

DRAFT

APPENDIX: AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

(Attached to Submission No. .../TT-BHDCB, dated 2025)

Note:

- The provisions not specified in this appendix remain unchanged.
- The contents left blank in the Notes section are unchanged.
- The proposed changes in the section "Regulations in the current Charter" are the lines shown in underlined form.
- The contents that need to be amended and supplemented in the section "Regulations in the amended Charter" are highlighted in red.

CURRENT RULES	AMENDED ARTICLES	NOTE
REGULATIONS JOINT STOCK COMPANY CAM RIVER SHIPBUILDING <i>(According to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance)</i>	REGULATIONS JOINT STOCK COMPANY CAM RIVER SHIPBUILDING <i>(This Charter is approved by Resolution of the General Meeting of Shareholders No. .../NQ-BHDCB dated 2025)</i>	Updated according to the Resolution of the General Meeting of Shareholders approving the Charter
INTRODUCTION	INTRODUCTION	
I. DEFINITION OF TERMS IN THE CHARTER	I. DEFINITION OF TERMS IN THE CHARTER	
Article 1. Interpretation of terms	Article 1. Interpretation of terms	
g) <i>The enterprise's executives</i> are the Director (General Director), Deputy Director (Deputy General Director), Chief Accountant and other executives as prescribed in the Company's Charter;	g) <i>The business operator</i> is the General Director, Deputy Director, Chief Accountant;	Modify according to business reality
h) <i>Enterprise managers</i> are company managers, including the Chairman of the Board of Directors, members of the Board of Directors, Director (General Director) and individuals holding other management positions as prescribed in the Company Charter;	h) <i>Business manager</i> is the person who manages the company, including the Chairman of the Board of Directors, members of the Board of Directors, and General Director ;	Modify according to business reality
Article 2. Name, form, headquarters, branches, representative offices, business locations and term of operation of the Company	Article 2. Name, form, headquarters, branches, representative offices, business locations and term of operation of the Company	
3. Company's registered office: Ngo Hung Village, An Hong Commune, An Duong District, Hai Phong City, Vietnam	3. Company's registered office: Ngo Hung residential group, An Hong ward, Hong Bang district, Hai Phong city, Vietnam	Correct the address according to the new administrative

<p>- Head office address: Ngo Hung Village, An Hong Commune, An Duong District, Hai Phong City, Vietnam</p> <p>- Phone: 0225 3525974;</p> <p>- Fax: 0225 3525512</p> <p>- Email: nmdtsc@hn.vnn.vn</p> <p>- Website: www.songcam.vn</p>	<p>- Head office address: Ngo Hung residential group, An Hong ward, Hong Bang district, Hai Phong city, Vietnam</p> <p>- Phone: 0225 3525974;</p> <p>- Fax: 0225 3525512</p> <p>- Email: songcamship@songcam.vn</p> <p>- Website: www.songcam.vn</p>	<p>boundaries according to the Resolution of the National Assembly and the email address, website address</p>
<p>5. Unless the operation is terminated before the deadline specified in Clause 2, Article 59 <u>or</u> the operation is extended according to the provisions in Article 60 of this <u>Charter</u>, the Company's operation term is indefinite from the date of establishment.</p>	<p>5. Unless terminated before the deadline specified in Clause 2, Article 59, the Company's term of operation is indefinite from the date of establishment.</p>	<p>Eliminate the provision on extension of operation because the Company's term of operation is indefinite.</p>
<p>V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL</p> <p>Article 11. Organizational structure, administration and control</p> <p>4. <u>Director</u> (General Director).</p> <p>The Board of Directors shall appoint a member of the Board of Directors or hire another person as General Director.</p> <p>General Director have rights and obligations according to the provisions of the Enterprise Law, the charter and internal regulations of the company.</p>	<p>V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL</p> <p>Article 11. Organizational structure, administration and control</p> <p>4. General Director.</p> <p>The Board of Directors shall appoint a member of the Board of Directors or hire another person as General Director.</p> <p>General Director have rights and obligations according to the provisions of the Enterprise Law, the charter and internal regulations of the company.</p>	
<p>VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS</p> <p>Article 12. Shareholders' rights</p>	<p>VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS</p> <p>Article 12. Shareholders' rights</p>	<p>Modify to suit the company's reality</p>

<p>a) Attend and speak at the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or in other forms as prescribed by the Company Charter or law. Each common share has one vote;</p>	<p>a) Attend and speak at the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative. or conduct remote voting, voting electronically or other forms as prescribed by the Company Charter, Internal Regulations on Corporate Governance, or the law. Each common share has one vote;</p>	<p>Add more cases of electronic voting in accordance with the Internal Governance Regulations.</p>
<p>Article 14. General meeting of shareholders</p>	<p>Article 14. General meeting of shareholders</p>	
<p>1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. <u>Unless otherwise provided in the Company's Charter</u>, the Board of Directors shall decide to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be in Vietnam.</p>	<p>1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be in Vietnam.</p>	<p>The company charter does not provide otherwise.</p>
<p>Article 15. Rights and obligations of the General Meeting of Shareholders</p>	<p>Article 15. Rights and obligations of the General Meeting of Shareholders</p>	
<p>2. The General Meeting of Shareholders discusses and approves the following issues: d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors, Director (General Director);</p>	<p>2. The General Meeting of Shareholders discusses and approves the following issues: d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;</p>	<p>Modify to suit the company's reality</p>
<p>Article 16. Authorization to attend the General Meeting of Shareholders</p>	<p>Article 16. Authorization to attend the General Meeting of Shareholders</p>	
<p>The person authorized to attend the General Meeting of Shareholders must submit a power of attorney when registering to attend the meeting. In case of re-</p>	<p>The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. The person authorized to</p>	<p>Modify to suit reality</p>

<p>authorization, the person attending the meeting must also present the original power of attorney of the shareholder or the authorized representative of the shareholder being an organization (if not previously registered with the Company).</p> <p>3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs, <u>except in the following cases</u> :</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.</p> <p>Article 18. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders</p> <p>3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures that it reaches the shareholders' contact addresses, and shall be published on the Company's website and the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders shall send the notice of invitation to all shareholders on the List of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date on which the notice is validly sent or transmitted). The agenda of the General Meeting of Shareholders and documents related to</p>	<p>attend the General Meeting of Shareholders may not re-authorize a third person to attend the General Meeting.</p> <p>3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.</p> <p>Article 18. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders</p> <p>3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and shall be published on the Company's website, the State Securities Commission, and the Hanoi Stock Exchange . The person convening the General Meeting of Shareholders must send a notice of meeting to all shareholders in the List of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date the notice is validly sent or delivered). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website.</p>	<p>Modify to suit reality</p>
<p>Modify to suit the company's reality</p>		

the issues to be voted on at the meeting shall be sent to the shareholders and/or posted on the Company's website.		
Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be passed	Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be passed	
1. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises : a) Type of shares and total number of shares of each type; b) Change of industry, profession and business field; c) Change the Company's management structure; d) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report, except in cases where the Company Charter stipulates a different ratio or value; d) Reorganize and dissolve the Company;	1. Resolutions on the following contents shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises: a) Type of shares and total number of shares of each type; b) Change of industry, profession and business field; c) Change the Company's management structure; d) Investment project or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report. d) Reorganize and dissolve the Company;	Amended according to Clause 5, Article 7 of Law No. 03/2022/QH15 of the National Assembly issued on January 11, 2022.
2. Resolutions are passed when the number of shareholders holding more than 50% of the total votes of all shareholders attending the meeting, agree, except in the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises .	2. Resolutions are passed when approved by shareholders holding more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 1, 3, 4 and 6, Article 148 of the Law on Enterprises.	Amended according to Clause 5, Article 7 of Law No. 03/2022/QH15 of the National Assembly issued on January 11, 2022
VII. BOARD OF DIRECTORS	VII. BOARD OF DIRECTORS	
Article 26. Composition and term of office of members of the Board of Directors	Article 26. Composition and term of office of members of the Board of Directors	
3. The composition of the Board of Directors is as follows: The structure of the Board of Directors of a public company must ensure that at least 1/3 of the total number of Board members are non-executive members. The Company shall limit the number of Board members who	3. The composition of the Board of Directors is as follows: The structure of the Board of Directors of a public company must ensure that at least 1/3 of the total number of Board members are non-executive members. The Company shall limit the number of Board members who concurrently hold	Canceled because the current company does not operate according to the model prescribed in Point b, Clause 1, Article 137

<p>concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.</p> <p><u>In case an unlisted public company operates under the model prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises , the composition of the Board of Directors of the company must ensure that at least 1/5 of the total number of members of the Board of Directors are independent members. In case the number of members of the Board of Directors of an unlisted public company operating under the above model is less than 05 people, the Company must ensure that 01 member of the Board of Directors is an independent member.</u></p> <p><u>listed companies, the total number of independent members of the Board of Directors must ensure the following regulations:</u></p> <p><u>a) There must be at least 01 independent member in case the company has from 03 to 05 members on the Board of Directors;</u></p> <p><u>b) There must be at least 02 independent members in case the company has from 06 to 08 members on the Board of Directors;</u></p> <p><u>c) There must be at least 03 independent members in case the company has from 09 to 11 members on the Board of Directors.</u></p> <p>Article 27. Powers and obligations of the Board of Directors</p> <p>2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:</p> <p>d) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises ;</p> <p>h) Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of less than</p>	<p>executive positions of the Company to ensure the independence of the Board of Directors.</p>	<p>of the Law on Enterprises and is not a listed company.</p>
<p>Article 27. Powers and obligations of the Board of Directors</p> <p>2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:</p> <p>d) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;</p> <p>h) Through purchase, sale, loan, lending contracts and other contracts and transactions with a minimum value of 35% of</p>		<p>Supplement according to Company Regulations</p> <p>Amend in accordance with point h, clause 2,</p>

35% of the total asset value recorded in the Company's most recent financial report and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;	the total value of assets recorded in the Company's most recent financial report , excluding contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;	article 153 of the Law on Enterprises.
i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the <u>Director</u> (General Director) and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies; decide on remuneration and other benefits of such persons; k) Supervise and direct the <u>Director</u> (General Director) and other managers in operating the Company's daily business operations;	j) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies; decide on remuneration and other benefits of such persons; k) Supervise and direct the General Director and other managers in the daily business operations of the Company;	Modify to suit the company's reality
q) Decide to issue the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; <u>decide to issue the Operating Regulations of the Audit Committee under the Board of Directors</u> , Regulations on information disclosure of the company;	q) Decision to promulgate the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders, and Regulations on the Company's Information Disclosure;	Modify to suit the company's reality
Article 29. Chairman of the Board of Directors	Article 29. Chairman of the Board of Directors	
2. The Chairman of the Board of Directors may not concurrently hold the position of <u>Director</u> (General Director).	2. The Chairman of the Board of Directors may not concurrently hold the position of General Director.	Modify to suit the company's reality
Article 30. Meeting of the Board of Directors	Article 30. Meeting of the Board of Directors	
3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases: a) At the request of the Board of Supervisors or an independent member of the Board of Directors; b) At the request of the <u>Director</u> (General Director) or at least 05 other managers;	3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases: a) At the request of the Board of Supervisors or an independent member of the Board of Directors; b) At the request of the General Director or at least 05 other managers;	Modify to suit the company's reality

c) Requested by at least 02 members of the Board of Directors;	c) Requested by at least 02 members of the Board of Directors;	
VIII. DIRECTOR (GENERAL DIRECTOR) AND OTHER EXECUTIVES	VIII. GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS	Modify to suit the company's reality
Article 33. Organization of management apparatus	Article 33. Organization of management apparatus	
The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a Director (General Director), Deputy Directors (Deputy General Directors), Chief Accountant and [other management positions appointed by the Board of Directors]. The appointment, dismissal and removal of the above positions must be approved by resolution or decision of the Board of Directors.	The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a General Director , Deputy General Directors, Chief Accountant and other management positions appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be approved by resolution or decision of the Board of Directors.	Modify the title to suit the company's reality
Article 34. Company Executives	Article 34. Company Executives	
1. The Company's executives include the Director (General Director), Deputy Director (Deputy General Director), Chief Accountant and other executives as prescribed in the Company's Charter.	1. The Company's executives include the General Director , Deputy General Director, and Chief Accountant.	Modify to suit company reality. "other executive" unless the company's Articles of Association provide otherwise.
2. Upon the request of the Director (General Director) and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards appropriate to the Company's management structure and regulations as prescribed by the Board of Directors. Business executives must be responsible for supporting the Company in achieving its objectives in operations and organization.	2. At the request of The General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards appropriate to the Company's management structure and regulations as prescribed by the Board of Directors. The business executive must be responsible for supporting the Company to achieve the set goals in operation and organization.	Modify the title to suit the company's reality
3. The Director (General Director) is paid salary and bonus. The salary and bonus of the Director (General Director) are decided by the Board of Directors.	3. The General Director is paid salary and bonus. Salary and bonus of the General Director decided by the Board of Directors.	Modify the title to suit the company's reality

Article 35. Appointment, dismissal, duties and powers of Director (General Director)	Article 35. Appointment, dismissal, duties and powers of the General Director	Modify the title to suit the company's reality
<p>1. The Board of Directors appoints 01 member of the Board of Directors or hires another person as <u>Director</u> (General Director).</p> <p>2. <u>The Director</u> (General Director) is the person who runs the daily business operations of the Company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.</p> <p>3. The term of office of <u>the Director</u> (General Director) shall not exceed 05 years and may be reappointed for an unlimited number of terms. <u>The Director</u> (General Director) must meet the standards and conditions prescribed by law and the Company Charter.</p> <p>4. <u>The Director</u> (General Director) has the following rights and obligations:</p> <p>a) Decide on matters related to the Company's daily business operations that are not under the authority of the Board of Directors;</p> <p>b) Organize the implementation of resolutions and decisions of the Board of Directors;</p> <p>c) Organize the implementation of the Company's business plan and investment plan;</p> <p>d) Propose organizational structure plan and internal management regulations of the Company;</p> <p>d) Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors;</p> <p>e) Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of <u>the Director</u> (General Director);</p> <p>g) Labor recruitment;</p> <p>h) Proposing plans to pay dividends or handle business losses;</p>	<p>1. The Board of Directors appoints 01 member of the Board of Directors or hires another person as General Director .</p> <p>2. The General Director is the person who runs the daily business of the Company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.</p> <p>3. The term of office of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company Charter.</p> <p>4. The General Director has the following rights and obligations:</p> <p>a) Decide on matters related to the Company's daily business operations that are not under the authority of the Board of Directors;</p> <p>b) Organize the implementation of resolutions and decisions of the Board of Directors;</p> <p>c) Organize the implementation of the Company's business plan and investment plan;</p> <p>d) Propose organizational structure plan and internal management regulations of the Company;</p> <p>d) Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors;</p> <p>e) Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director ;</p> <p>g) Labor recruitment;</p> <p>h) Proposing plans to pay dividends or handle business losses;</p> <p>i) Other rights and obligations as prescribed by law, the Company Charter and resolutions and decisions of the Board of Directors.</p>	<p>Modify i to suit the company's reality</p>

<p>i) Other rights and obligations as prescribed by law, the Company Charter and resolutions and decisions of the Board of Directors.</p> <p>5. The Board of Directors may dismiss the Director (General Director) when the majority of the Board of Directors with voting rights present at the meeting agree and appoint a new <u>Director</u> (General Director) to replace him/her.</p>	<p>5. The Board of Directors may dismiss the General Director when the majority of the Board of Directors with voting rights present at the meeting agree and appoint a new General Director to replace him.</p>	
<p>IX. SUPERVISORY BOARD OR AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS</p>	<p>IX. BOARD OF SUPERVISION</p>	<p>Modify to suit the company's reality</p>
<p>Article 38. Head of the Board of Supervisors</p> <p>2. Rights and obligations of the Head of the Board of Supervisors:</p> <p>a) Convene the Board of Supervisors meeting;</p> <p>b) Request the Board of Directors, <u>Director</u> (General Director) and other executives to provide relevant information to report to the Board of Supervisors;</p> <p>c) Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.</p>	<p>Article 38. Head of the Board of Supervisors</p> <p>2. Rights and obligations of the Head of the Board of Supervisors:</p> <p>a) Convene the Board of Supervisors meeting;</p> <p>b) Request the Board of Directors, General Director and other executives to provide relevant information to report to the Board of Supervisors;</p> <p>c) Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders.</p>	<p>Modify the title to suit the company's reality</p>
<p>Article 39. Rights and obligations of the Board of Supervisors</p> <p>3. Monitor the Company's financial situation, compliance with the law in the activities of Board of Directors members, <u>Director</u> (General Director), and other managers.</p> <p>4. Ensure coordination of activities with the Board of Directors, <u>Director</u> (General Director) and shareholders.</p> <p>5. In case of detecting any violation of the law or the Company Charter by a member of the Board of Directors, <u>Director</u> (General Director) and other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the</p>	<p>Article 39. Rights and obligations of the Board of Supervisors</p> <p>3. Monitor the Company's financial situation, compliance with the law in the activities of Board of Directors members, General Director, and other managers.</p> <p>4. Ensure coordination of activities with the Board of Directors, General Director and shareholders.</p> <p>5. In case of detecting any violation of the law or the Company Charter by a member of the Board of Directors, the General Director and other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and take measures to remedy the consequences.</p>	<p>Modify the title to suit the company's reality</p>

violator to stop the violation and take measures to remedy the consequences.		
9. Have the right to request the Board of Directors, members of the Board of Directors, <u>the Director</u> (General Director) and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company.	9. Have the right to request the Board of Directors, members of the Board of Directors, the General Director and other managers to provide complete, accurate and timely information and documents on the management, operation and business activities of the Company.	Modify the title to suit the company's reality
Article 40. Meeting of the Board of Supervisors	Article 40. Meeting of the Board of Supervisors	
2. The Board of Supervisors has the right to request members of the Board of Directors, <u>the Director</u> (General Director) and representatives of approved auditing organizations to attend and answer questions that need to be clarified.	2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of approved auditing organizations to attend and answer questions that need to be clarified.	Modify the title to suit the company's reality
Article 42. Nomination and candidacy for members of the Audit Committee	Cancel	Dropped because the company does not operate under this model.
1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not executives of the Company.		
2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.		
Article 43. Composition of the Audit Committee		
1. The Audit Committee shall consist of two or more members. The Chairman of the Audit Committee shall be an independent member of the Board of Directors. The other members of the Audit Committee shall be non-executive members of the Board of Directors.		
2. Audit Committee members must have knowledge of accounting and auditing, have general understanding of the law and operations of the Company and must not fall into the following cases:		
a) Work in the accounting and finance department of the Company;		

<p>b) <u>Being a member or employee of an auditing organization approved to audit the company's financial statements for the previous 3 consecutive years.</u></p> <p>3. <u>The Chairman of the Audit Committee must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, or business administration.</u></p> <p><u>Article 44. Rights and obligations of the Audit Committee</u></p> <p><u>The Audit Committee has the rights and obligations as prescribed in Article 161 of the Law on Enterprises, the Company Charter and the following rights and obligations:</u></p> <p>1. <u>Have the right to access documents related to the Company's operations, discuss with other members of the Board of Directors, the Director (General Director), Chief Accountant and other managers to collect information for the Audit Committee's operations.</u></p> <p>2. <u>Have the right to request representatives of approved auditing organizations to attend and answer questions related to audited financial statements at meetings of the Audit Committee.</u></p> <p>3. <u>Use outside legal, accounting or other consulting services as needed.</u></p> <p>4. <u>Develop and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.</u></p> <p>5. <u>Prepare a written report to the Board of Directors when discovering that a member of the Board of Directors, the Director (General Director) and other managers do not fully perform their responsibilities as prescribed in the Law on Enterprises and the Company Charter.</u></p> <p>6. <u>Develop the Audit Committee's operating regulations and submit them to the Board of Directors for approval.</u></p> <p><u>Article 45. Meeting of the Audit Committee</u></p>		
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<p>1. The Audit Committee must meet at least twice a year. Minutes of the meeting must be detailed, clear and fully retained. The person taking the minutes and the Audit Committee members attending the meeting must sign the meeting minutes.</p> <p>2. The Audit Committee shall pass decisions by voting at meetings, collecting written opinions or other forms as prescribed by the Company Charter or the Audit Committee's Operating Regulations. Each member of the Audit Committee shall have one vote. Decisions of the Audit Committee shall be passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision shall belong to the side with the opinion of the Chairman of the Audit Committee.</p> <p><u>Article 46. Report on the activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders</u></p> <p>1. The independent member of the Board of Directors in the Audit Committee is responsible for reporting on its activities at the annual General Meeting of Shareholders.</p> <p>2. The performance report of the independent member of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:</p> <p>a) Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and the Company Charter;</p> <p>b) Summary of meetings of the Audit Committee and conclusions and recommendations of the Audit Committee;</p> <p>c) Results of monitoring of financial reports, operations and financial situation of the Company;</p>		
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<p>d) Assessment report on transactions between the Company, subsidiaries, other companies in which the Company controls 50% or more of the charter capital with members of the Board of Directors. Directors (General Directors), other executives of the enterprise and related persons of that entity; transactions between the Company and companies in which members of the Board of Directors, Directors (General Directors), other executives of the enterprise are founding members or managers of the enterprise within the last 3 years prior to the time of the transaction;</p> <p>d) Assessment results of the Company's internal control and risk management system;</p> <p>e) Results of supervision of the Board of Directors, Director (General Director) and other executives of the enterprise;</p> <p>g) Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the Director (General Director) and shareholders;</p>		
<p>X. RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS, SUPERVISORY BOARD MEMBERS, DIRECTOR (GENERAL DIRECTOR) AND OTHER MANAGERS</p> <p>Members of the Board of Directors, members of the Supervisory Board, the Director (General Director) and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and carefully for the benefit of the Company.</p>	<p>X. RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS, SUPERVISORY BOARD MEMBERS, GENERAL DIRECTOR AND OTHER MANAGERS</p> <p>Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and carefully for the benefit of the Company.</p>	<p>Modify the title to suit the company's reality</p>
<p>Article 47. Responsibility to be honest and avoid conflicts of interest</p> <p>1. Members of the Board of Directors, members of the Board of Supervisors, Directors (General Directors) and other managers must publicly disclose related interests in</p>	<p>Article 42. Responsibility to be honest and avoid conflicts of interest</p> <p>1. Members of the Board of Directors, members of the Supervisory Board, the General Director and other managers must publicly disclose related interests in accordance with the</p>	<p>Correct the serial number</p> <p>Modify the title to suit the company's reality</p>

<p>accordance with the provisions of the Law on Enterprises and relevant legal documents.</p> <p>2. Members of the Board of Directors, members of the Board of Supervisors, <u>the Director</u> (General Director), other managers and their related persons may only use information obtained through their positions to serve the interests of the Company.</p> <p>3. Members of the Board of Directors, members of the Supervisory Board, the Director (General Director) and other managers are obliged to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, other companies in which the public company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.</p>	<p>provisions of the Law on Enterprises and relevant legal documents.</p> <p>2. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers and their related persons may only use information obtained through their positions to serve the interests of the Company.</p> <p>3. Members of the Board of Directors, members of the Supervisory Board, the General Director and other managers are obliged to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, other companies in which the public company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.</p>	
<p>5. Members of the Board of Directors, members of the Board of Supervisors, <u>Directors</u> (General Directors), other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.</p>	<p>5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.</p>	<p>Modify the title to suit the company's reality</p>
<p>6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, <u>the Director</u> (General Director), other executives and individuals and organizations related to these subjects are not invalid in the following cases:</p> <p>a) For transactions with a value of less than or equal to 20 % of the total asset value recorded in the most recent financial report, the important contents of the contract or transaction as well as the relationships and interests of the members of the Board of Directors, members of the Board</p>	<p>6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives and individuals and organizations related to these subjects are not invalid in the following cases:</p> <p>a) For transactions with a value less than or equal to 20 % of the total asset value recorded in the most recent financial report, the important contents of the contract or transaction as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the</p>	<p>Modify the title to suit the company's reality</p>

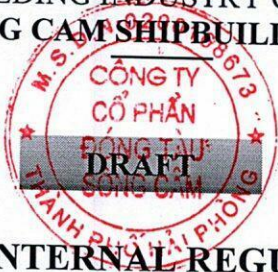
<p>of Supervisors, <u>the Director</u> (General Director), and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the Board of Directors members who have no related interests;</p> <p>b) For transactions with a value greater than 20 % or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 20 % or more of the total asset value recorded in the most recent financial report, the important contents of this transaction as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, <u>the Director</u> (General Director), and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders with no related interests.</p>	<p>General Director , and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the Board of Directors members who have no related interests;</p> <p>b) For transactions with a value greater than 20 % or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 20 % or more of the total asset value recorded in the most recent financial report, the important contents of this transaction as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director , and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders with no related interests.</p>	
<p>Article 48. Liability for damages and compensation</p>	<p>Article 43. Liability for damage and compensation</p>	<p>Correct the serial number</p>
<p>1. Members of the Board of Directors, members of the Board of Supervisors, <u>Directors</u> (General Directors) and other executives who violate their obligations and responsibilities of honesty and prudence, and fail to fulfill their obligations, shall be responsible for damages caused by their violations.</p> <p>2. The Company shall indemnify those who have been, are or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors , member of the Board of Supervisors, <u>Director</u> (General Director), other executive officers, employees or representatives authorized by the Company who have been or are performing duties as authorized by the Company, acting honestly and prudently for the benefit of the Company on the basis of compliance with the law and there is no</p>	<p>1. Members of the Board of Directors, members of the Board of Supervisors, General Directors and other executives who violate their obligations and responsibilities of honesty and prudence and fail to fulfill their obligations shall be responsible for damages caused by their violations.</p> <p>2. The Company shall indemnify those who have been, are or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, member of the Board of Supervisors , General Director, other executive, employee or representative authorized by the Company who has been or is performing duties as authorized by the Company, acting honestly and prudently for the benefit of the Company on the basis of compliance with the law and there is no evidence confirming that such person has violated his/her responsibilities.</p>	<p>Modify the title to suit the company's reality</p>

evidence confirming that such person has violated his/her responsibilities.		
RIGHT TO SEARCH COMPANY BOOKS AND RECORDS	XI. RIGHT TO SEARCH COMPANY BOOKS AND RECORDS	
Article 49. Right to look up books and records	Article 44. Right to look up books and records	Correct the serial number
3. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director) and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that this information must be kept confidential.	3. Members of the Board of Directors, members of the Supervisory Board, the General Director and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that this information must be kept confidential.	Modify the title to suit the company's reality
XII. EMPLOYEES AND TRADE UNIONS	XII. EMPLOYEES AND TRADE UNIONS	
Article 50. Employees and trade unions	Article 45. Employees and trade unions	Correct the serial number
1. The Director (General Director) must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and business executives.	1. The General Director must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and business executives.	Modify the title to suit the company's reality
2. The Director (General Director) must plan for the Board of Directors to approve issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.	2. The General Director must plan for the Board of Directors to approve issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.	
XIII. PROFIT DISTRIBUTION	XIII. PROFIT DISTRIBUTION	
Article 51. Profit distribution	Article 46. Profit distribution	Correct the serial number
4. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred	4. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the	Modified due to company shares being in the form of registered trading

money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares listed/registered for trading at the Stock Exchange can be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.	bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares registered for trading at the Stock Exchange can be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.	
XVII. BUSINESS SEAL	XVII. BUSINESS SEAL	
Article 58. Enterprise seal	Article 53. Enterprise seal	Correct the serial number
3. The Board of Directors and the Director (General Director) use and manage the seal in accordance with current laws.	3. The Board of Directors and General Director use and manage the seal in accordance with current laws.	Modify the title to suit the company's reality
XVIII. DISSOLUTION OF COMPANY	XVIII. DISSOLUTION OF COMPANY	
Article 59. Dissolution of the company	Article 54. Dissolution of the company	Correct the serial number
1. The company may be dissolved in the following cases: a) The term of operation stated in the Company Charter ends without a decision to extend; b) According to resolutions and decisions of the General Meeting of Shareholders; c) The Business Registration Certificate is revoked, except in cases where the Law on Tax Administration provides otherwise; d) Other cases as prescribed by law.	1. The company may be dissolved in the following cases: a) According to the resolution and decision of the General Meeting of Shareholders; b) The Certificate of Business Registration is revoked, except in cases where the Law on Tax Administration provides otherwise; c) Other cases as prescribed by law.	Remove point a because Clause 5, Article 2 of the Charter stipulates that the Company's term of operation is indefinite from the date of establishment.
Article 60. Extension of operation	Cancel	Cancel
1. The Board of Directors shall convene a General Meeting of Shareholders at least 7 months before the end of the term of operation so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors. 2. The term of operation is extended when the number of shareholders representing 65% or more of the total votes	Cancel	Abolish because Clause 5, Article 2 of the Charter stipulates that the Company's term of operation is indefinite from the date of establishment.

of all shareholders attending the General Meeting of Shareholders agrees.		
Article 61. Liquidation		
1. At least 06 months before the end of the Company's term of operation or after the decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.	1. After the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be paid by the Company prior to other debts of the Company.	Correct the serial number Remove point a because Clause 5, Article 2 of the Charter stipulates that the Company's term of operation is indefinite from the date of establishment.
XIX. RESOLUTION OF INTERNAL DISPUTES	XIX. RESOLUTION OF INTERNAL DISPUTES	
Article 62. Resolution of internal disputes	Article 56. Resolution of internal disputes	Correct the serial number
1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the Company's Charter, other legal provisions or agreements between: a) Shareholders with the Company; b) Shareholders with the Board of Directors, Board of Supervisors, Director (General Director) or other executives;	1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the Company's Charter, other legal provisions or agreements between: a) Shareholders with the Company; b) Shareholders with the Board of Directors, Supervisory Board, General Director or other executives;	Modify the title to suit the company's reality
XXI. EFFECT Article 64. Effect	XXI. EFFECT Article 58. Effect	Correct the serial number
1. This charter consists of 21 sections and 64 articles . was unanimously approved by the General Meeting of Shareholders of Song Cam Shipbuilding Joint Stock Company on April 15, 2021 at Song Cam Shipbuilding	1. This charter consists of 21 sections and 58 articles . approved by the General Meeting of Shareholders of Song Cam Shipbuilding Joint Stock Company on month 2025 at	

<p><u>Joint Stock Company and jointly approved the full validity of this Charter.</u></p> <ol style="list-style-type: none"> 2. The Charter is made in 10 copies, of equal value, and kept at the Company's head office. 3. This Charter is the sole and official of the Company. 4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors. 	<p>Song Cam Shipbuilding Joint Stock Company and jointly accept the full validity of this Charter.</p> <ol style="list-style-type: none"> 2. The Charter is made in 10 copies, of equal value, and kept at the Company's head office. 3. This Charter is the sole and official of the Company. 4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors. 	
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Hai Phong, dated

2025

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

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 Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in 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;

Song Cam Shipbuilding Joint Stock Company.

Pursuant to Resolution of the General Meeting of Shareholders No. /NQ-ĐHĐCĐ dated 2025.

The Board of Directors promulgates the Internal Regulations on Corporate Governance of Song Cam Shipbuilding Joint Stock Company, including the following contents:

Chapter I GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The internal regulations on corporate governance stipulate the contents on the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors, the General Director ; the order and procedures for the General Meeting of Shareholders; nomination, candidacy, election, dismissal and removal of members of the Board of Directors, the Board of Supervisors, the General Director and other activities as prescribed in the Company Charter and other current provisions of law.

2. Applicable subjects: This Regulation applies to members of the Board of Directors, Board of Supervisors, General Director and related persons.

Chapter II GENERAL MEETING OF SHAREHOLDERS

Article 2. Roles, rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings.

2. The General Meeting of Shareholders has the rights and obligations as prescribed in Clause 1, Article 15 of the Company Charter.

Article 3. Procedures for the General Meeting of Shareholders to pass resolutions by voting at the General Meeting of Shareholders

1. Authority to convene the General Meeting of Shareholders

The Board of Directors convenes the annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes extraordinary General Meetings of Shareholders in the cases specified in Clause 3, Article 14 of the Company Charter .

2. Prepare a list of shareholders entitled to attend the meeting.

The company must prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders.

3. Notice of finalization of the list of shareholders entitled to attend the General Meeting of Shareholders

The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;

Article 4. Notice of convening the General Meeting of Shareholders

1. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and shall be published on the Company's website, the State Securities Commission, and the Hanoi Stock Exchange . The person convening the General Meeting of Shareholders shall send the notice of invitation to all shareholders on the List of shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date the notice is sent or transferred in a valid manner).

2. The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

+ Meeting agenda, documents used in the meeting;

2. In case there is more than one authorized representative attending, the number of shares and votes authorized for each representative must be specifically determined. The person authorized to attend the Shareholders' Meeting may not re-authorize a third person to attend the Meeting.

Article 7. How to register to attend the General Meeting of Shareholders

1. The method of registration to attend the General Meeting of Shareholders is clearly stated in the Meeting Invitation to ensure the most convenience for shareholders in registering to attend. Shareholders choose the method of registration to attend the General Meeting of Shareholders according to the method stated in the Meeting Invitation;

2. Shareholders or authorized representatives attending the meeting must bring and present the meeting invitation, identification papers, authorization letter and other necessary related documents to the meeting organizing committee to register to attend the General Meeting of Shareholders.

Article 8. Conditions for implementation

Conditions for holding a General Meeting of Shareholders are stipulated in Article 19 of the Company Charter.

Article 9. Form of passing resolutions of the General Meeting of Shareholders

The General Meeting of Shareholders passes resolutions within its authority by voting at a meeting or by obtaining written opinions.

Article 10. Voting method

1. When registering shareholders, the Organizing Committee of the General Meeting will issue to the shareholder or authorized representative a voting ballot, on which is stated the full name of the shareholder, the number of shares and the number of votes of that shareholder.

2. The content of the ballot depends on the content of the General Meeting of Shareholders; The form and content of the ballot are as prescribed in the Election Regulations.

3. When voting at the General Meeting, shareholders or representatives authorized to vote on the ballot and conduct voting at the Congress according to the instructions of the Ballot Counting Committee.

Article 11. Method of counting votes

1. The Congress elects the Ballot Counting Committee upon the proposal of the Congress Chairman; the Congress will vote by show of hands;

2. The ballot counting committee checks the number of collected ballots compared to the number of ballots issued, the number of valid ballots, the number of invalid ballots; checks the number of approval ballots, Disagree, have no opinion on each content, summarize and report the results of direct voting at the General Meeting of Shareholders.

- + List and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;
- + Voting ballot;
- + Draft resolutions for each issue in the meeting agenda.

3. Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of the Company Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda.

Article 5. Agenda and content of the General Meeting of Shareholders (person responsible for preparing the agenda and content of the General Meeting of Shareholders; regulations on shareholders' proposals to be included in the meeting agenda)

1. The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- + Meeting agenda, documents used in the meeting;
- + List and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;
- + Voting ballot;
- + Draft resolutions for each issue in the meeting agenda.

2. Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of the Company Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda.

3. The person convening the General Meeting of Shareholders has the right to reject the proposal as prescribed in Clause 5, Article 18 of the Company Charter.

Article 6. Authorization for representatives to attend the General Meeting of Shareholders

1. Shareholders may authorize a representative to attend the General Meeting of Shareholders and vote at the meeting; The authorization must be made in writing in accordance with the provisions of civil law and must clearly state the full name of the authorized individual or organization and the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, the signatures of the authorizing party and the authorized party. Shareholders may send information about the authorization document to the organizing committee before the opening date of the meeting.

2. In case there is more than one authorized representative attending, the number of shares and votes authorized for each representative must be specifically determined. The person authorized to attend the Shareholders' Meeting may not re-authorize a third person to attend the Meeting.

Article 7. How to register to attend the General Meeting of Shareholders

1. The method of registration to attend the General Meeting of Shareholders is clearly stated in the Meeting Invitation to ensure the most convenience for shareholders in registering to attend. Shareholders choose the method of registration to attend the General Meeting of Shareholders according to the method stated in the Meeting Invitation;

2. Shareholders or authorized representatives attending the meeting must bring and present the meeting invitation, identification papers, authorization letter and other necessary related documents to the meeting organizing committee to register to attend the General Meeting of Shareholders.

Article 8. Conditions for implementation

Conditions for holding a General Meeting of Shareholders are stipulated in Article 19 of the Company Charter.

Article 9. Form of passing resolutions of the General Meeting of Shareholders

The General Meeting of Shareholders passes resolutions within its authority by voting at a meeting or by obtaining written opinions.

Article 10. Voting method

1. When registering shareholders, the Organizing Committee of the General Meeting will issue to the shareholder or authorized representative a voting ballot, on which is stated the full name of the shareholder, the number of shares and the number of votes of that shareholder.

2. The content of the ballot depends on the content of the General Meeting of Shareholders; The form and content of the ballot are as prescribed in the Election Regulations.

3. When voting at the General Meeting, shareholders or representatives authorized to vote on the ballot and conduct voting at the Congress according to the instructions of the Ballot Counting Committee.

Article 11. Method of counting votes

1. The Congress elects the Ballot Counting Committee upon the proposal of the Congress Chairman; the Congress will vote by show of hands;

2. The ballot counting committee checks the number of collected ballots compared to the number of ballots issued, the number of valid ballots, the number of invalid ballots; checks the number of approval ballots, Disagree, have no opinion on each content, summarize and report the results of direct voting at the General Meeting of Shareholders.

Article 12. Conditions for resolution to be passed

Conditions for the resolution of the General Meeting of Shareholders to be passed are stipulated in Article 21 of the Company Charter.

Article 13. Announcement of vote counting results

After conducting the vote counting, the Ballot Counting Committee will announce the vote counting results directly at the General Meeting; The announcement of the vote counting results must specifically state the total number of votes corresponding to the total number of shares voted in favor, against, or without opinion on each content. The announcement of the vote counting results shall be carried out in accordance with the provisions of the General Meeting's Working Regulations.

Article 14. Method of objecting to resolutions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to obtain opinions of the General Meeting of Shareholders, shareholders and groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises have the right to request the Court or Arbitration to review and cancel the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

- The order and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 2, Article 152 of the Law on Enterprises ;
- The content of the resolution violates the law or the Company Charter .

Article 15. Drafting minutes of meetings and resolutions of the General Meeting of Shareholders

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and have the following main contents:

- a) Name, head office address, business registration number;
- b) Time and place of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full name of the chairman and secretary;
- d) Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- e) Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of shareholders registered, shareholder representatives attending the meeting with corresponding number of shares and votes;
- g) Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;

h) Issues passed and corresponding percentage of votes passed;

i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairperson or secretary to sign the meeting minutes.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting or other persons signing the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall apply.

4. Resolutions, Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholder signatures, authorization letter to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be disclosed in accordance with the law on information disclosure on the stock market and must be kept at the Company's head office.

5. Announcement of Resolution of General Meeting of Shareholders.

Resolutions of the General Meeting of Shareholders must be announced in accordance with the provisions of the law on securities.

Article 16. Procedures for the General Meeting of Shareholders to pass resolutions by obtaining written opinions

1. Cases where written opinions can and cannot be obtained

The Board of Directors has the right to obtain written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the company, except for the case specified in Clause 2, Article 147 of the Law on Enterprises ;

The following matters must be approved by voting at the General Meeting of Shareholders:

- a) Amend and supplement the contents of the Company Charter ;
Company development orientation ;
- c) Type of shares and total number of shares of each type;
- d) Elect, dismiss, remove members of the Board of Directors and the Board of Supervisors;
- d) Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report ;
- e) Approval of annual financial reports;

g) Reorganization and dissolution of the Company.

2. Procedures for the General Meeting of Shareholders to pass Resolutions by obtaining written opinions.

The order and procedures for the General Meeting of Shareholders to pass a Resolution by obtaining written opinions shall comply with the provisions of Article 149 of the Law on Enterprises and the provisions of Article 22 of the Company Charter.

Article 17. Procedures for the General Meeting of Shareholders to pass resolutions in the form of online conference or in the form of in-person conference combined with online conference

Based on the actual situation, the Board of Directors decides to convene the General Meeting of Shareholders in the form of an online conference or a combined in-person and online conference in accordance with the provisions of the Law on Enterprises and the Company's Charter.

1. Notice of convening the General Meeting of Shareholders online or in the form of a direct conference combined with online

Notice of convening an online General Meeting of Shareholders or in the form of a combined in-person and online conference shall be implemented similarly to the provisions in Clause 4, Article 3 of these Regulations.

2. How to register to attend and authorize a representative to attend the General Meeting of Shareholders online or in the form of a direct conference combined with online

Shareholders or authorized representatives (if any) attending the meeting access the online General Meeting of Shareholders system to register to attend the meeting. The Company will provide each shareholder with one (01) login name and corresponding password to access the above system.

The Board of Directors is responsible for specifying the method of registration for attendance and the method of shareholders authorizing representatives to attend the online General Meeting of Shareholders in case the Board of Directors decides to convene the online General Meeting of Shareholders or in the form of a combined in-person and online conference .

3. Conditions for implementation:

The online general meeting of shareholders or in the form of a combined in-person and online conference is held when the number of shareholders registered to attend represents more than 50% of the total number of voting shares.

The Board of Directors decides to establish the Organizing Committee of the Congress and prepare all necessary conditions (including: transmission lines, electronic means and other equipment for online meetings) to conduct the online Congress, issue necessary guidance documents to serve the organization of the online Congress, electronic voting and information disclosure in accordance with the provisions of law.

4. Form of passing the Resolution of the General Meeting of Shareholders through the resolution in the form of an online conference or in the form of a combined in-person and online conference

Conditions for the Resolution of the General Meeting of Shareholders to be passed by online conference or by direct conference combined with online conference are prescribed in Article 21 of the Company's Charter.

5. How to vote online:

Shareholders conduct electronic voting on the online General Meeting of Shareholders system according to the login information provided by the Company. When shareholders conduct voting, the number of votes "Agree", "Disagree", "No opinion" for each voting content and the number of votes for each candidate are recorded on the online General Meeting of Shareholders system.

If there are any issues arising outside the agenda of the General Meeting sent to shareholders, shareholders can vote and elect additional candidates. If shareholders do not vote or elect on the issues arising, the shareholder's voting and election ballots are considered not collected for these issues. Shareholders can change the voting and election results; vote and elect additional candidates for the issues arising and the online system only uses the final voting and election results at the time of the end of voting and election.

6. How to count votes online:

The online General Meeting of Shareholders system automatically updates and records the final results at the end of voting and election according to regulations.

The vote counting committee approved by the General Meeting of Shareholders at the General Meeting is responsible for checking the electronic voting results to summarize the voting results.

7. Announcement of vote counting results:

The voting results were announced by the Vote Counting Committee right at the online Congress.

8. Prepare minutes of the General Meeting of Shareholders and announce the Resolution of the General Meeting of Shareholders.

The preparation of minutes of the General Meeting of Shareholders and the announcement of the Resolution of the General Meeting of Shareholders are stipulated in Article 23 of the Company Charter.

Chapter III BOARD OF DIRECTORS

Article 18. Roles, rights and obligations of the Board of Directors, responsibilities of members of the Board of Directors

1. The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company,

except for the rights and obligations 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 Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the rights and obligations stipulated in Clause 2, Article 27 of the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities in accordance with Article 280 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

4. Members of the Board of Directors have the right to request the Director, Deputy Director or General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and of units within the Company.

5. The manager is required to promptly, fully and accurately provide information and documents as requested by the Board of Directors members. The order and procedures for requesting and providing information are prescribed in the Company Charter .

Article 19. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors

1. Term and number of members of the Board of Directors

The number of members of the Board of Directors is 03 people , the term of office of a member of the Board of Directors does not exceed 05 years and can be re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, those members continue to be members of the Board of Directors until a new member is elected to replace and take over the work .

2. Structure, standards and conditions of Board of Directors members

The structure of the Board of Directors of a public company must ensure that at least 1/3 of the total number of Board members are non-executive members. The company shall limit the number of Board members who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.

3. Nominate and run for Board of Directors members

- Shareholders or groups of shareholders owning 5 % or more of total common shares have the right to pool the voting rights of each person together to nominate candidates for the Board of Directors. according to the provisions of the Enterprise Law and the Company Charter .

- In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough as required in Clause 5, Article 115 of the Law on Enterprises , the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the provisions of the Company Charter , the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent 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 provisions of law.

- Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.

4. How to elect members of the Board of Directors

Voting to elect members of the Board of Directors is carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to concentrate all or part of their total votes on one or several candidates.

Elected members of the Board of Directors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is sufficient.

In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors, a re-election will be held among the candidates with the same number of votes.

In case there are not enough members of the Board of Directors, the General Meeting will re-elect until there are enough members.

5. Cases of dismissal, removal and addition of members to the Board of Directors

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

a) Not meeting the standards and conditions prescribed in Article 155 of the Law on Enterprises ;

b) Have a resignation letter and it is accepted;

c) Death, loss of civil rights, criminal prosecution or imprisonment, mental disorder, when no longer having civil capacity.

e) Other cases specified in the Company Charter .

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

a) Not participating in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;

b) Other cases specified in the Company Charter .

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

In cases of changes in Board of Directors members related to the election, dismissal, and removal of Board of Directors members, a report on changes in information of the enterprise manager shall be made in accordance with the provisions of the law on enterprises and information shall be disclosed in accordance with the provisions of the law on securities.

8. How to introduce candidates for Board of Directors

In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least 10 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. The Board of Directors candidates must

have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other management positions (including positions on the Board of Directors of other companies);
- d) Benefits related to the Company and its related parties;
- e) Other information (if any) as prescribed in the Company Charter ;
- g) Public companies must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other management positions and the interests related to the Company of the candidate for the Board of Directors (if any).

9. Election, dismissal, removal of the Chairman of the Board of Directors

The Chairman of the Board of Directors is elected, dismissed, and removed from among the members of the Board of Directors by the Board of Directors .

The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select one of them to convene the meeting of the Board of Directors.

In case the Chairman of the Board of Directors resigns or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or dismissal or removal.

Article 20. Remuneration 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 remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board of Directors member and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown 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 serving on subcommittees of the Board of Directors or

performing other tasks beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses they have incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

6. The Company may purchase liability insurance for members of the Board of Directors after approval by the General Meeting of Shareholders. This insurance does not include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 21. Order and procedures for organizing Board of Directors meetings

1. Minimum number of meetings per quarter :

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

2. Cases where an extraordinary meeting of the Board of Directors must be convened :

- At the request of the Board of Supervisors or an independent member of the Board of Directors;
- At the request of the General Director or at least 05 other managers;
- Requested by at least 02 members of the Board of Directors;
- Other cases as prescribed by the Company Charter and the Law on Enterprises.

3. Notice of Board of Directors meeting

The notice of invitation to the Board of Directors meeting must be sent at least 03 working days before the meeting date. The notice of invitation to the meeting must specify the time , location of the meeting, the content of the meeting agenda , and must include necessary documents on the issues to be discussed , debated and voted on at the meeting .

Notice of Board of Directors' meeting may be sent by invitation, telephone, fax, electronic means or other methods as prescribed in the Company 's Charter and guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.

4. The right to attend meetings of the Board of Directors of the Head of the Supervisory Board;

The notice of the Board of Directors' meeting and accompanying documents (if any) shall be sent to the Head of the Supervisory Board as for the members of the Board of Directors.

The Head of the Supervisory Board has the right to attend meetings of the Board of Directors; has the right to discuss but not to vote.

5. Conditions for holding Board of Directors meetings;

A meeting of the Board of Directors shall be held when three-quarters or more of the total number of members attend the meeting. In case the meeting convened in

accordance with the provisions of this clause does not have the required number of members, it shall be convened for the second time within 07 days from the date of the first scheduled meeting, unless the Company Charter stipulates a shorter period. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

6. Voting method

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

- a) Attend and vote directly at the meeting;
- b) Authorize another person to attend the meeting and vote according to the provisions of Clause 11, Article 157 of the Law on Enterprises.
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting via mail, fax, or email;
- d) Send voting ballots by other means as prescribed in the Company Charter and regulations of law .

- In case of sending the ballot to the meeting by mail, the ballot must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The ballot may only be opened in the presence of all attendees.

7. Method of passing resolutions of the Board of Directors;

Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Resolutions adopted by written vote are approved by the majority of the members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution adopted at a meeting.

8. Authorization of other persons to attend meetings of Board of Directors members;

Board members must attend all Board meetings. In case In case of being unable to attend the Board of Directors meeting, another person may be authorized to attend the meeting and vote if approved by the majority of Board of Directors members.

9. Prepare minutes of Board of Directors meetings;

Board of Directors meetings must be recorded in minutes and may be recorded, transcribed and stored in other electronic forms. Minutes must be prepared in Vietnamese and may be prepared in a foreign language, including the following main contents:

- + Name, head office address, business registration number;
- + Time and place of meeting;
- + Purpose, agenda and content of the meeting;
- + Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;
- + Issues discussed and voted on at the meeting;

+ Summarize the opinions of each member attending the meeting in the order of the meeting;

+ Voting results clearly stating members who agree, disagree and have no opinion;

+ Issues passed and corresponding percentage of votes passed;

+ Full name and signature of the chairman and the person taking the minutes, except for the case specified in Clause 2, Article 158 of the Law on Enterprises .

- The chairman, the minute taker and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes.

- Minutes of Board of Directors meetings and documents used in the meeting must be kept at the company's headquarters.

- Minutes drawn up in Vietnamese and in a foreign language have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.

10. In case the chairman and/or secretary refuses to sign the Minutes of the Board of Directors meeting;

In case the chair or the minute taker refuses to sign the meeting minutes, but if all other members of the Board of Directors attending the meeting sign them and they contain all the contents as prescribed in points a, b, c, d, dd, e, g and h, Clause 1 of this Article, then these minutes shall be valid.

11. Notification of resolutions and decisions of the Board of Directors.

Based on the contents of the meeting and the decisions approved at the Board of Directors meeting, the Chairman of the Board of Directors will sign the decisions and resolutions of the Board of Directors on behalf of the Board of Directors. The decisions and resolutions of the Board of Directors will be communicated to the members of the Board of Directors. Based on the contents of the decisions and resolutions of the Board of Directors, if they fall within the scope of information disclosure, the information will be disclosed in accordance with the provisions of law.

12. Subcommittees of the Board of Directors

The Board of Directors may establish subcommittees to be responsible for development policies, personnel, remuneration, internal audit, and risk management. The establishment and operation of subcommittees to assist the Board of Directors will be considered and decided by the Board of Directors in accordance with the provisions of the Company Charter and the provisions of law. The number of members of the subcommittee is decided by the Board of Directors, with a minimum of 03 people, including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote for it at the subcommittee meeting.

Article 22. Selection, appointment and dismissal of the person in charge of corporate governance

1. Standards of the person in charge of corporate governance;

- Have full civil capacity, professional ethics, honesty, enthusiasm and prestige; Have knowledge of the law; Have management capacity;

- Not allowed to concurrently work for an independent auditing company that is auditing the company's financial statements.

- Other standards as prescribed by law, the Company Charter and decisions of the Board of Directors.

2. Appointment of the Corporate Governance Officer;

The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently hold the position of Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises .

3. Cases of dismissal of the person in charge of corporate governance;

The Board of Directors may dismiss the person in charge of corporate governance when necessary, but not contrary to current labor laws, when approved by the majority (over 50%) of the Board members attending the meeting with voting rights, and appoint a new person in charge of corporate governance to replace him/her.

4. Notice of appointment and dismissal of the person in charge of corporate governance;

Notice of appointment and dismissal of the person in charge of corporate governance in accordance with the provisions of the company charter and securities laws.

5. Rights and obligations of the person in charge of corporate governance.

- Advise the Board of Directors on organizing the General Meeting of Shareholders according to regulations and related work between the Company and shareholders;

- Prepare meetings of the Board of Directors, Supervisory Board and General Meeting of Shareholders as requested by the Board of Directors or Supervisory Board;

- Advice on meeting procedures;

- Attend meetings;

- Consulting on procedures for preparing resolutions of the Board of Directors in accordance with legal regulations;

- Provide financial information, copies of Board of Directors meeting minutes and other information to Board of Directors members and Supervisory Board members;

- Monitor and report to the Board of Directors on the Company's information disclosure activities;

- Be the point of contact with stakeholders;

- Keep information confidential according to the provisions of law and the Company Charter;

- Other rights and obligations as prescribed by law and the Company Charter.

Chapter IV SUPERVISORY BOARD

Article 23. Roles, rights and obligations of the Board of Supervisors, responsibilities of members of the Board of Supervisors.

1. The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Law on Enterprises and Article 39 of the Company Charter.

Article 24. Term, number, composition and structure of members of the Board of Supervisors

1. Term, number, composition, and structure of members of the Board of Supervisors

The number of members of the Company's Board of Supervisors is 03 people. The term of office of a member of the Board of Supervisors shall not exceed 05 years and he/she may be re-elected for an unlimited number of terms.

2. Standards and conditions of members of the Board of Supervisors

Members of the Board of Supervisors must meet the standards and conditions prescribed in Article 169 of the Law on Enterprises and not fall into the following cases:

- + Work in the accounting and finance department of the Company
- + Be a member or employee of an independent auditing company that audits the Company's financial statements for the previous 3 consecutive years.

Article 25. Nomination and candidacy for members of the Board of Supervisors

The candidacy and nomination of members of the Board of Supervisors is carried out in accordance with the provisions of the Company Charter and the Law on Enterprises.

Article 26. Method of electing members of the Board of Supervisors

In case the number of candidates is greater than the number of members of the Supervisory Board to be elected, the election of the Supervisory Board must be carried out by cumulative voting, according to which each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members of the Supervisory Board to be elected and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Supervisory Board are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is sufficient.

In case there are 02 or more candidates receiving the same number of votes for the last member of the Supervisory Board, a re-election will be held among the candidates with the same number of votes or selected according to the election regulations criteria. In case the number of candidates is less than or equal to the number of Supervisory Board members to be elected, the election of the Supervisory Board must be carried out by voting method (approval, disapproval, no opinion).

The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal and removal are based on the majority principle.

Article 27. Cases of dismissal and removal of members of the Board of Supervisors

1. A member of the Board of Supervisors shall be dismissed in the following cases:

- + No longer meets the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;

- + Have a resignation letter and it is accepted;

2. A member of the Board of Supervisors shall be dismissed in the following cases:

- + Failure to complete assigned tasks and work;

- + Not exercising one's rights and obligations for 06 consecutive months, except in cases of force majeure;

- + Repeatedly violating or seriously violating the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;

- + Other cases according to the resolution of the General Meeting of Shareholders.

Article 28. Notice of election, dismissal and removal of members of the Board of Supervisors

The election, appointment, dismissal and removal of members of the Board of Supervisors must be notified in accordance with the provisions of the Company Charter, the Law on Enterprises and the Law on Securities.

Article 29. Salary and other benefits of members of the Board of Supervisors

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salaries, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.

2. Members of the Supervisory Board shall be paid for their meals, accommodation, travel, and independent consulting services at reasonable rates. The total 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.

3. Salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses according to the provisions of the law on corporate income tax, other relevant legal provisions and must be recorded as a separate item in the Company's annual financial statements.

Chapter V GENERAL DIRECTOR

Article 30. Roles, responsibilities, rights and obligations of the General Director

1. The General Director is the person who runs the daily business operations of the Company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.

2. The General Director has the rights and obligations specified in Clause 4, Article 35 of the Company Charter.

3. The General Director must manage the daily business of the company in accordance with the provisions of law, the Company Charter, the labor contract signed with the company and the resolutions and decisions of the Board of Directors. In case of management contrary to the provisions of this clause causing damage to the company, the General Director must be responsible before the law and must compensate the company for the damage.

Article 31. Appointment, dismissal, signing and termination of contract with the General Director

1. Term of office, standards and conditions of the General Director

The term of office of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company Charter .

2. Candidacy, nomination, dismissal, removal of General Director

The candidacy, nomination, dismissal and removal of the General Director shall comply with the provisions of the Company Charter and the Law on Enterprises.

3. Appoint and sign labor contract with General Director ;

The Board of Directors appoints 01 member of the Board of Directors or hires another person as General Director.

4. Dismissal, termination of labor contract with the General Director ;

The Board of Directors may dismiss the General Director when the majority of the Board members with voting rights present at the meeting agree and appoint a new General Director to replace him.

5. Notice of appointment, dismissal, contract signing, contract termination for General Director

The election, appointment, dismissal and removal of the Company's General Director must be notified in accordance with the provisions of the Company Charter and current laws.

Thing 32. Salary and other benefits of the General Director

1. The Company has the right to pay salary and bonus to the General Director based on production and business results and efficiency .

2. Salaries , remuneration, bonuses and other benefits of the director or general director shall be paid according to the following provisions:

+ The General Director is paid salary and bonus. The General Director's salary and bonus are decided by the Board of Directors.

+ The General Director's salary is included in the company's business expenses according to the provisions of the law on corporate income tax, shown 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.

Chapter VI

ACTIVITIES ON COORDINATION BETWEEN THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD AND THE GENERAL DIRECTOR

Article 33. Procedures and order of convening, notice of meeting, recording of minutes, notification of meeting results between the Board of Directors, Board of Supervisors and General Director

1. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send the meeting invitation and accompanying documents to the Supervisors as to the members of the Board of Directors.

2. Supervisors have the right to attend Board of Directors meetings, have the right to discuss but not to vote.

3. When deemed necessary, the Chairman of the Board of Directors or the convener of the Board of Directors meeting may invite the General Director or other relevant Executives to attend the Board of Directors meeting.

4. Procedures and order of convening, notice of meeting, and recording of minutes shall be implemented according to the provisions of this Regulation.

5. At regular and extraordinary meetings of the Executive Board, the chairperson, based on the meeting content, may invite the Chairman, members of the Board of Directors, Head of the Supervisory Board, and members of the Supervisory Board to attend the meeting and contribute opinions (if any). Meeting content must be recorded in writing and sent to the Board of Directors and the Supervisory Board for reporting.

Article 34. Notification of resolutions and decisions of the Board of Directors to the Board of Supervisors

The Board of Directors shall be responsible for sending the minutes of the Board of Directors' meeting or the resolutions and decisions of the Board of Directors to the Supervisors within ten (10) days from the end of the meeting.

Article 35. Notification of resolutions and decisions of the Board of Directors to the General Director

Resolutions and decisions of the Board of Directors, once issued, must be sent to the General Director at the same time and in the same manner as to members of the Board of Directors.

Article 36. Cases in which the General Director and the Board of Supervisors request to convene a meeting of the Board of Directors and issues requiring the Board of Directors' opinion

1. The Chairman of the Board of Directors must convene a meeting of the Board of Directors and must not delay without justifiable reason, when one of the following subjects requests in writing stating the purpose of the meeting and the issues to be discussed:

- + General Director or at least 03 other executives;
- + Board of Control;

2. The meetings of the Board of Directors mentioned in Clause 1 of this Article must be conducted within seven (07) days after the meeting proposal. In case the Chairman of the Board If the Board of Directors does not agree to convene a meeting

as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; those who propose The meeting referred to in paragraph 1 of this clause may be convened Board meeting

Article 37. Report of the General Director to the Board of Directors on the performance of assigned duties and powers

1. The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these agencies periodically as prescribed and upon request.

2. The General Director must report at the Board of Directors' meetings on the following issues: decisions in the production and business process, financial situation, investment, and management activities of the Corporation as prescribed in the Resolution on Decentralization of Authority of the Board of Directors; Issues that have a significant impact on the performance of the Corporation, shareholders and the market, risks that may have a major impact on the reputation or business activities of the Corporation, or other matters deemed necessary.

3. The General Director must explain the losses, inefficiencies of each period and the plan to overcome them to the Board of Directors.

4. In addition to periodic reporting information, upon request of the Board of Directors, the General Director and other executives must report directly or provide information and reports within the fastest time upon request.

Article 38. Review of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director

The General Director is responsible for implementing the Board of Directors' resolutions and issues assigned by the Board of Directors and is responsible for reporting on the implemented or unimplemented contents as well as the implementation results when requested by the Board of Directors.

Article 39. Issues that the General Director must report, provide information and methods of notification to the Board of Directors and the Board of Supervisors

Coordination of activities between the Board of Directors and the Board of Supervisors:

a. The Board of Directors shall ensure that all documents, information on meeting contents, documents, meeting minutes, resolutions of the General Meeting of Shareholders, the Board of Directors; reports of the General Director and other executives submitted to the Board of Directors or other documents issued by the company, are provided to the Board of Supervisors at the same time and in the same manner as provided to members of the Board of Directors.

b. In addition to periodic reports, the Board of Supervisors has the right to request the Board of Directors to provide information and documents on the management, operation and business activities of the Company.

Article 40. Coordination of activities between the Board of Supervisors and the General Director

1. The General Director and other executives shall periodically provide information on tasks as prescribed by the Company.
2. In addition to periodic reporting information, upon request of the members of the Board of Supervisors, the General Director and other executives shall make direct reports or provide information and reports related to the work that the members of the Board of Supervisors are entitled to assignment of implementation
3. In case of detecting risks that may significantly affect reputation or business operations The Company's business, the General Director and other executives must immediately report to the Board of Supervisors.
4. The General Director and other Executives are responsible for creating all favorable conditions benefit the Board of Supervisors to access information and reports in the fastest time. The General Director's reports to the Board of Directors must be sent to members of the Board of Supervisors at the same time and in the same manner as sent to the members. Board member

Article 41. Coordination of control, operation and supervision activities between members of the Board of Directors, members of the Supervisory Board and the General Director according to the specific tasks of the above members.

The Board of Directors has the right to request the General Director and reporting units to provide information and comply with the reporting regime in order to perform the management and control functions as prescribed in the Charter and internal regulations of the Company, in accordance with the provisions of law. The information and data reported and provided to the Board of Directors must ensure honesty, objectivity, timeliness, completeness, and accurately reflect the Company's operations, in accordance with management requirements and legal regulations. The General Director is responsible for establishing and maintaining the information reporting regime for the Board of Directors, including the method of sending/receiving information and reports to ensure safety and confidentiality in accordance with the provisions of the Board of Directors.

Article 42. Regulations on annual assessment of rewards and disciplinary actions for members of the Board of Directors, members of the Board of Supervisors, General Director and other business executives

1. Annually, based on assigned functions and tasks, the Board of Directors Organize the assessment of the performance of each member of the Board of Directors and General Director. directors and other executives of the Company.
2. The Head of the Board of Supervisors organizes the assessment of the level of completion of assigned tasks. of each Controller.
3. Criteria for evaluating performance and classification according to the Company's regulations company and current law.
4. Members of the Board of Directors, Supervisors, General Directors and other executives who violate the law and regulations of the Company while performing their duties shall, depending on the severity of the violation, be subject to disciplinary action, administrative sanctions or criminal prosecution in accordance with the Company's regulations and the law. If the violations cause damage to the interests of

the Company or shareholders, they must compensate for the damage in accordance with the law.

Chapter VII
AMENDMENTS AND SUPPLEMENTS TO INTERNAL REGULATIONS ON
CORPORATE GOVERNANCE

Article 43. Amendment and supplementation of the Regulations

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case the law has provisions related to the Company's operations that are not mentioned in this Charter or in case there are new legal provisions that are different from the provisions in this Charter, those provisions shall be applied to regulate the Company's operations.

Chapter VII
EFFECT

Article 44. Effect

The internal regulations on corporate governance of Song Cam Shipbuilding Joint Stock Company include 44 articles and take effect from the date of 2025.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

(Sign, full name and seal)

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