

## APPENDIX

(Attached is Proposal No.11/DHDCD/2024 on amending the Operating Regulations of the Board of Directors)

**Note:**

- Articles not detailed in this appendix are unchanged.
- The proposed changes in the "Provisions in Current Regulations" section are lines of text shown in **bold, underlined or crossed out format**.
- The content that needs to be amended or supplemented in the "Contents proposed to be amended" section is ***italicized and bolded in red***.
- Law on Enterprises 2020 (LDN 2020) is Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020.
- Securities Law 2019 (LCK 2019) is Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26, 2019.
- Decree No. 155/2020/ND-CP is Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law 2019.
- Circular 116/2020/TT-BTC is Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies in Decree No. 155 /2020/ND-CP

Stipulate in current Regulations	Content proposed for amendment	Reason for modification
<b>CHAPTER I. MEMBERS OF THE BOARD OF DIRECTORS</b>	<b>CHAPTER I. MEMBERS OF THE BOARD OF DIRECTORS</b>	
<b>Article 5. Term and number of members of the Board of Directors</b>	<b>Article 5. Term and number of members of the Board of Directors</b>	
1. The Board of Directors has from 5 to 11 members. 2. The term of a member of the Board of Directors shall not exceed 05 years and may be	1. The Board of Directors has from 5 to 11 members. 2. <b><i>The term of the Board of Directors is 05 (five) years.</i></b> The term of a member of the Board of	Amend and supplement the terms of the Board of Directors members to be consistent with the adjusted content of the Charter

<p>re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors for no more than 02 consecutive terms.</p> <p>3. In case all members of the Board of Directors end their terms at the same time, those members will continue to be members of the Board of Directors until a new member is elected to replace them and take over the work, except the case the Company’s Charter has other provisions</p>	<p>Directors must not exceed 05 years <i>and the term of a member of the Board of Directors must follow the term of the Board of Directors;</i> members of the Board of Directors are re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors for no more than 02 consecutive terms.</p> <p>3. In case all members of the Board of Directors end their terms at the same time, those members will continue to be members of the Board of Directors until a new member is elected to replace them and take over the work, except the case the Company’s Charter has other provisions.</p> <p><i>4. In case of additional election or replacement of a member of the Board of Directors who is dismissed or removed, the term of the additional or replacement member is the remaining term of the term of the Board of Directors.</i></p>	
<p><b>CHAPTER III. THE BOARD OF DIRECTORS</b></p>	<p><b>CHAPTER III. THE BOARD OF DIRECTORS</b></p>	
<p><b>Article 11. Rights and obligations of the Board of Directors</b></p>	<p><b>Article 11. Rights and obligations of the Board of Directors</b></p>	
<p><u><del>2.c Appoint and dismiss Company managers (from deputy general director level and above) at the request of the General Director and other levels; and decide their salary</del></u></p>		<p>Remove this content to be consistent with the Charter content</p>

<p><b>2.d. <u>Decide on the organizational structure;</u></b> decide to establish subsidiaries, branches, representative offices, transaction offices and contribute capital, buy/sell shares of other enterprises within the limits prescribed by law and the Company's Charter</p>	<p><i>2.c. On the basis of the company's organizational and management structure approved by the General Meeting of Shareholders and stipulated in this Charter, the Board of Directors has the right to decide in more detail on the Company's organizational structure, accordingly, the Board of Directors decides on the functions of the Company, the number of departments, divisions and units; the establishment, division, separation, dissolution, consolidation... of departments, divisions and units within the Company;</i> Decide to establish subsidiaries, branches, representative offices, transaction offices and contribute capital, buy/sell shares of other enterprises within the limits prescribed by law and the Company's Charter</p>	<p>Amend to be consistent with the adjusted content in the Charter</p>
<p><del><b>2.e. <u>Resolve the Company's complaints against managers as well as decide on the selection of a Company representative to resolve issues related to legal procedures for those managers.</u></b></del></p>		<p>Remove this content to be consistent with the content adjusted in the Charter</p>
<p>2.h. Elect, dismiss, dismiss the Chairman of the Board of Directors; Appoint, dismiss, sign contracts, and terminate contracts with the General Director <b><u>or important managers as prescribed by the Company's Charter;</u></b> decide on salaries and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders in other companies, and decide on</p>	<p><i>2.f. Elect, dismiss, remove the Chairman of the Board of Directors; Appoint, dismiss, sign contracts, terminate contracts for the General Director, <b>Deputy General Director and other management positions prescribed by the company's Charter;</b></i> decide on salaries and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders in</p>	<p>Supplement to be consistent with the added content in the Charter</p>

the remuneration and other benefits of those people.	other companies, and decide on the remuneration and other benefits of those people.	
	<i>2.q. Decide to issue and amend internal management regulations under the authority of the General Meeting of Shareholders, after being approved by the General Meeting of Shareholders; Decisions to promulgate and amend other internal management regulations do not have to be submitted to the General Meeting of Shareholders for approval and are not subject to the delegation of powers to the General Director according to this Charter and other internal documents;</i>	Supplement to be consistent with the added content in the Charter
	<i>2.r. Propose amendments and supplements to the Company's Charter</i>	
	<i>2.s. Exercise the rights of the owner of the subsidiary established by the Company and owns 100% of the charter capital (including the rights of the owner as prescribed in the Subsidiary's Charter and the provisions of law)</i>	
<b>Article 14. Subcommittees assisting the Board of Directors</b>	<b>Article 14. Subcommittees assisting the Board of Directors</b>	
1. The Board of Directors can establish a subcommittee to be in charge of development policies, human resources, compensation, and internal audit. The number of members of the subcommittee is decided by the Board of	1. Hội đồng quản trị có thể thành lập tiểu ban trực thuộc để phụ trách về chính sách phát triển, nhân sự, lương thưởng, kiểm toán nội bộ. Số lượng thành viên của tiểu ban do Hội đồng quản trị quyết	Amend to be consistent with the amended content in the Charter

<p><del>Directors but there are at least 03 (three) people including members of the Board of Directors and external members. Independent members of the Board of Directors make up the majority of the subcommittee and one of these members is appointed as Head of the subcommittee according to the decision of the Board of Directors.</del> Activities of the subcommittee must comply with the regulations of the Board of Directors. <del>Subcommittee resolutions are only effective when a majority of members attending and voting for approval at the subcommittee meeting are members of the Board of Directors.</del></p>	<p>định. Hoạt động của tiểu ban phải tuân thủ theo quy định của Hội đồng quản trị.</p>	
<p><b>Article 16. Minutes of meetings of the Board of Directors</b></p>	<p><b>Article 16. Minutes of meetings of the Board of Directors</b></p>	
<p>1. Meetings of the Board of Directors must be minuted and may be audio-recorded, recorded and stored in other electronic forms. Minutes must be made in Vietnamese and may be made in English, including the following main contents: i) Full name and signature of the chairperson and the person taking the minutes, except for the case specified in Clause 2 of this Article</p>	<p>1. Meetings of the Board of Directors must be minuted and may be audio-recorded, recorded and stored in other electronic forms. Minutes must be made in Vietnamese and may be made in English, including the following main contents: i) Full name, signature of the chairperson, the person taking the minutes <i>and the attending members</i>, except for the case specified in Clause 2 of this Article</p>	<p>Amend and supplement to be consistent with the Charter content</p>
<p><b>CHAPTER VII. IMPLEMENTATION PROVISIONS</b></p>	<p><b>CHAPTER VII. IMPLEMENTATION PROVISIONS</b></p>	
<p><b>Article 23. Effectiveness of implementation</b></p>	<p><b>Article 23. Effectiveness of implementation</b></p>	

The operating regulations of the Board of Directors of Tien Phong Plastic Joint Stock Company include VII chapters, 23 articles and take effect from <b><u>April 19, 2021</u></b> .	The operating regulations of the Board of Directors of Tien Phong Plastic Joint Stock Company include VII chapters, 23 articles and take effect from <b><i>April 27, 2024</i></b> .	Update modification date
---	---	--------------------------