



**VIỆT NAM MACHINE
INVESTMENT DEVELOPMENT
JOINT STOCK COMPANY**

No.: 09/2025/TTr-HDQT-VIMID

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

-----o0o-----

Hanoi, April 19, 2025

PROPOSAL

(Re: Amendments and Supplements to the Internal Corporate Governance Regulations and the Board of Directors' Operation Regulations)

To: ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022, and the guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024, and the guiding documents;
- Pursuant to the Charter of Vietnam Machine Investment Development Joint Stock Company;

Based on the review of the current Internal Corporate Governance Regulations and the Board of Directors' Operation Regulations in connection with the proposed amendments and supplements to the Charter of Vietnam Machine Investment Development Joint Stock Company, the Board of Directors finds that several provisions in these Regulations need to be reviewed, amended, and supplemented to comply with applicable laws and the revised Charter of the Company.

The key amended and updated contents of the Internal Corporate Governance Regulations and the Board of Directors' Operation Regulations are detailed in the Appendix attached to this Proposal and shall take effect from the date of approval by the General Meeting of Shareholders.

We respectfully submit this to the General Meeting of Shareholders for consideration and approval.

Best regards,

Attachments:

- (i) *(i) Draft of the Internal Corporate Governance Regulations and Appendix 01: Detailed contents of amendments and supplements to the Internal Corporate Governance Regulations;*
- (ii) *(ii) Draft of the Board of Directors' Operation Regulations and Appendix 02: Detailed contents of amendments and supplements to the Board of Directors' Operational Regulations.*

Recipients:

- *General Meeting of Shareholders in 2025;*

- *Board of Directors, Board of Management;*

- *Filing: Archived*

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRPERSON**

Nguyen Thi Thu Huyen

APPENDIX 01: DETAILED CONTENTS OF AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS

(Attached to Statement No. 09/2025/TTr-BOD-VIMID dated April 19, 2025)

No.	Provision	Current Regulations	Proposed Amendment/Supplement	Explanation
1	Point c, Clause 1, Article 2, Chapter I	c. "Articles of Association" means the Company Charter of the Vietnam Machine Investment Development Joint Stock Company approved at the 2021 Annual General Meeting of Shareholders on May 29, 2021.	c. "Articles of Association" means the Company Charter of the Vietnam Machine Investment Development Joint Stock Company approved at the <u>2025</u> Annual General Meeting of Shareholders on April 19, 2025.	Amended to be consistent with the Company Charter.
2	Point k, Clause 1, Article 2, Chapter I	k. "Law" refers to all legal normative documents as defined in the Law on Promulgation of Legal Documents No. 80/2015/QH13 passed by the National Assembly on June 22, 2015, the Law amending and supplementing a number of articles of the Law on Promulgation of Legal Documents No. 63/2020/QH14 passed on June 18, 2020, and any amendments, supplements, or replacements (if any), as well as all laws and regulations in effect, whether written or unwritten, at the place where the Company is listed or has its shares registered for trading, including the regulations of the Stock Exchange.	k. "Law" refers to all legal normative documents as defined in the Law on Promulgation of Legal Documents No. <u>64/2025/QH15</u> passed by the National Assembly on <u>February 19, 2025</u> , including any amendments, supplements, or replacements (if any), as well as all laws and regulations in effect, whether written or unwritten, at the place where the Company is listed or has its shares registered for trading, including the regulations of the Stock Exchange.	Amended to be consistent with the Company Charter.
3	Point a, Clause 2, Article 6, Chapter II	a. The General Meeting of Shareholders shall be conducted when Shareholders representing more than <u>50%</u> of the total voting shares of the Company are in attendance.	a. The General Meeting of Shareholders shall be conducted when Shareholders representing more than <u>51%</u> of the total voting shares of the Company are in attendance.	Amended to be consistent with the Company Charter.

4	Point b, Clause 2, Article 6, Chapter II	<p>b. If the required Shareholder quorum specified in point a of this Clause is not met within <u>one hundred and twenty</u> minutes from the scheduled start time, the meeting convener must cancel the meeting. The second meeting invitation must be sent within thirty (30) days from the originally scheduled meeting date. The second General Meeting of Shareholders shall be conducted if Shareholders representing at least 33% of the total voting shares of the Company are in attendance.</p>	<p>If the required Shareholder quorum specified in point a of this Clause is not met within <u>sixty (60)</u> minutes from the scheduled start time, the meeting convener must cancel the meeting. The second meeting invitation must be sent within thirty (30) days from the originally scheduled meeting date. The second General Meeting of Shareholders shall be conducted if Shareholders representing at least 33% of the total voting shares of the Company are in attendance.</p>	Amended to be consistent with the Company Charter.
5	Point c, Clause 2, Article 6, Chapter II	<p>c. If the second General Meeting of Shareholders cannot be conducted due to insufficient Shareholders as required in point b of this Clause within one hundred twenty minutes from the scheduled start time, the third meeting invitation must be sent within 20 days from the originally scheduled second meeting date. In this case, the third General Meeting of Shareholders shall proceed regardless of the number of attending Shareholders and shall have the authority to decide on all matters originally proposed for approval at the first meeting.</p>	<p>c. If the second General Meeting of Shareholders cannot be conducted due to insufficient Shareholders as required in point b of this Clause within one hundred twenty minutes from the scheduled start time, the third meeting invitation must be sent within <u>twenty (20)</u> days from the originally scheduled second meeting date. In this case, the third General Meeting of Shareholders shall proceed regardless of the number of attending Shareholders and shall have the authority to decide on all matters originally proposed for approval at the first meeting.</p>	Amended to be consistent with the Company Charter.
6	Point a, Clause 1, Article 7, Chapter II	<p>a. During Shareholder registration, the Company shall issue one or more voting ballots to each Shareholder or Proxy Holder with voting rights. These ballots shall include the number of voting shares of such Shareholder or Proxy Holder.</p>	<p>a. During Shareholder registration, the Company shall issue one or more voting ballots to each Shareholder or Proxy Holder with voting rights. These ballots shall include the <u>full name of the Shareholder, the full name of the Proxy Holder, and the number of votes assigned to that Shareholder.</u></p>	Amended to be consistent with the Company Charter.

7	Point g, Clause 3, Article 8, Chapter II	g. Full name and signature of the legal representative of the Company.	g. The full name and signature of the <u>Chairperson of the Board of Directors.</u>	Amended to be consistent with the Company Charter.
8	Clause 6, Article 8, Chapter II	6. The vote-counting minutes and the resolution must be published on the Company's website within twenty-four (24) hours from the date of vote counting completion.	6. The vote-counting minutes and the resolution must be published on the Company's website within twenty-four 24 hours from the <u>time of</u> vote counting completion.	Amended to be consistent with the Company Charter.
9	Point b, Clause 2, Article 13, Chapter III	b. Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into, and terminate contracts with the Director; determine salaries and other benefits of the Director;	b. Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into, and terminate contracts with the Director, <u>Deputy Directors, and Chief Accountant; determine salaries and other benefits of the Director, Deputy Directors, and Chief Accountant;</u>	Amended to be consistent with the Company Charter.
10	Clause 3, Article 13, Chapter III	3. The Board of Directors shall adopt resolutions and decisions by voting at meetings or collecting written opinions. Each Board member shall have one (01) vote. Board of Directors may adopt a resolution authorizing the Chairperson of the Board to make decisions or perform one or more rights and duties within the authority of the Board as stated in Clause 2 of this Article.	3. The Board of Directors shall adopt resolutions and decisions by voting at meetings or collecting written opinions. Each Board member shall have one (01) vote.	Amended to be consistent with the Company Charter.
11	Clause 4, Article 13, Chapter III	Not yet provided – Additions	4. The Board of Directors must report on its activities at the Annual General Meeting of Shareholders, in compliance with legal regulations, and ensure the inclusion of the following: a. Remuneration, operating expenses, and other	Supplemented to be consistent with the Company Charter.

12	Clause 2, Article 21, Chapter III	Supplements:	<p>benefits of the Board of Directors and each Board member</p> <p>b. Summary of Board meetings and decisions made by the Board of Directors;</p> <p>Report on transactions between the Company, its subsidiaries, and companies in which the public company holds more than 50% of the charter capital, with Board members and their related parties; and transactions between the Company and any company where a Board member is a founding member or has held a managerial position within the last three (03) years prior to the transaction.</p> <p>d. Activities of members of the Board of Directors and evaluation results of independent members on activities of the Board of Directors</p> <p>e. Activities of the Audit Committee under the Board of Directors.</p> <p>f. Activities of other committees under the Board of Directors (if any).</p> <p>g. Supervisory results over the Director.</p> <p>h. Supervisory results regarding other executives.</p> <p>i. Future plans.</p> <p>g. Represent the Company in signing contracts in which the Company is a party;</p> <p>h. Sign and issue resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;</p>	Supplemented to be consistent with the Company Charter.
----	---	--------------	---	---

	<p>i. Negotiate and sign documents and materials related to diplomatic, administrative matters with domestic and foreign customers and partners, as well as with governmental regulatory agencies;</p> <p>j. Negotiate and sign contracts that require approval from the General Meeting of Shareholders as prescribed by law;</p> <p>k. Notify the opening and closing of transaction accounts with banks and financial institutions; sign documents and vouchers for executing monetary transactions related to financial and investment activities.</p> <p>l. Sign employment contracts with the Director, Deputy Directors, and Chief Accountant after the Board of Directors approves the relevant resolution or decision;</p> <p>m. Decide on investments or asset sales of the Company valued at less than 1% of the total asset value recorded in the latest audited consolidated financial statements. This provision does not apply to contracts and transactions under the approval authority of the Board of Directors, as stipulated in Clause 2, Article 41 of these Articles of Association;</p> <p>n. Approve purchase, sale, loan, borrowing, and other contracts valued at less than 35% of the total asset value recorded in the latest audited consolidated financial statements. This provision does not apply to contracts and</p>	
--	--	--

			<p>transactions under the approval authority of the Board of Directors and the General Meeting of Shareholders, as stipulated in Clauses 2 and 3, Article 41 of the Company Charter;</p> <p>o. Approve pledges, mortgages, guarantees, or other security measures by the Company, as well as Company indemnities, valued at less than the threshold specified in Point n, Clause 2, Article 27 of the Company Charter;</p> <p>p. Exercise other rights and obligations as prescribed by the Enterprise Law, relevant laws, and the Company Charter.</p>	<p>Amended to be consistent with the Company Charter.</p>
13	<p>Clause 4, Article 21, Chapter III</p>	<p>4. In case both the Chairperson and Vice Chairperson of the Board of Directors resign or are dismissed or removed, the Board of Directors shall elect a replacement within ten (10) days.</p>	<p>4. If both the Chairperson and Vice Chairperson of the Board of Directors resign, are dismissed, or removed, the Board of Directors must elect a replacement within ten (10) days <u>from the date of receiving the resignation or removal decision.</u></p>	<p>Amended to be consistent with the Company Charter.</p>
14	<p>Clause 2, Article 23, Chapter III</p>	<p>2. In case the Chairperson and the minute taker refuse to sign the minutes of the meeting, the minutes shall still be valid if all other attending members of the Board of Directors sign the minutes, and the contents fully comply with the provisions set out in points a, b, c, d, e, f, g, and h of Clause 1 of this Article.</p>	<p>2. In case the Chairperson and the minute taker refuse to sign the minutes of the meeting, the minutes shall still be valid if all other attending members of the Board of Directors <u>agree to adopt and sign the minutes, and the contents fully comply with the provisions set out in points a, b, c, d, e, f, g, and h of Clause 1 of this Article. The minutes must also include a statement indicating that the Chairperson or minutes taker refused to sign. Any person who signs the minutes shall be jointly responsible for the accuracy and truthfulness of its contents. The Chairperson and the minutes taker shall bear personal liability for any damage to the</u></p>	<p>Supplemented to be consistent with the Company Charter.</p>

			<u>Company caused by their refusal to sign the minutes, in accordance with the Enterprise Law, the Company Charter, and applicable laws.</u>	
15	Clause 4, Article 24, Chapter III	4. The appointment of the Chairperson and other members of the Audit Committee must be approved by the Board of Directors at a Board meeting.	4. <u>The Chairperson of the Audit Committee and other members of the Audit Committee shall be nominated by the Board of Directors and must not be executives of the Company.</u> The appointment of the Chairperson and other members of the Audit Committee must be approved by the Board of Directors at a Board meeting.	Supplemented to be consistent with the Company Charter.
16	Clause 1, Article 27, Chapter III	1. The Board of Directors of the Company shall appoint at least one person as the Person in Charge of Corporate Governance cum <u>Company Secretary</u> to support corporate governance activities.	1. The Board of Directors of the Company shall appoint at least one person as the Person in Charge of Corporate Governance to support corporate governance activities. <u>The Person in Charge of Corporate Governance may concurrently hold the position of Company Secretary.</u>	Amended to be consistent with the Company Charter.
17	Clause 4, Article 27, Chapter III	Not yet provided – Additions	4. The Company Secretary has the following rights and responsibilities: a. Assisting in organizing and convening General Meetings of Shareholders and Board of Directors meetings; taking minutes of meetings; b. Assisting Board members in fulfilling their assigned rights and responsibilities; c. Supporting the Board of Directors in the implementation of corporate governance principles; d. Assisting the Company in shareholder relations, protecting shareholders' legal rights	Supplemented to be consistent with the Company Charter.

18	Clause 1, Article 28, Chapter IV	<p>and interests, and ensuring compliance with information disclosure obligations, transparency, and administrative procedures;</p> <p>e. Other rights and responsibilities as stipulated in the Company Charter.</p>	<p>1. The Board of Directors shall appoint a member of the Board of Directors or <u>hire</u> another individual to serve as the Director.</p>	Amended to be consistent with the Company Charter.
19	Clause 3, Article 28, Chapter IV	<p>1. The Board of Directors shall appoint a member of the Board of Directors or another individual to serve as the Director.</p> <p>3. The Director has the following rights and obligations:</p> <p>a. Implement resolutions and decisions of the Board of Directors and the General Meeting of Shareholders, as well as execute the Company's business and investment plans as approved by the Board of Directors and the General Meeting of Shareholders;</p> <p>b. <u>Decide on investments or asset sales of the Company valued at less than 1% of the total asset value recorded in the latest audited consolidated financial statements. This provision does not apply to contracts and transactions under the approval authority of the Board of Directors, as stipulated in Clause 2, Article 41 of these Articles of Association;</u></p> <p>c. <u>Approve purchase, sale, loan, borrowing, and other contracts valued at less than 35% of the total asset value recorded in the latest audited financial statements. This provision does not apply to contracts and transactions under the approval authority of the Board of Directors and</u></p>	<p>3. The Director has the following rights and obligations:</p> <p>a. Implement resolutions and decisions of the Board of Directors and the General Meeting of Shareholders, as well as execute the Company's business and investment plans as approved by the Board of Directors and the General Meeting of Shareholders;</p> <p>b. Decide on all matters related to the Company's daily business operations that are not under the authority of the Board of Directors (except for signing contracts and transactions on behalf of the Company, which must be authorized by the Company's Legal Representative), and organize and operate the Company's daily business activities in accordance with best management practices;</p> <p>c. <u>Recommend the organizational structure and internal management regulations of the Company;</u></p> <p>d. <u>Propose dividend distribution plans or solutions for handling business losses;</u></p>	Amended to be consistent with the Company Charter.

the General Meeting of Shareholders, as stipulated in Clauses 2 and 3, Article 41 of the Company Charter;

d. Decide on all matters related to the Company's daily business operations that are not under the authority of the Board of Directors, including representing the Company in signing contracts to which the Company is a party, and organize and operate the Company's daily business activities in accordance with best management practices;

e. Decide on the number of employees, their salaries, allowances, benefits, appointments, dismissals, and other terms related to their employment contracts;

f. Propose measures to improve the Company's operations and management; and

g. Exercise other rights and obligations as prescribed by law, these Articles of Association, the Company's regulations, and resolutions and decisions of the Board of Directors.

e. Recruit employees;

f. Appoint, dismiss, and remove managerial positions within the Company, except for positions under the authority of the Board of Directors;

g. Determine salaries and other benefits for employees in the Company, including managers under the Director's appointment authority (excluding employees under the appointment authority of the Board of Directors);

h. Prepare long-term, annual, and quarterly financial projections (hereinafter referred to as "projections") for managing the Company's long-term, annual, and quarterly activities according to the business plan. The annual projection (including the balance sheet, income statement, and cash flow statement) for each financial year must be submitted for approval by the Board of Directors and must include the information specified in the Company's regulations;

i. Develop a detailed business plan for the next financial year and submit it to the Board of Directors for review and approval by the General Meeting of Shareholders as the basis for implementation;

j. Recommend the number and positions of Deputy Directors that the Company needs to recruit for appointment or dismissal by the Board of Directors, following internal

			<p><u>regulations, and propose remuneration, salaries, and other benefits for these positions for the Board of Directors to decide;</u></p> <p><u>k. Propose measures to improve the Company's operations and management; and</u></p> <p><u>l. Exercise other rights and obligations as prescribed by law, these Articles of Association, the Company's regulations, and resolutions and decisions of the Board of Directors.</u></p>	
20	Clause 4, Article 28, Chapter IV	<p>4. Dismissal: The Board of Directors may dismiss or remove the Director with the approval of the majority of its voting members and appoint a new Director as a replacement.</p>	<p>4. Dismissal and Removal: The Board of Directors may dismiss or remove the Director with the approval of the majority of its voting members and appoint a new Director as a replacement.</p>	Amended to be consistent with the Company Charter.
21	Article 34, Chapter VI	<p>These Governance Regulations shall take effect from June 1, 2021 and shall replace any previous internal corporate governance regulations of the Company.</p>	<p>These Governance Regulations shall take effect from ... [day] ... [month], 2025 and shall replace any previous internal corporate governance regulations of the Company.</p>	Amended to be consistent with the Company Charter.

**APPENDIX 02: DETAILED CONTENTS OF AMENDMENTS AND SUPPLEMENTS TO THE BOARD OF DIRECTORS’
OPERATION REGULATIONS**

(Attached to Statement No. 09/2025/ITr-BOD-VIMID dated April 19, 2025)

No.	Provision	Current Regulations	Proposed Amendment/Supplement	Explanation
1	Point c, Clause 1, Article 2, Chapter I	c. “Articles of Association” means the Company Charter of the Vietnam Machine Investment Development Joint Stock Company approved at the 2021 Annual General Meeting of Shareholders on May 29, 2021.	c. “Articles of Association” means the Company Charter of the Vietnam Machine Investment Development Joint Stock Company approved at the 2025 Annual General Meeting of Shareholders on April 19, 2025.	Amended to be consistent with the Company Charter.
2	Point g, Clause 1, Article 2, Chapter I	g. "Authorized Representative" means a person authorized by an institutional Shareholder to exercise its Shareholder rights as prescribed by Law.	g. Authorized Representative" means a person authorized by an institutional Shareholder to exercise its Shareholder rights and obligations as prescribed by Law.	Amended to be consistent with the Company Charter.
3	Point j, Clause 1, Article 2, Chapter I	j. "Law" refers to all legal normative documents as defined in the Law on Promulgation of Legal Documents No. 80/2015/QH13 passed by the National Assembly on June 22, 2015, the Law amending and supplementing a number of articles of the Law on Promulgation of Legal Documents No. 63/2020/QH14 passed on June 18, 2020, and any amendments, supplements, or replacements (if any), as well as all laws and regulations in effect, whether written or unwritten, at the place where the Company is listed or has its shares registered for trading, including the regulations of the Stock	"Law" refers to all legal normative documents as defined in the Law on Promulgation of Legal Documents No. 64/2025/QH15 passed by the National Assembly on February 19, 2025, including any amendments, supplements, or replacements (if any), as well as all laws and regulations in effect, whether written or unwritten, at the place where the Company is listed or has its shares registered for trading, including the regulations of the Stock Exchange.	Amended to be consistent with the Company Charter.

		Exchange.		
4	Clause 1, Article 4, Chapter III	<p>1. Members of the Board of Directors have full rights in accordance with the Law on Enterprises, the Securities Law, relevant laws and the Company Charter, including the right to be provided with information and documents on the financial situation and business activities of the Company and its departments.</p>	<p>1. Members of the Board of Directors have full rights in accordance with the Law on Enterprises, the Securities Law, relevant laws and the Company Charter, including the right to be provided with information and documents on the financial situation and business activities of the Company and its departments and <u>units</u>.</p>	Amended to be consistent with the Company Charter.
5	Clause 2, Article 8, Chapter III	<p>Not yet provided – Additions</p>	<p>g. Represent the Company in signing contracts in which the Company is a party; h. Sign and issue resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; i. Negotiate and sign documents and materials related to diplomatic, administrative matters with domestic and foreign customers and partners, as well as with governmental regulatory agencies; j. Negotiate and sign contracts that require approval from the General Meeting of Shareholders as prescribed by law; k. Notify the opening and closing of transaction accounts with banks and financial institutions; sign documents and vouchers for executing monetary transactions related to financial and investment activities. l. Sign employment contracts with the Director, Deputy Directors, and Chief Accountant after</p>	Supplemented to be consistent with the Company Charter.

6	Clause 4, Article 8, Chapter III	4. In case both the Chairperson and Vice Chairperson of the Board of Directors resign or are dismissed or removed, the Board of	<p>the Board of Directors approves the relevant resolution or decision;</p> <p>m. Decide on investments or asset sales of the Company valued at less than 1% of the total asset value recorded in the latest audited consolidated financial statements. This provision does not apply to contracts and transactions under the approval authority of the Board of Directors, as stipulated in Clause 2, Article 41 of this Articles of Association;</p> <p>n. Approve purchase, sale, loan, borrowing, and other contracts valued at less than 35% of the total asset value recorded in the latest audited consolidated financial statements. This provision does not apply to contracts and transactions under the approval authority of the Board of Directors and the General Meeting of Shareholders, as stipulated in Clauses 2 and 3, Article 41 of the Company Charter;</p> <p>o. Approve pledges, mortgages, guarantees, or other security measures by the Company, as well as Company indemnities, valued at less than the threshold specified in Point n, Clause 2, Article 27 of the Company Charter;</p> <p>p. Exercise other rights and obligations as prescribed by the Enterprise Law, relevant laws, and the Company Charter.</p>	Amended to be consistent with the Company Charter.
---	----------------------------------	---	--	--

		Directors shall elect a replacement within ten (10) days.	replacement within ten (10) days <u>from the date of receiving the resignation or removal decision.</u>	
7				
8	Point b, Clause 2, Article 13, Chapter III	b. Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into, and terminate contracts with the Director; determine salaries and other benefits of the Director;	b. Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into, and terminate contracts with the Director, <u>Deputy Directors, and Chief Accountant; determine salaries and other benefits of the Director, Deputy Directors, and Chief Accountant;</u>	Amended to be consistent with the Company Charter.
9	Clause 3, Article 13, Chapter III	3. The Board of Directors shall adopt resolutions and decisions by voting at meetings or collecting written opinions. Each Board member shall have one (01) vote. <u>Board of Directors may adopt a resolution authorizing the Chairperson of the Board to make decisions or perform one or more rights and duties within the authority of the Board as stated in Clause 2 of this Article.</u>	3. The Board of Directors shall adopt resolutions and decisions by voting at meetings or collecting written opinions. Each Board member shall have one (01) vote.	Amended to be consistent with the Company Charter.
10	Clause 4, Article 13, Chapter III	Not yet provided – Additions	4. The Board of Directors must report on its activities at the Annual General Meeting of Shareholders, in compliance with legal regulations, and ensure the inclusion of the following: a. Remuneration, operating expenses, and other benefits of the Board of Directors and each Board member	Supplemented to be consistent with the Company Charter.

			<p>b. Summary of Board meetings and decisions made by the Board of Directors;</p> <p>Report on transactions between the Company, its subsidiaries, and companies in which the public company holds more than 50% of the charter capital, with Board members and their related parties; and transactions between the Company and any company where a Board member is a founding member or has held a managerial position within the last three (03) years prior to the transaction.</p> <p>d. Activities of members of the Board of Directors and evaluation results of independent members on activities of the Board of Directors</p> <p>e. Activities of the Audit Committee under the Board of Directors.</p> <p>f. Activities of other committees under the Board of Directors (if any).</p> <p>g. Supervisory results over the Director.</p> <p>h. Supervisory results regarding other executives.</p> <p>i. Future plans.</p>	Supplemented to be consistent with the Company Charter.
11	Clause 2, Article 17, Chapter IV	<p>2. In case the Chairperson and the minute taker refuse to sign the minutes of the meeting, the minutes shall still be valid if all other attending members of the Board of Directors sign the minutes, and the contents fully comply with the provisions set out in points a, b, c, d, e, f, g, and h of Clause 1 of this Article.</p>	<p>2. In case the Chairperson and the minute taker refuse to sign the minutes of the meeting, the minutes shall still be valid if all other attending members of the Board of Directors <u>agree to adopt and sign the minutes</u>, and the contents fully comply with the provisions set out in points a, b, c, d, e, f, g, and h of Clause 1 of this Article. <u>The minutes must also include a</u></p>	

		<p>statement indicating that the Chairperson or minutes taker refused to sign. Any person who signs the minutes shall be jointly responsible for the accuracy and truthfulness of its contents. The Chairperson and the minutes taker shall bear personal liability for any damage to the Company caused by their refusal to sign the minutes, in accordance with the Enterprise Law, the Company Charter, and applicable laws.</p>	
12	<p>Clause 2, Article 18, Chapter V</p>	<p>2. The reports stipulated in these Articles of Association must be kept at the Company's head office.</p>	<p>Supplemented to be consistent with the Company Charter.</p>
13	<p>Clause 1, Article 19, Chapter V</p>	<p>1. The Company shall have the right to pay remuneration and bonuses to members of the Board of Directors according to business results and performance. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.</p>	<p>Supplemented to be consistent with the Company Charter.</p>

			General Meeting of Shareholders at the annual meeting.	
14	Clause 2, Article 19, Chapter V	2. The remuneration of the Board members shall be included in the Company's business expenses in accordance with law provisions.	2. The remuneration of the Board members shall be included in the Company's business expenses in accordance with law provisions, <u>recorded as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.</u>	Supplemented to be consistent with the Company Charter.
15	Clause 3, Article 19, Chapter V	Not yet provided – Additions	3. Board members holding executive positions (including the Chairperson, Vice Chairperson of the Board of Directors, or other titles in the Company), or Board members serving on committees under the Board of Directors or performing additional tasks beyond the usual responsibilities of a Board member, may receive additional remuneration in the form of a lump sum payment per assignment, salary, commission, profit-sharing, or other forms of compensation as determined by the Board of Directors.	Supplemented to be consistent with the Company Charter.
16	Article 24, Chapter VII	These Regulations shall take effect from the date of signing.	These Regulations shall take effect from .../.../2025/...and shall replace any previous Operation Regulations of the Board of Directors.	Amended to be consistent with the Company Charter.

