

DONG NAI PROVINCIAL
PEOPLE'S COMMITTEE
SONADEZI CORPORATION

No: 295/SNZ-QTTH

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Dong Nai, April 26th, 2025

INFORMATION DISCLOSURE

To:

- The State Securities Commission;
- Hanoi Stock Exchange.

I. Name of company: SONADEZI CORPORATION

- Ticker symbol: SNZ

- Address of head office: No.1, Road 1, Bien Hoa I Industrial Park, An Bình Ward, Biên Hòa City, Đồng Nai Province.

- Telephone: (0251) 8860561

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II. Content of Disclosure:

Decisions of the Board of Directors on the Issuance of , Internal Regulations on Corporate Governance dated April 26th, 2025.

III. This information was disclosed on the Sonadezi Corporation's website on April, 26th, 2025 at the following link: <http://sonadezi.com.vn/quan-he-co-dong/>

Attached documents:

- *Decision No 98/QĐ-SNZ-QTTH dated April 26th, 2025;*

- *Regulations on the Internal Regulations on Corporate Governance dated April 26th, 2025.*

- We certify the truthfulness of the information disclosed above and take full responsibility before the law for the content of the disclosed information.

Sincerely.

"In case of any discrepancy or different understanding between the information in English and Vietnamese, the information in Vietnamese shall prevail."

Recipients:

- As above;
- Archived: Office, General Dept.

**ON BEHALF OF THE GENERAL DIRECTOR
PERSON AUTHORIZED TO
DISCLOSE INFORMATION**



Pham Tran Hoa Hiep

DONG NAI PROVINCIAL
PEOPLE'S COMMITTEE
SONADEZI CORPORATION

No: 98/QĐ-SNZ-QTTH

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Dong Nai, 2025-04-26

DECISION
**On the issuance of the Internal Regulations on Corporate Governance of
Sonadezi Corporation**

THE BOARD OF DIRECTORS

Pursuant to the Law on Securities No. 54/2019/QH14 dated 2019-11-26, amended and supplemented by Law No. 56/2024/QH15 dated 2024-11-29;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 2020-06-17, amended and supplemented by Law No. 03/2022/QH15 dated 2022-01-11;

Pursuant to the Charter of Sonadezi Corporation approved by the General Meeting of Shareholders on 2025-04-25;

Pursuant to the Resolution No. 96/NQ-SNZ-QTTH of the General Meeting of Shareholders dated 2025-04-25;

Pursuant to the Minutes of the Board of Directors' Meeting No. 27/BB-SNZ-QTTH dated 2025-04-25,

DECIDED THAT:

Article 1. Issued together with this Decision is the Internal Regulations on Corporate Governance of Sonadezi Corporation.

Article 2. This Decision takes effect from the date of signing and replaces Decision No. 88/QĐ-SNZ-QTTH dated 2021-04-28.

Article 3. Members of the Board of Directors, the Board of Executive, representatives of the Corporation's capital, and all officers and employees of the Corporation are responsible for the implementation of this Decision.

Recipients:

- As Article 3;
- Filing: Office, General Dept.

ON BEHALF OF THE BOD

CHAIRMAN



Truong Dinh Hiep

INTERNAL REGULATIONS

On Corporate Governance of Sonadezi Corporation

*(Issued attached to Decision No. 98/QĐ-SNZ-QTTH dated 2025-04-26
of the Board of Directors of Sonadezi Corporation)*

Article 1. Legal basis

- Law on Securities No. 54/2019/QH14 dated 2019-11-26, amended and supplemented by Law No. 56/2024/QH15 dated 2024-11-29;
- Law on Enterprises No. 59/2020/QH14 dated 2020-06-17, amended and supplemented by Law No. 03/2022/QH15 dated 2022-01-11;
- Decree No. 155/2020/NĐ-CP dated 2020-12-31 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Circular No. 116/2020/TT-BTC dated 2020-12-31 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies at Decree No. 155/2020/NĐ-CP dated 2020-12-31 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Charter of Sonadezi Corporation approved by the General Meeting of Shareholders on 2025-04-25;
- Resolution No. 96/NQ-SNZ-QTTH of the General Meeting of Shareholders dated 2025-04-25.

Article 2. Scope of Regulation, Applicable Entities, and Interpretation of Terms

1. Scope: The internal regulations on Corporate Governance detail a number of contents regarding the order and procedures for the General Meeting of Shareholders; election of members of the Board of Directors, Board of Supervisors, and governance matters not specified in the Charter of the Corporation.

2. Applicable Entities: These Regulations apply to members of the Board of Directors, members of the Board of Supervisors, the Board of Management, and related individuals and units.

3. Interpretation of Terms:

a. "Online General Meeting of Shareholders" refers to annual or extraordinary General Meetings of Shareholders held online via the internet for shareholders to exercise their voting/election rights.

b. "Electronic Voting" refers to shareholders or their representatives connecting to the internet and casting votes or electing through the Electronic Voting System prescribed and announced by the Corporation.

c. "Electronic Voting System" is a system that provides shareholders or their representatives with tools to exercise related rights when attending online General Meetings of Shareholders.

d. "Identifying Factor" refers to the necessary information to accurately identify an entity in a given context.

dd. "Force Majeure Event" refers to events occurring beyond the control of the convener of the General Meeting of Shareholders, which are unforeseeable and insurmountable despite the application of necessary measures within their capabilities.

e. "Evenly distributed Cumulative Voting" is the implementation of the Cumulative Voting method where shareholders or their representatives allocate all votes to 01 candidate or divide the votes equally among multiple candidates. After equal division, the corresponding number of votes for each candidate is rounded down to the unit. Remaining odd votes (if any) will be discarded.

f. "Numerical vote allocation" is the implementation of the Cumulative Voting method, where shareholders or their representatives will specify the number of votes for each candidate, ensuring that the total number of votes for the elected candidates equals the total number of votes of the shareholder or their representative.

Article 3. General Meeting of Shareholders

1. The order and procedures for the General Meeting of Shareholders to approve resolutions by voting at the meeting shall include the following contents:

a. Authority to convene the General Meeting of Shareholders according to Article 13 of the Charter of the Corporation.

b. Notification of finalization of the list of shareholders entitled to attend the meeting and preparation of the list of shareholders entitled to attend the meeting according to point a, clause 2, Article 16 of the Charter of the Corporation.

c. The notice of invitation to the General Meeting of Shareholders is carried out according to clause 3, Article 16 of the Charter of the Corporation.

d. Shareholders propose contents to be included in the meeting agenda according to clauses 4, 5, and 6, Article 16 of the Charter of the Corporation. In case the convener of the General Meeting of Shareholders refuses the proposal specified in this point, a written response stating the reasons for the refusal must be provided no later than 02 working days before the opening date of the General Meeting of Shareholders.

dd. Authorization for representatives to attend the General Meeting of Shareholders according to clause 2, Article 15 of the Charter of the Corporation.

e. Method of registering to attend the General Meeting of Shareholders:

The method of registering to attend the General Meeting of Shareholders is clearly specified in the Notice of invitation to the General Meeting of Shareholders, including direct contact or submitting the Registration/Power of Attorney to attend the meeting (in the form attached to the Notice of Invitation to the General Meeting of Shareholders) to the Corporation.

Shareholders register to attend the General Meeting of Shareholders according to the method stated in the notice, including:

- Attending and voting/electing in person at the meeting;
- Authorizing other representatives to attend and vote or elect at the meeting according to the provisions of clause 2, Article 15 of the Charter of the Corporation;
- Submitting voting/election ballots to the meeting via postal mail, fax, or email.

f. Conditions for conducting the meeting according to Article 17 of the Charter of the Corporation.

g. Voting methods, vote counting procedure, and announcement of vote counting results are carried out according to clause 2 and clause 3, Article 18 of the Charter of the Corporation. In addition, shareholders or their representatives must sign the ballot before submitting it to the Vote Counting Committee.

h. Conditions for resolutions approval according to clause 1 and clause 3, Article 20 of the Charter of the Corporation.

i. Method of objecting to resolutions of the General Meeting of Shareholders:

Shareholders who voted against the resolution regarding the reorganization of the Corporation or changes to shareholder rights and obligations as stipulated in the Charter of the Corporation have the right to request the Corporation to repurchase their shares. The request must be in writing, clearly stating the shareholder's name, address, number of shares of each type, intended selling price, and reasons for requesting the Corporation to repurchase. The request must be submitted to the Corporation within 10 days from the date the General Meeting of Shareholders approves the resolution on the matters specified in this point.

The Corporation must repurchase shares at market price as requested by the shareholder specified in this point within 90 days from the date of receiving the request. In case of agreement on the price cannot be reached, the parties may request a professional valuation organization to determine the price. The Corporation will introduce at least 03 professional valuation organizations for the shareholder to choose from, and that choice is final.

j. Meeting minutes of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders are prepared, and disclosed according to Article 22 of the Charter of the Corporation.

2. The order and procedures for the General Meeting of Shareholders to approve resolutions by written opinions are carried out according to Article 21 of the Charter of the Corporation.

3. The order and procedures for the General Meeting of Shareholders to approve resolutions via online conference include the following:

a. Notice of convening the online General Meeting of Shareholders:

- Authority to convene the General Meeting of Shareholders according to Article 13 of the Charter of the Corporation.

- Notice of finalizing the list of shareholders eligible to attend the General Meeting of Shareholders and preparing the list of shareholders eligible to attend the meeting according to point a, clause 2, Article 16 of the Charter of the Corporation.

- Notice of invitation to the General Meeting of Shareholders shall comply with clause 3, Article 16 of the Charter of the Corporation. Voting/Election ballots are not required to be enclosed with the online meeting invitation.

b. Method of registering to attend the online General Meeting of Shareholders:

The method of registering to attend the online General Meeting of Shareholders before the opening day of the General Meeting of Shareholders is clearly specified in the Notice of invitation to the General Meeting of Shareholders, including:

- Conditions for participation:

+ Being listed in the list of shareholders eligible to attend the General Meeting of Shareholders, compiled according to the Corporation's notice of exercise of rights.

+ Authorized representatives who are eligible to participate according to the provisions of law and the Charter of the Corporation.

- Technical requirements: Shareholders or their representatives need to have internet-connected electronic devices (e.g., computers, tablets, mobile phones, other electronic devices with internet connection, etc.).

- Method of recording shareholders or their representatives attending the online General Meeting of Shareholders: Shareholders or their representatives are recorded by the electronic voting system as attending the online General Meeting of Shareholders when they access the system using the access information provided according to point c, clause 3 of this Article and have voted online to confirm their attendance at the online General Meeting of Shareholders.

c. Providing login information and conducting electronic voting:

- Information on the link to access the electronic voting system, login name, password, and other identifying factors (if any) to attend the online General Meeting of Shareholders will be provided in the notice of invitation to the General Meeting of Shareholders (or the form of notification of login information as prescribed by the Board of Directors). Shareholders or their representatives are responsible for securing their login names, passwords, and other identifying factors provided to ensure that only they have the right to vote on the electronic voting system and are fully responsible for the registered information.

- When shareholders or their representatives request to be provided with login information again, the Organizing Committee may notify them directly, by email, or by phone. Providing login information via email or phone is only conducted based on shareholder information from the list of shareholders eligible to vote compiled by the Vietnam Securities Depository and Clearing Corporation according to the Corporation's notice of exercise of rights.

- Shareholders or their representatives use their login names, passwords, or other identifying factors (if any) to access the electronic voting system and vote electronically according to the agenda of the online General Meeting of Shareholders.

d. Authorizing representatives to attend the online General Meeting of Shareholders;

- Shareholders shall carry out the authorization as specified in Clause 2, Article 15 of the Charter of the Corporation.

- Some regulations to note when performing online authorization:

+ Shareholders must provide sufficient information to perform online authorization, especially the information of the authorized person: phone number, contact address, and email address. This is the basis for issuing login names, access passwords, and other identification factors (if any) for the authorized person.

+ Online authorization is only legally valid when the following conditions are met:

* When the shareholder fills in all information according to the online authorization form and completes the online authorization.

* The printed authorization form from the online authorization form has a full signature, clearly stating the full name, and stamped (if an organization) by both the authorizing party and the authorized party.

* The Corporation receives the original Power of Attorney before the opening of the meeting.

+ Cancellation of authorization for shareholders who have authorized online: shareholders must submit an official written request to cancel the online authorization to the Corporation before the opening of the meeting. Note that the effective time of cancellation is calculated according to the time the Corporation receives the official written request to cancel the online authorization.

+ Cancellation of authorization will be invalid if the authorized representative has voted/elected on any matter in the agenda of the online General Meeting of Shareholders.

dd. Conditions for conducting the meeting as prescribed in Article 17 of the Charter of the Corporation.

e. The form of approving the Resolutions of the online General Meeting of Shareholders is chosen by the Board of Directors from one of the following two options and is specified in the Working Regulations of the online General Meeting of Shareholders:

- Implemented by electronic voting according to point h, clause 3 of this Article.

- Or other forms as prescribed by the Working Regulations of the online General Meeting of Shareholders.

f. Discussion at the online General Meeting of Shareholders:

- Principles:

+ Discussions are only conducted within the specified time and within the scope of the content and agenda of the General Meeting of Shareholders.

+ Only shareholders or their representatives may participate in the discussion.

+ Shareholders or their representatives who wish to discuss must register the discussion content in the form specified in the Working Regulations of the meeting.

+ The Secretariat will arrange the discussion contents of the shareholders or their representatives in the order of registration and forward them to the Chairperson.

- Answering questions from shareholders or their representatives:

+ Based on the opinions of shareholders or their representatives, the Chairperson or a member designated by the Chairperson will answer the questions of shareholders or their representatives.

+ In case, due to time constraints, questions not answered directly at the meeting will be answered later by the Corporation.

g. Electronic voting method:

- Voting method:

+ Shareholders or their representatives choose one of the three voting options: agree, disagree, or no opinion for each matter submitted for voting at the meeting as configured in the electronic voting system.

+ Afterwards, shareholders or their representatives must confirm the vote for the electronic voting system to record the result.

- Election Method: Pursuant to the Charter of the Corporation, the election of members of the Board of Directors and the Board of Supervisors must be conducted by cumulative voting ("Evenly distributed Cumulative Voting" or "Numerical vote allocation"). Accordingly, the shareholder or the shareholder's representative casts their vote by selecting the "Evenly distributed Cumulative Voting" box or clearly stating the number of votes in the "Number of Votes" box for the corresponding candidates on the Ballot installed on the electronic voting system. Afterwards, the shareholder or the shareholder's representative must confirm the vote for the electronic voting system to record the result.

- Other regulations when conducting electronic voting:

+ In the event that the shareholder or the shareholder's representative does not complete all the voting and election contents according to the meeting agenda, the unvoted items shall be deemed as having not been voted on by such the shareholder or the shareholder's representative.

+ In the event of matters arising outside the sent meeting agenda, the shareholder or the shareholder's representative may cast additional votes. If the shareholder or the shareholder's representative does not vote on the arising matters, it is considered that the shareholder or the shareholder's representative did not vote on those arising matters.

+ The shareholder or the shareholder's representative may change the voting and election results (but cannot cancel the voting and election results); including the results of additional voting and election on matters arising outside the meeting agenda. The online system only records the vote counting for the final voting and election results at the end of the electronic voting period for each vote counting session specified in the Working Regulations of the meeting.

+ In the case of Numerical vote allocation by the shareholder or the shareholder's representative: An invalid ballot is a ballot where the total number of votes for the candidates is greater than the total number of votes that the shareholder or the shareholder's representative is entitled to cast.

+ The electronic voting time is specified in the Working Regulations of the meeting. The shareholder or the shareholder's representative can access the electronic voting system and vote 24 hours a day and 7 days a week, except in cases of system maintenance or other reasons beyond the Corporation's control. At the end of the voting period, the system does not record any further electronic voting results from the shareholder or the shareholder's representative.

h. Online vote counting method: When the shareholder or the shareholder's representative casts votes or elects, the number of votes are recorded on the system based on the principle of affirmative votes, dissenting votes, and abstentions.

i. Notification of vote counting results: Based on the vote counting minutes recorded as prescribed in point i, clause 3 of this Article, the Vote Counting Committee will check, summarize, and report to the Chairperson the vote counting results for each matter on the meeting agenda. The vote counting results will be announced by the Chairperson/Vote Counting Committee before the closing of the meeting. The results and data shall be exported to both soft copies and hard copies and shall be archived at the Corporation.

j. Preparing the meeting minutes of the General Meeting of Shareholders;

- Pursuant to Article 22 of the Charter of the Corporation.

- The location of the meeting recorded in the meeting minutes of the online General Meeting of Shareholders is the location where the Chairperson is present. This location must be within the territory of Vietnam.

- The method of approving the meeting minutes of the General Meeting of Shareholders is specified in the Working Regulations of the General Meeting of Shareholders.

k. Announce the Resolutions of the General Meeting of Shareholders according to Article 22 of the Charter of the Corporation.

l. In case of force majeure events:

- During the online General Meeting of Shareholders and electronic voting, force majeure events may occur at the location where the Chairperson conducts the meeting (excluding force majeure events for one or several shareholders or shareholder representatives attending) such as: natural disasters, fire, power outage or loss of internet connection, technical problems, requests or directives from competent authorities, etc.

- In the event of force majeure events that cannot be remedied so that the meeting can continue within 60 minutes, the Chairperson will announce the suspension of the meeting, and all contents that have been voted and approved before the suspension (if any) will be cancelled. These contents will be re-voted at the nearest convened General Meeting of Shareholders.

4. The order and procedures for the General Meeting of Shareholders to approve resolutions through a hybrid meeting (in-person combined with online meeting), including the following contents:

a. Notice of convening the General Meeting of Shareholders in the form of a hybrid meeting:

- Authority to convene the General Meeting of Shareholders according to Article 13 of the Charter of the Corporation.

- Notification of the closing of the list of shareholders entitled to attend the meeting and preparation of the list of shareholders entitled to attend the meeting according to point a, clause 2, Article 16 of the Charter of the Corporation.

- Notice of invitation to the General Meeting of Shareholders is implemented according to clause 3, Article 16 of the Charter of the Corporation. Voting/election ballots are not required to be sent with the online meeting invitation.

b. Method of registering to attend the General Meeting of Shareholders in the form of a hybrid meeting:

- For shareholders or shareholder representatives registering to attend in person: implement according to point e, clause 1 of this Article;

- For shareholders or shareholder representatives registering to attend online: implement according to point b, clause 3 of this Article.

c. Providing login information and conducting electronic voting in the form of a hybrid meeting (applicable to shareholders or shareholder representatives registering to attend online) according to point c, clause 3 of this Article.

d. Authorizing representatives to attend the General Meeting of Shareholders in the form of a hybrid meeting:

- For shareholders or shareholder representatives registering to attend in person: implement according to point d, clause 1 of this Article;

- For shareholders or shareholder representatives registering to attend online: implement according to point d, clause 3 of this Article.

dd. Conditions for conducting the meeting as prescribed in Article 17 of the Charter of the Corporation.

e. Form of approving resolutions of the General Meeting of Shareholders:

- For shareholders or shareholder representatives registering to attend in person: implement according to point h, clause 1 of this Article;

- For shareholders or shareholder representatives registering to attend online: implement according to point e, clause 3 of this Article.

f. Discussion at the General Meeting of Shareholders: Implement according to point g, clause 3 of this Article.

g. Voting method:

- For shareholders or shareholder representatives registering to attend in person: Implement according to point h, clause 1 of this Article.

- For shareholders or shareholder representatives registering to attend online: Implement according to point h, clause 3 of this Article.

h. Vote counting method:

- For shareholders or shareholder representatives registering to attend in person: Implement according to point h, clause 1 of this Article.

- For shareholders or shareholder representatives registering to attend online: Implement according to point i, clause 3 of this Article.

i. Announcement of vote counting results: Based on the vote counting minutes recorded as prescribed in point i, clause 4 of this Article, the Vote Counting Committee will check, summarize, and report to the Chairperson the voting results of each matter according to the meeting agenda. The voting results will be announced by the Chairperson/Vote Counting Committee before the closing of the meeting.

k. Preparing the meeting minutes of the General Meeting of Shareholders:

- Implement according to Article 22 of the Charter of the Corporation.

- The location of the meeting recorded in the minutes of the General Meeting of Shareholders is the location where the Chairperson is present. This location must be within the territory of Vietnam.

- The method of approving the meeting minutes of the General Meeting of Shareholders is specified in the working regulations of the General Meeting of Shareholders.

I. Announcing the Resolutions of the General Meeting of Shareholders according to Article 22 of the Charter of the Corporation.

Article 4. Nomination, self-nomination, election, dismissal, and removal of Members of the Board of Directors

1. Members of the Board of Directors must meet the standards and conditions specified in clause 4, Article 24 of the Charter of the Corporation.

2. The method of self-nominating, nominating Members of the Board of Directors according to clause 2 and clause 3, Article 24 of the Charter of the Corporation.

3. Method of electing Members of the Board of Directors:

a. Before the election, shareholders or shareholder representatives are given election ballots stating the registration number, full name of the shareholder or full name of the shareholder representative, the number of voting shares, and the list of candidates.

b. The election of Members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of voting shares multiplied by the number of Members of the Board of Directors to be elected. Shareholders have the right to cast all or part of their total votes for one or several candidates. The winning candidates for Members of the Board of Directors are determined based on the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is elected. In case 02 or more candidates have the same number of votes for the last member of the Board of Directors, a re-election will be held among the candidates with the same number of votes.

4. Members of the Board of Directors are dismissed or removed in the cases specified in clause 4, Article 25 of the Charter of the Corporation.

5. The Corporation announces information about the election, dismissal, and removal of Members of the Board of Directors on the Corporation's website and in accordance with the provisions of law on the securities market.

Article 5. Selection, appointment, and dismissal of the person in charge of corporate governance of the Corporation.

1. The person in charge of corporate governance of the Corporation must meet the following standards:

a. Have a thorough understanding of the Law on Enterprise, the Law on Securities, and relevant legal regulations related to the Corporation's business activities.

b. Not concurrently working for an independent audit company that is auditing the Corporation's financial statements;

c. Other standards as decided by the Board of Directors.

2. The Board of Directors decides on the appointment of the person in charge of corporate governance.

3. Cases of dismissal and removal of the person in charge of corporate governance:

a. No longer meets the standards prescribed in Clause 1 of this Article;

b. Has a resignation letter;

c. Violates the obligations of the person in charge of corporate governance as prescribed in Clause 3, Article 30 of the Charter of the Corporation;

d. Fails to complete assigned tasks;

dd. According to the Resolution of the Board of Directors; the Board of Directors may dismiss the person in charge of corporate governance when necessary, but not contrary to the current Labor Code.

4. The Corporation announces the appointment and dismissal of the person in charge of corporate governance on the Corporation's website and in accordance with the provisions of law on the securities market.

Article 6. Nomination, self-nomination, election, dismissal, and removal of members of the Board of Supervisors

1. Members of the Board of Supervisors must meet the standards and conditions specified in Clause 4, Article 34 of the Charter of the Corporation.

2. The method of self-nominating, nominating candidates for members of the Board of Supervisors is in accordance with Clause 2 and Clause 3, Article 34 of the Charter of the Corporation.

3. Method of electing members of the Board of Supervisors:

a. Before the election, shareholders or shareholder representatives are given election ballots stating the registration number, full name of the shareholder or full name of the shareholder representative, the number of voting shares, and the list of candidates.

b. The election of members of the Board of Supervisors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of voting shares multiplied by the number of members of the Board of Supervisors to be elected. Shareholders have the right to cast all or part of their total votes for one or several candidates. The winning candidates for Members of the Board of Supervisors are determined based on the number of votes from highest to lowest, starting with the candidate with the highest number of votes until the required number of members is elected. In case 02 or more candidates have the same number of votes for the last member of the Board of Supervisors, a re-election will be held among the candidates with the same number of votes.

4. Members of the Board of Supervisors are dismissed or removed in the cases specified in Clause 2 and Clause 3, Article 35 of the Charter of the Corporation.

5. The Corporation announces information about the election, dismissal, and removal of members of the Board of Supervisors on the Corporation's website and in accordance with the provisions of law on the securities market.

Article 7. Coordination of operations between the Board of Directors, the Board of Supervisors, and the General Director

1. The procedures, order of convening, meeting invitations, minute-taking, and notification of meeting results between the Board of Directors, the Board of Supervisors, and the General Director are carried out in accordance with Article 29 of the Charter of the Corporation and the following regulations:

a. The Board of Supervisors receives meeting invitations, the questionnaires, and accompanying documents at the same time and in the same manner as members of the Board of Directors.

b. In the event that the General Director is invited to attend the Board of Directors meeting, they will receive the notice and accompanying documents (if any).

c. The meeting minutes of the Board of Directors meeting and the resolutions of the Board of Directors are sent to the Board of Supervisors and the General Director at the same time and in the same method as to members of the Board of Directors.

2. Meeting of the Board of Supervisors:

a. The Board of Supervisors has the right to request members of the Board of Directors and the General Director to attend Board of Supervisors meetings and address matters of interest to Board of Supervisors members. Requests to attend Board of Supervisors meetings must be submitted in writing, clearly stating the purpose, issues to be discussed, and accompanying documents (if any).

b. Meeting minutes of Board of Supervisors meetings attended by members of the Board of Directors and the General Director must be sent to the attendees.

3. In cases where the Board of Supervisors or the General Director proposes convening a Board of Directors meeting, a written request must be sent to the Chairman of the Board of Directors, clearly stating the purpose, issues to be discussed, and decisions within the Board of Directors' authority. The Chairman of the Board of Directors must convene the Board of Directors meeting within the timeframe stipulated in Clause 5, Article 29 of the Charter of the Corporation.

4. No later than 30 days after the end of each quarter, the General Director must prepare a report to the Board of Directors and the Board of Supervisors regarding:

a. Production and business performance results and status;

b. Implementation of assigned duties and responsibilities;

c. Implementation of Board of Directors resolutions and matters delegated by the Board of Directors.

5. Coordination of control, management, and supervision activities among members of the Board of Directors, Supervisors, and the General Director:

a. The Board of Directors supervises the General Director in the daily business operations of the Corporation; the Board of Supervisors supervises the Board of Directors and the General Director in the management and operation of the Corporation. Upon discovering any violations of laws, the Charter of the Corporation, or Board of Directors resolutions by members of the Board of Directors or the General Director, the supervisory body must immediately notify the violating party in writing, requesting them to cease the violation and implement corrective measures.

b. If the Board of Directors discovers any violations by members of the Board of Supervisors in carrying out their assigned rights and obligations, the Board of Directors must notify the Board of Supervisors in writing; requesting the violating party to cease the violation and implement corrective measures.

c. The annual internal audit plan must be submitted to the Board of Supervisors for coordination in inspection and control activities.

d. The Board of Directors, when organizing internal inspection and audit teams at the Corporation and its member units and subordinate units, must send the inspection decision to the Board of Supervisors for their information. The Board of Supervisors has the right to appoint representatives to participate in these internal inspection and audit teams and must notify the Board of Directors in writing regarding this participation.

dd. The Board of Supervisors must notify the Board of Directors and the General Director in writing 05 working days prior to conducting any inspection activities at the Corporation.

6. In cases where the Board of Supervisors inspects the performance of duties and responsibilities of the Corporation's capital representatives at member units or requests the provision of data, documents, information, and explanations regarding activities at member companies, they must send a written notification to the Chairman of the Board of Directors 05 working days prior to the inspection, clearly stating the content to be inspected and controlled.

Article 8. Regulations on annual evaluation, commendation, and discipline for members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives

1. Annual Evaluation:

Based on assigned roles and responsibilities, the Board of Directors organizes the evaluation of the performance of each member of the Board of Directors, the Head of the Board of Supervisors, the General Director, and other executives.

Based on assigned roles and responsibilities, the Head of the Board of Supervisors organizes the evaluation of the performance of each member of the Board of Supervisors.

2. Commendation:

Based on production and business results, the Board of Directors submits to the Annual General Meeting of Shareholders the decision on allocating a reward fund for the Board of Directors, the Board of Supervisors, the General Director, and other executives.

Based on the annual evaluation results, the Board of Directors decides on the bonus allocation for members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives.

3. Disciplinary Actions:

Pursuant to the Law on Enterprise, the Charter of the Corporation, and the Labor Code, the Board of Directors shall review and submit to the General Meeting of Shareholders the decision on disciplinary action against members of the Board of Directors in case of violations. Disciplinary measures range from reminders, reprimands, warnings, dismissal, and removal.

Pursuant to the Law on Enterprise, the Charter of the Corporation, and the Labor Code, the Board of Supervisors shall review and submit to the General Meeting of Shareholders the decision on disciplinary action against members of the Board of Supervisors in case of violations. Disciplinary measures range from reminders, reprimands, warnings, dismissal, and removal.

Pursuant to the Law on Enterprise, the Charter of the Corporation, and the Labor Code, the Board of Directors shall review and decide on disciplinary action against the General Director and other executives in case of violations. Disciplinary measures range from reminders, reprimands, warnings, extension of the salary increase period, dismissal, and removal.

Article 9. Supplements and Amendments

1. Amendments and supplements to these Regulations must be reviewed by the Board of Directors of the Corporation and submitted to the General Meeting of Shareholders for approval.

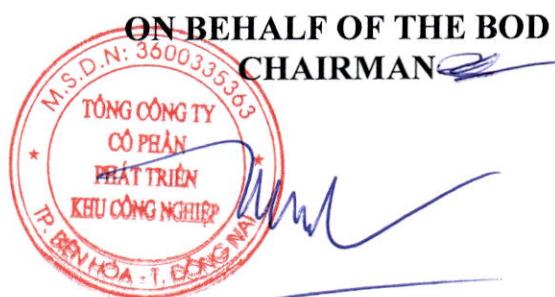
2. In cases where the law has regulations related to the operations of the Corporation not yet mentioned in these Regulations or in cases where there are new legal regulations and the Charter of the Corporation differs from the content of these Regulations, those regulations shall apply to govern the corporate governance operations of the Corporation.

Article 10. Effect

1. This Regulations take effect from the date of Issuance and replaces the Internal Regulations on Corporate Governance of Sonadezi Corporation issued under Decision No. 88/QĐ-SNZ-QTTH dated 2021-04-28.

2. Members of the Board of Directors, the Board of General Directors, Heads of Departments, the Chief of Office, and relevant officers and employees are responsible for implementing these Regulations.

"In case of any discrepancy or different understanding between the information in English and Vietnamese, the information in Vietnamese shall prevail." 



Truong Dinh Hiep