses, and other benefits for the General Director, Deputy General Directors, and the Chief Accountant; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other enterprises, and decide on the remuneration and other benefits of such persons;
 - j) Supervise and direct the General Director and other managers in running the day-to-day business operations of the Company;
 - k) Decide on the organizational structure (at the level of specialized departments or equivalent, such as departments/divisions, production workshops, branches, and representative offices); decide on the establishment, termination, or temporary suspension of operations of subsidiaries, branches, and representative offices; decide on capital contributions or purchasing shares of other enterprises; promulgate internal management regulations of the Company (except for the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors and the Supervisory Board, which fall under the decision-making authority of the General Meeting of Shareholders). The Board of Directors determines the scope of the internal management regulations within its authority to promulgate;
 - l) Approve the agenda, content, and documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect written opinions for the General Meeting of Shareholders to pass resolutions;
 - m) Submit the annual financial statements to the General Meeting of Shareholders;
 - n) Recommend the dividend payout rate; decide on the timeframe and procedures for dividend payment or the handling of losses incurred during business operations;
 - o) Recommend the reorganization or dissolution of the Company;
 - p) Formulate the Operating Regulations of the Board of Directors and the Internal Regulations on Corporate Governance to submit to the General Meeting of Shareholders for approval;
 - q) Supervise and prevent conflicts of interest involving members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers, including the misuse of Company assets and the abuse of related-party transactions (contracts);
 - r) Appoint the Person in charge of Corporate Governance;
 - s) 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;
 - t) Execute the payment of dividends to shareholders in accordance with legal regulations after being approved by the General Meeting of Shareholders;
 - u) Other rights and obligations as prescribed by the Charter and legal regulations.
3. The Board of Directors shall pass resolutions and decisions by voting at meetings or by collecting written opinions. Each member of the Board of Directors has one (01) vote.
4. In the event that a resolution or decision passed by the Board of Directors is contrary to the provisions of the law, a resolution of the General Meeting of Shareholders, or the

Company's Charter, causing damage to the Company, the members who voted in favor of passing such resolution or decision must be jointly and personally liable for that resolution or decision and must compensate the Company for the damages; members who opposed the passing of the aforementioned resolution or decision shall be exempt from liability. In this case, the shareholders of the Company have the right to request the Court to suspend the implementation of or cancel the aforementioned resolution or decision.

5. The Board of Directors utilizes the organizational apparatus, physical and technical facilities, and the Company's seal to perform its management functions. The Company's Administration Department is responsible for receiving and dispatching the documents of the Board of Directors.

Article 13. Duties and powers of the Board of Directors in approving and signing transactions and contracts

1. The Board of Directors shall approve transactions (contracts) valued at less than 35% of the total asset value recorded in the latest financial statements between the Company and any of the following entities:

- Members of the Board of Directors, Members of the Supervisory Board, the General Director, Deputy General Directors, the Chief Accountant, and their related persons;
- Shareholders, authorized representatives of institutional shareholders owning more than 10% of the total ordinary share capital of the Company, and their related persons;
- Enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises.

2. The Company's representative signing the transaction (contract) must notify the members of the Board of Directors and the members of the Supervisory Board about the related entities involved in that transaction (contract) and attach the draft contract or the primary contents of the transaction. The Board of Directors shall make a decision on whether to approve the transaction (contract) within fifteen (15) days from the date of receiving the notice; members of the Board of Directors who have interests related to the parties in the transaction (contract) shall not have the right to vote.

Article 14. Responsibilities of the Board of Directors in convening extraordinary General Meetings of Shareholders

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the cases stipulated in Article 17 of the Company's Charter.

2. The convener of the General Meeting of Shareholders must perform the tasks stipulated in Article 21 of the Company's Charter.

Article 15. Assisting subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees directly under the Board of Directors in accordance with the Internal Regulations on Corporate Governance. The operations of these subcommittees must comply with the regulations set by the Board of Directors.

2. The execution of decisions made by the Board of Directors or by the subcommittees under the Board of Directors must be in accordance with legal regulations, the Company's Charter, and the Internal Regulations on Corporate Governance.

CHAPTER IV

MEETINGS OF THE BOARD OF DIRECTORS

Article 16. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of completion of the election of that Board of Directors. This meeting shall be convened and chaired by the member who received the highest number of votes or the highest percentage of votes. In the event there is more than one member with the highest and equal number or percentage of votes, the members shall vote on a majority basis to select one (01) person among themselves to convene the Board of Directors' meeting.

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

3. The Chairman of the Board of Directors shall convene extraordinary meetings when deemed necessary for the interests of the Company. In addition, the Chairman of the Board of Directors must convene a meeting of the Board of Directors, and shall not delay without justifiable reasons, upon receiving a written request stating the purpose of the meeting and the issues to be discussed and decided within the authority of the Board of Directors from one of the following subjects:

- a) The General Director or at least five (05) other managers;
- b) At least two (02) members of the Board of Directors;
- c) The Supervisory Board.

4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request stipulated in Clause 3 of this Article. In case of failure to convene the Board of Directors' meeting as requested, the Chairman of the Board of Directors must be held responsible for any damages caused to the Company; the person(s) making the request has the right to convene the Board of Directors' meeting in place of the Chairman of the Board of Directors.

5. Upon the request of an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the situation of the Company.

6. The Chairman of the Board of Directors or the convener of the Board of Directors' meeting must send a notice of invitation to the meeting at least three (03) working days prior to the meeting date.

The notice of the Board of Directors' meeting must be made in writing in Vietnamese and must fully announce the agenda, time, and venue of the meeting, accompanied by necessary documents concerning the issues to be discussed and decided at the meeting, as well as the voting slips for members.

The notice of invitation to the Board of Directors' meeting may be sent by post, fax, email, or other means, provided that it is guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the notice of invitation to the meeting and accompanying documents to the members of the

Supervisory Board in the same manner as to the members of the Board of Directors. Members of the Supervisory Board have the right to attend the meetings of the Board of Directors; they have the right to discuss but shall not have the right to vote.

8. A meeting of the Board of Directors shall be conducted when three-quarters (3/4) or more of the total number of members are in attendance. In case a meeting convened according to this clause does not have a sufficient number of attending members as prescribed, it shall be convened for a second time within seven (07) days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend.

9. The chair of the Board of Directors' meeting shall be the Chairman of the Board of Directors or a person authorized in writing by the Chairman. In case the Chairman of the Board of Directors is absent and has not authorized anyone, the attending members of the Board of Directors shall elect one person among themselves to chair the meeting.

10. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 17 of this Article;
- c) Attending and voting via video conference, electronic voting, or other electronic forms;
- d) Sending voting slips to the meeting via mail, fax, or email;
- đ) Sending voting slips by other means as stipulated in the Company's Charter.

11. In case of sending voting slips to the meeting via mail, the voting slips must be placed in a sealed envelope and delivered to the Chairperson of the meeting at least one (01) hour prior to the opening. Voting slips shall only be opened in the presence of all attendees.

12. Meetings of the Board of Directors may be organized in the form of proceedings among members where all or some members are at different locations, provided that each participating member is able to:

- a) Hear each of the other participating members of the Board of Directors speaking in the meeting;
- b) Speak to all other participating members simultaneously.

The exchange between members may be conducted directly via telephone or other means of communication, or a combination of these methods. A member of the Board of Directors participating in such a meeting is deemed to be present at that meeting. The venue of the meeting held under this provision shall be the location where the largest group of Board members gathers, or if there is no such group, the location where the Chairperson of the meeting is present.

Decisions passed in such a meeting, which is duly organized and conducted, shall take effect immediately upon the conclusion of the meeting but must be confirmed by signatures in the minutes by all members of the Board of Directors attending the meeting.

13. Voting:

a) Except as provided in Point b of this Clause, each member of the Board of Directors or an authorized proxy present in person at the meeting of the Board of Directors shall have one (01) vote;

b) A member of the Board of Directors shall not vote on any transaction (contract) in which such member or their related person has an interest, or where such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors benefiting from a transaction (contract) as stipulated in Clause 1, Article 13 of these Regulations is deemed to have an interest in that transaction (contract). Such member shall still be counted toward the quorum (the minimum number of members required to be present) for the meeting but shall not have the right to vote.

c) Pursuant to the provisions in Point b of this Clause, when an issue arises in a meeting of the Board of Directors regarding the interests of a Board member or the voting rights of a member, and such issue is not resolved by the voluntary waiver of voting rights by the member concerned, the issue shall be referred to the Chairperson for a ruling. The ruling of the Chairperson regarding this matter shall be final and conclusive, except where the nature or scope of the interests of the relevant Board member has not been fully disclosed.

14. Any member of the Board of Directors who directly or indirectly benefits from a transaction (contract) that has been signed or is intended to be signed with the Company, and is aware of their interest therein, has the responsibility to disclose the nature and content of such interest at the meeting where the Board of Directors first considers the signing of said transaction (contract). In the event a Board member is unaware that they or their related persons have an interest at the time the transaction (contract) is signed with the Company, such member must disclose the relevant interests at the first meeting of the Board of Directors held after the member becomes aware of their actual or potential interest in the related transaction (contract).

15. The Board of Directors shall pass decisions and issue resolutions based on the approval of a majority of the members present (over 50%). In the event of an equality of votes (a tie), the Chairman of the Board of Directors shall have the casting vote.

16. Resolutions by way of written solicitation of opinions shall be passed based on the approval of a majority of the members of the Board of Directors who have the right to vote. Such resolutions shall have the same validity and effect as a resolution passed by the members of the Board of Directors at a meeting convened and held in the usual manner.

17. Members must attend all meetings of the Board of Directors in full. A member may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors.

Article 17. Minutes of the Board of Directors' meetings

1. Meetings of the Board of Directors must be minuted and may be recorded, logged, and stored in other electronic forms. The minutes must be prepared in Vietnamese and include the following principal contents:

a) Name, address of the head office, and enterprise identification number;

b) Time and venue of the meeting;

c) Purpose, agenda, and contents of the meeting;

- d) Full names of each attending member or authorized proxy and the method of attendance; full names of non-attending members and reasons thereof;
 - đ) Issues discussed and voted upon at the meeting;
 - e) Summary of the opinions stated by each attending member in the chronological order of the meeting;
 - f) Voting results, clearly indicating the members who voted in favor, against, and abstained;
 - g) Issues passed and the respective passing vote percentages;
 - h) Full names and signatures of the chairperson and the minute-taker, except as provided in Clause 2 of this Article.
2. In the event that the chairperson or the minute-taker refuses to sign the meeting minutes, but all other attending members of the Board of Directors agree to pass and sign the meeting minutes, and the minutes contain all the required contents prescribed in Points a, b, c, d, đ, e, g and h Clause 1 of this Article, such minutes shall be effective. The meeting minutes must clearly state the fact that the chairperson or minute-taker refused to sign. In this case, the persons signing the meeting minutes shall be jointly liable for the accuracy and truthfulness of the contents of the Board of Directors' meeting minutes. The chairperson and minute-taker are personally liable for any damages caused to the enterprise resulting from their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company's Charter, and relevant laws.
3. The chairperson, the minute-taker, and those who sign the minutes must be responsible for the truthfulness and accuracy of the contents of the Board of Directors' meeting minutes.
4. The Board of Directors' meeting minutes and documents used in the meeting must be archived at the Company's head office

CHAPTER V

REPORTING AND DISCLOSURE OF INTERESTS

Article 18. Submission of annual reports

1. At the end of the financial year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:
- a) Report on the Company's business results;
 - b) Audited financial statements;
 - c) Evaluation report on the management and administration of the Company;
 - d) Appraisal report of the Supervisory Board.
2. The reports stipulated in Points a, b, and c, Clause 1 of this Article must be sent to the Supervisory Board for appraisal at least thirty (30) days prior to the opening date of the Annual General Meeting of Shareholders.
3. The reports stipulated in Clause 1 of this Article, the appraisal report of the Supervisory Board, and the audit report must be kept at the Company's head office at least ten (10) days prior to the opening date of the Annual General Meeting of Shareholders. A shareholder continuously owning shares of the Company for at least

one (01) year has the right, either independently or together with a lawyer, accountant, or certified auditor, to directly examine the reports prescribed in this Article.

Article 19. Remuneration, bonuses, and other benefits of members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.

2. Members of the Board of Directors are entitled to receive remuneration, bonuses, and other benefits for their work in their capacity as members of the Board of Directors. The total level of remuneration, bonuses, and other benefits for the Board of Directors shall be decided by the General Meeting of Shareholders. The remuneration, bonuses, and other benefits shall be distributed among the members of the Board of Directors according to an agreement within the Board of Directors, or divided equally in case no agreement can be reached.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors holding an executive position, or a member of the Board of Directors working in subcommittees of the Board of Directors, or performing other tasks outside the normal scope of duties of a Board member, may be paid additional remuneration in the form of a lump-sum per occasion, salary, commission, profit percentage, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for all travel, meals, accommodation, and other reasonable expenses (operating expenses) incurred while performing their duties as members of the Board of Directors. The expenditures of the Board of Directors must comply with the following principles:

a) Serving management tasks, including:

- Expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors, including travel, meal, and accommodation expenses during the meeting period;
- Market research and development expenses: domestic and overseas business trips by members of the Board of Directors must be approved by the Chairman of the Board of Directors;
- Consulting expenses;
- Other expenses related to the performance of duties by members of the Board of Directors.

b) Practicality, efficiency, economy, and transparency.

c) The Chairman of the Board of Directors decides on the approval of expenditures serving the activities of the Board of Directors.

Article 20. Disclosure of related interests

1. Members of the Board of Directors have the obligation to:

a) Declare their related interests to the Company in accordance with Clauses 2 and 3, Article 164 of the Law on Enterprises, and notify the Company of all interests that may cause a conflict with the Company's interests which they may enjoy through other organizations or individuals;

b) Report in writing to the Board of Directors and the Supervisory Board in the following cases:

- Transactions (contracts) between the Company and an enterprise in which they have been a founding member or enterprise manager within the last three (03) years prior to the time of the transaction (contract)

- Transactions (contracts) between the Company and an enterprise where their related persons are members of the Board of Directors, General Director (Director), or major shareholders;

- Transactions (contracts) between the Company, its subsidiaries, or enterprises in which the Company controls over 50% of the charter capital and such members or their related persons.

2. Members of the Board of Directors may only use information obtained by virtue of their position to serve the interests of the Company.

3. For transactions stipulated in Clause 4, Article 38 of the Company's Charter that require approval by the General Meeting of Shareholders or the Board of Directors, the Company shall disclose information regarding these resolutions in accordance with the Company's Information Disclosure Regulations.

4. Members of the Board of Directors must not use or disclose internal information to others to conduct related transactions.

CHAPTER VI

RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 21. Relationships among members of the Board of Directors

1. The relationship among members of the Board of Directors is one of coordination; members are responsible for informing each other of relevant issues during the course of performing their assigned tasks.

2. During the work process, the member assigned primary responsibility must proactively coordinate the handling of issues if they relate to areas overseen by other Board members. In the event of differing opinions among members, the member in charge shall report to the Chairman for a decision within his/her authority, or organize a meeting or collect opinions from Board members in accordance with the law, the Company's Charter, and these Regulations.

3. In the event of a reassignment among Board members, the members must hand over the work, records, and relevant documents. This handover must be documented in writing and reported to the Chairman.

Article 22. Relationship with the Executive Management

In its governance role, the Board of Directors issues resolutions and decisions for the Executive Management (General Director, Deputy General Directors, and Chief Accountant) to implement. Simultaneously, the Board of Directors inspects and supervises the implementation of these resolutions and decisions.

Article 23. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board is one of coordination. The working relationship follows the principles of equality and independence, while maintaining close coordination and mutual support during the performance of their duties.
2. Upon receiving inspection minutes or summary reports from the Supervisory Board, the Board of Directors is responsible for reviewing them and directing the Executive Management to formulate plans and implement appropriate and timely corrective actions.

CHAPTER VII

IMPLEMENTATION PROVISIONS

Article 24. Implementation provisions

1. Any amendments or supplements to these Regulations must be considered and decided by the General Meeting of Shareholders.
2. During the implementation of these Regulations, if there are provisions in the Charter or relevant laws regarding the operations of the Board of Directors that differ from or are not mentioned in these Regulations, those provisions of the Charter and relevant laws shall automatically apply to govern the operations of the Company's Board of Directors./.

