PROPOSED AMENDMENTS AND SUPPLEMENTS TO THE 2021 INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

DRAFT

No.	Current Regulations	Proposed Amendments and Supplements	Remarks
1	**Article 1: Scope and applicable entities**	**Article 1: Scope and applicable entities** 3. <u>Interpretation of terms: Terms not defined in these Regulations shall have the meanings prescribed in the Company's Charter and relevant laws</u>. 3.1 *Core business* means any business line, trade, business sector or product/service line of the Company (including its subsidiaries) that satisfies any of the following conditions: a. Contributes ten percent (10%) or more of the Company's total consolidated net revenue in either of the two (02) most recent financial years, based on the Company's audited consolidated financial statements; or b. Contributes ten percent (10%) or more of the Company's total consolidated gross profit (or profit before tax) in either of the two (02) most recent financial years, based on the Company's audited consolidated financial statements. c. Other business activities determined by the Board of Directors to be core and important to the Company's development strategy from time to time. 3.2 *Daily business activities* or *ordinary-course business activities* mean the following activities of the Company, unless otherwise decided by the Board of Directors: a. operating the Company as a multi-sector and multi-business enterprise while ensuring a primary focus on its core business activities; b. deciding on and approving working-capital mobilization plans with a value not exceeding VND 60 (sixty) billion; c. deciding on investment, procurement, upgrade and major repair of assets with a value not exceeding VND 05 (five) billion per asset unit, asset system or batch of assets, in accordance with the annual plan approved by the Board of Directors; d. deciding on the liquidation or disposal of assets with an original cost not exceeding VND 08 (eight) billion per asset unit, asset system or batch of assets. Liquidation or disposal includes the destruction or sale for liquidation of technically obsolete assets; irreparably damaged assets; and assets that have expired or retain use value but are damaged, degraded or inefficiently used; e. deciding on the establishment, dissolution or merger of teams,	New Clause 3 added in accordance with Article 4.2 of the SASCO Charter.

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		units, functional departments under operating units and equivalent bodies; and issuing organizational and operational regulations of such units in accordance with the organizational chart, functions and duties approved by the Board of Directors; f. deciding on the appointment/dismissal of managerial positions of the Company in accordance with the staffing plan approved by the Board of Directors, except for positions whose appointment/dismissal falls within the authority of the Board of Directors; g. recruiting employees and entering into employment contracts and related documents with Company employees. For employees holding managerial positions appointed by the Board of Directors, the Chief Executive Officer shall sign their employment contracts pursuant to the Board of Directors' decision; h. deciding on salaries and other benefits of Company employees, except for the Board of Management and the Chief Accountant. Salaries, remuneration and other benefits of the Board of Management and the Chief Accountant shall be decided by the Board of Directors; i. evaluating, rewarding and disciplining Company employees. For employees holding managerial positions appointed by the Board of Directors, the Chief Executive Officer shall issue reward or disciplinary decisions pursuant to the Board of Directors' decision and labor laws; j. issuing human-resources management regulations and procedures in accordance with the Company's Charter, the Company's Internal Regulations on Corporate Governance and decisions of the Board of Directors; and k. other activities assigned to the Chief Executive Officer for implementing resolutions and decisions of the General Meeting of Shareholders and the Board of Directors (including, without limitation, the business plan and the Company's development orientations), in accordance with law and requirements of competent state authorities. 4. Principles of application: These Regulations shall be applied consistently with law and the Company's Charter. In the event of any discrepancy, the document of higher legal effect shall prevail; the Board of Directors shall	

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		promptly submit amendments to these Regulations to the General Meeting of Shareholders for matters falling within its authority.	
2	**Article 2. General Meeting of Shareholders** 1.2. The General Meeting of Shareholders has the following rights and obligations: c. To elect, dismiss and remove members of the Board of Directors and the Supervisory Board; h. To decide on the reorganization or dissolution of the Company;	**Article 2. General Meeting of Shareholders** 1.2. The General Meeting of Shareholders has the following rights and obligations: c. Determine the number of members of the Board of Directors and the Supervisory Board; elect, remove from office and dismiss members of the Board of Directors and members of the Supervisory Board; h. Decide on the reorganization and dissolution (liquidation) of the Company and appoint the liquidator; l. Approve the execution of contracts and transactions with related parties as prescribed in Clause 10, Article 53 of Charter's Company; m. The annual business plan of the Company; o. The report of the Board of Directors on the governance and the results of the operations of the Board of Directors and of each member of the Board of Directors; p. The report of the Supervisory Board on the business results of the Company and on the results of the operations of the Board of Directors and the Chief Executive Officer; q.The self-assessment report on the results of the operations of the Supervisory Board and of the Supervisors; r. The dividend rate for each share of each class; 1.3 The annual General Meeting of Shareholders shall discuss and approve the matters prescribed in Points m, n, o, p, q and r of Point 1.2 Clause 1 Article 2 of these Regulations and other matters within its authority. 1.4 All resolutions and matters included in the meeting agenda must be brought to discussion and vote at the meeting of the General Meeting of Shareholders. 1.5 With respect to matters approved under previous resolutions of the General Meeting of Shareholders that have not yet been implemented, the Board of Directors must report to the General Meeting of Shareholders at its next meeting. Where there is any change to matters falling within the decision-making authority of the General Meeting of Shareholders, the Board of Directors must submit such change to the General Meeting of Shareholders at its next meeting for approval prior to implementation.	The provisions of this Clause have been amended in accordance with Clause 1 Article 14 of the Draft SASCO Charter. Items l, m, o, p, q and r added in accordance with Clause 1 Article 14 of the Draft SASCO Charter. Items 1.3, 1.4, 1.5 and 1.6 added in accordance with Clauses 2 through 5 Article 14 of the Draft SASCO Charter.

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	2.2. Preparation of the list of shareholders entitled to attend the meeting: a. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on. The list shall be prepared no more than 10 days before the date on which the notice of invitation to the General Meeting of Shareholders is sent. 2.4 Notice convening the General Meeting of Shareholders: The notice of invitation must be sent by a method ensuring delivery to shareholders and concurrently posted on the Company's website. The notice shall specify where and how the meeting documents may be downloaded. 2.5 Agenda and contents of the General Meeting of Shareholders: c. The person convening the General Meeting of Shareholders may reject a proposal specified at Point 0 Clause 2 Article 2 of these Regulations in any of the following cases: (i) The proposal is not submitted in accordance with Point 2.5 Clause 2 Article 2 of these Regulations; (iv) Other cases prescribed by law and this Charter.	2.2. Preparation of the list of shareholders entitled to attend the meeting: a. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared based on the Company's register of shareholders or register of securities holders. The list shall be prepared no more than 10 days before the date on which the notice of invitation to the General Meeting of Shareholders is sent. 2.4 Notice convening the General Meeting of Shareholders: The notice of invitation shall be sent by email and/or guaranteed delivery service to the shareholder's registered contact address and/or by other means ensuring delivery to the shareholder, and shall concurrently be posted on the Company's website. The notice shall specify where and how the meeting documents may be downloaded. Where the Company sends the notice by email, the shareholder's email address shall be the address stored and provided by the Vietnam Securities Depository and Clearing Corporation (VSDC) or the address registered by the shareholder with the Company. 2.5 Agenda and contents of the General Meeting of Shareholders: c. The person convening the General Meeting of Shareholders may reject a proposal specified in Item b Point 2.5 Clause 2 Article 2 of these Regulations in any of the following cases: (i) The proposal is not submitted in accordance with Item b Point 2.5 Clause 2 Article 2 of these Regulations; (iv) Other cases prescribed by law and the Company's Charter. d. The person convening the General Meeting of Shareholders shall accept and include a proposal specified in Item b Point 2.5 Clause 2 Article 2 of these Regulations in the proposed agenda and contents of the meeting, except in the case specified in Clause 5 Article 17 of the Company's Charter; the proposal shall be officially added to the agenda and contents if approved by the General Meeting of Shareholders. 2.6 Authorization of representatives to attend the General Meeting of Shareholders: c. An authorized attendee shall submit the instrument of authorization when registering before entering the meeting room; alternatively, the shareholder may send it to the Company or the	Amended in accordance with Point a Clause 2 Article 17 of the Draft SASCO Charter. Amended in accordance with Clause 3 Article 17 of the Draft SASCO Charter. Cross-references updated.

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	d. The person convening the General Meeting of Shareholders shall accept and include a proposal specified at Point 2.5 Clause 2 Article 2 of these Regulations in the proposed agenda and contents of the meeting, except in the case specified in Clause 6 Article 17 of the Company's Charter; the proposal shall be officially added to the agenda and contents if approved by the General Meeting of Shareholders. 2.6 Authorization of representatives to attend the General Meeting of Shareholders: c. An authorized attendee shall submit the instrument of authorization when registering for the meeting. In the case of sub-authorization, the attendee shall also present the original instrument of authorization from the shareholder or authorized representative of an institutional shareholder (unless it has already been registered with the Company). 2.7 Registration for attendance at the General Meeting of Shareholders: b. Upon registration of shareholders, the Company shall issue to each shareholder or authorized representative having voting rights a voting card/voting ballot/election ballot, bearing the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes/election votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by voting in favour, against, or abstaining. The vote counting results shall be announced by the Chairperson/the Vote Counting Committee immediately before the closing of the meeting.	meeting venue specified in the notice of invitation no later than 48 hours before the General Meeting of Shareholders. In the case of sub-authorization, the attendee shall also present the original instrument of authorization from the shareholder or authorized representative of an institutional shareholder (unless it has already been registered with the Company). d. For an institutional shareholder, its legal representative has the right to represent it in exercising shareholder rights in the Company in accordance with Article 11 of the Company's Charter and law, unless the shareholder has authorized another individual or organization in writing to exercise its rights. 2.7 Registration for attendance at the General Meeting of Shareholders: b. Upon registration of shareholders, the Company shall issue to each shareholder or authorized representative having voting rights a voting card/voting ballot/election ballot, bearing the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes/election votes of such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting shall be conducted by voting in favour, against, or abstaining. The vote counting results shall be announced by the Chairperson/the Vote Counting Committee immediately before the closing of the meeting. The meeting shall elect the persons responsible for counting the votes or supervising the vote counting at the proposal of the Chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting; c. A shareholder, the authorized representative of a corporate shareholder, or an authorized person arriving after the meeting has opened shall have the right to register immediately and thereafter to participate and vote at the meeting immediately upon registration. The Chairperson shall not be responsible for suspending the meeting to allow late-arriving shareholders to register, and the validity of matters already voted on shall not be affected.	Added in accordance with Clause 2 Article 15 of the Draft SASCO Charter. Added to ensure the reasonable exercise of rights by the legal representative of an institutional shareholder. Added in accordance with Clause 2 Article 19 of the Draft SASCO Charter.

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	2.12 Conditions for adoption of resolutions: a. A resolution on any of the following matters shall be adopted if approved by shareholders representing sixty-five percent (65%) or more of the total votes of all shareholders voting in favour, except in the cases specified in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises: b. Other resolutions shall be adopted if approved by shareholders owning 51% or more of the total votes of all shareholders attending and voting in favour, except in the case specified at Item m1 of this Article and Clauses 3, 4 and 6 Article 148 of the Law on Enterprises.	2.12 Conditions for adoption of resolutions: a. A resolution on any of the following matters shall be adopted if approved by shareholders representing sixty-five percent (65%) or more of the total votes of all shareholders attending and voting at the meeting, except in the cases specified in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises: b. Resolutions shall be adopted where approved by shareholders holding 51% or more of the total votes of all shareholders attending and voting at the meeting, except in the cases prescribed in Item a Point 2.12 Clause 2 Article 2 of these Regulations and Clauses 3, 4 and 6 Article 148 of the Law on Enterprises. c. The election of members of the Board of Directors and of the Supervisory Board must be carried out by the cumulative voting method in accordance with Clause 3, Article 148 of the Law on Enterprises.	Amended in accordance with Clause 1 Article 21 of the Draft SASCO Charter.
	2.16 Disclosure of resolutions and minutes of the General Meeting of Shareholders:	2.16 Disclosure of resolutions and minutes of the General Meeting of Shareholders: a. A resolution of the General Meeting of Shareholders shall be notified to shareholders entitled to attend the meeting within 15 days from its adoption. If the Company has a website, such notification may be replaced by posting the resolution on the Company's website.	Amended in accordance with Point d Clause 1 Article 21 of the Draft SASCO Charter.
	3. The order and procedures for a General Meeting of Shareholders to adopt resolutions by collection of written opinions comprise the following principal contents:	3. Order and procedures for adopting resolutions of the General Meeting of Shareholders by collection of written opinions:	Amended in accordance with Clause 2 Article 21 of the Draft SASCO Charter.
	3.2 The Board of Directors may collect shareholders' written opinions to adopt a resolution of the General Meeting of Shareholders when deemed necessary in the interests of the Company. Order and procedures for a General Meeting of Shareholders to adopt resolutions by collection of written opinions:	3.2 The Board of Directors may collect shareholders' written opinions to adopt a resolution of the General Meeting of Shareholders when deemed necessary in the interests of the Company. Order and procedures for adopting resolutions by collection of written opinions:	Added in accordance with Clause 3 Article 21 of the Draft SASCO Charter.
	e. The minutes of vote-counting results shall be sent to shareholders within fifteen (15) days after completion of the vote count by posting them on the Company's website.	e. The minutes of vote-counting results shall be sent to shareholders within fifteen (15) days after completion of the vote count. If the Company posts the results on its website, it shall do so within twenty-four (24) hours after completion of the vote count;	Added in accordance with Clause 4 Article 21 of the Draft SASCO Charter.
	g. A resolution adopted by collection of shareholders' written opinions has the same validity as a resolution adopted at a General Meeting of Shareholders.	g. A resolution adopted by collection of shareholders' written opinions shall be approved by shareholders owning 51% or more of	

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	4. Provisions applicable to a General Meeting of Shareholders adopting resolutions by online conference: An online General Meeting of Shareholders shall be organized in accordance with law, ensuring lawful rights and interests and compliance with the following provisions: 4.2 Registration for attendance at an online General Meeting of Shareholders: c. Recognition of shareholders/shareholder representatives attending an online General Meeting of Shareholders: (i) A shareholder/shareholder representative shall be recorded by the electronic voting system as attending the online General Meeting of Shareholders when accessing the system using the credentials provided in Item b4 Point b Clause 4 Article 2 of these Regulations and casting an electronic vote on any matter in the meeting agenda. d. Provision of login credentials and electronic voting: (iv) A shareholder attending and voting online shall be deemed to attend the General Meeting of Shareholders in person. Accordingly, a shareholder who logs in to the Company's online meeting/voting system shall be deemed present in person, and the voting results shall have the same validity as votes cast in person at the General Meeting of Shareholders. 4.3 Authorization of representatives to attend an online General Meeting of Shareholders: a. Authorization shall comply with Point 2.6 Clause 2 Article 2 of these Regulations. b. Certain requirements for online authorization: (iii) Revocation of a shareholder's right after online authorization: A shareholder shall send the Company an official written request	the total votes of all shareholders entitled to vote and shall have the same validity as a resolution adopted at a General Meeting of Shareholders. 4. Order and procedures for an online General Meeting of Shareholders to adopt resolutions: An online General Meeting of Shareholders shall be organized in accordance with law, ensuring the lawful rights and interests of shareholders and compliance with the following provisions: 4.2 Registration for attendance at an online General Meeting of Shareholders: c. Recognition of shareholders/shareholder representatives attending an online General Meeting of Shareholders: (i) A shareholder/shareholder representative shall be recorded by the electronic voting system as attending the online General Meeting of Shareholders when accessing the system using the credentials provided in accordance with Item d Point 4.2 Clause 4 Article 2 of these Regulations. Login and logout times and attendance status must be logged by the system to determine whether the meeting conditions are satisfied. d. Provision of login credentials and electronic voting: (iv) A shareholder attending online shall be deemed to attend the General Meeting of Shareholders in person. Accordingly, a shareholder who logs in to the Company's online meeting/voting system shall be deemed present in person, and the voting results shall have the same validity as votes cast in person at the General Meeting of Shareholders. 4.3 Authorization of representatives to attend an online General Meeting of Shareholders: a. Authorization shall comply with Point 2.6 Clause 2 Article 2 of these Regulations, except where the specific provisions on online authorization below provide otherwise. b. Certain requirements for online authorization:	Amended in accordance with Clause 6 Article 22 of the Draft SASCO Charter. Added in accordance with Clause 8 Article 22 of the Draft SASCO Charter. Attendance is recognized irrespective of whether the shareholder has cast a vote.

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	to revoke the online authorization before the official opening of the meeting. The revocation takes effect at the time the Company receives the official written request. (iv) A revocation of authorization shall be invalid if the proxy has cast a vote/election ballot on any matter in the agenda of the online General Meeting of Shareholders. 4.6 Form of adopting resolutions at an online General Meeting of Shareholders: An online General Meeting of Shareholders shall adopt resolutions within its authority by electronic voting. 4.8 Online vote-counting method: a. When a shareholder/shareholder representative votes, the system shall record the number of votes for each matter by approval, disapproval and no opinion.	(iii) Revocation of online authorization: A shareholder shall send the Company an official written request to revoke the online authorization before the official opening of the meeting. The revocation takes effect at the time the Company receives such official request. (iv) If the Company receives a revocation request after the meeting opens, the revocation shall not affect the proxy's right to attend or the validity of any vote/election ballot already cast by the proxy on any agenda item of the online General Meeting of Shareholders. 4.6 Form and conditions for adopting resolutions at an online General Meeting of Shareholders: An online General Meeting of Shareholders shall adopt resolutions within its authority by electronic voting. The conditions for adoption shall comply with Point 2.12 Clause 2 Article 2 of these Regulations. 4.8 Online vote-counting method: a. When a shareholder/shareholder representative votes, the system shall record the number of votes for each matter by approval, disapproval and no opinion, together with the recording time and ballot code for verification and reconciliation. 4.12 Matters concerning the order and procedures for online General Meetings of Shareholders that are not prescribed in this Clause 4 shall be governed by the corresponding provisions of Clause 2 Article 2 of these Regulations. 5. Order and procedures for a General Meeting of Shareholders held in a hybrid in-person and online format to adopt resolutions: A General Meeting of Shareholders held in a hybrid in-person and online format shall be organized in accordance with law and the corresponding provisions of Clauses 2 and 4 Article 2 of these Regulations.	Attendance is recognized irrespective of whether the shareholder has cast a vote. Added for clarity: Point 2.6 contains the general rules, while the "online authorization" provisions constitute a mechanism subject to certain additional exceptional conditions. Deleted *"the right of a shareholder who h*as" to clarify that this is a revocation of authorization, not a revocation of the shareholder's rights. Amended to clarify that the applicability of a revocation of authorization is determined by when the revocation notice is delivered to the Company, rather than by whether the proxy has already voted, as stated in the current wording. It is proposed that the conditions for adopting resolutions be the same as those in Point 2.12 Clause 2 Article 2 of these Regulations. Ensures data availability and accuracy for verification and

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			reconciliation of online vote counting. It is proposed to add the order and procedures for a General Meeting of Shareholders held in a hybrid in-person and online format. Such a meeting shall be organized in accordance with the provisions on in-person and online General Meetings of Shareholders in Clauses 2 and 4 Article 2 of these Regulations.
3	**Article 3. Board of Directors** 1. Roles, rights and obligations of the Board of Directors and responsibilities of its members (including the right of Board members to be provided with information): 1.3 A member of the Board of Directors may request the Chief Executive Officer , a Deputy General Manager or the manager of any unit of the Company to provide information and documents concerning the financial condition and business operations of the Company and its units. The requested manager shall provide such information and documents promptly, fully and accurately. 2. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors comprise the following principal contents: 2.1 Term of office and number of members of the Board of Directors: The Board of Directors consists of five (05) members. The term of office of a member shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms. At least 03 members must permanently reside in Vietnam.	**Article 3. Board of Directors** 1. Roles, rights and obligations of the Board of Directors and responsibilities of its members: 1.3 A member of the Board of Directors may request the Chief Executive Officer , a Deputy General Manager or the manager of any unit of the Company to provide and explain information and documents concerning the financial condition and business operations of the Company and its units. The requested manager shall provide such information and documents promptly, fully and accurately. 2. Nomination, candidacy, election, dismissal and removal of members of the Board of Directors: 2.1 Term of office and number of members of the Board of Directors: The Board of Directors consists of five (05) members. The term of office of a member shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms. At least 03 members must permanently reside in Vietnam. An individual may	Added in accordance with Clause 1 Article 34 of the Draft SASCO Charter. Added in accordance with Clause 2 Article 27 of the Draft SASCO Charter.

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		serve as an independent member of the Company's Board of Directors (if the Company is listed) for no more than two (02) consecutive terms.	
	2.2 Composition, qualifications and conditions of members of the Board of Directors: As prescribed in Article 28 of the Company's Charter.	2.2 Composition, qualifications, conditions, rights and responsibilities of members of the Board of Directors: As prescribed in Articles 27 and 28 of the Company's Charter.	Added in accordance with Article 28 of the Draft SASCO Charter.
	2.3 Nomination and candidacy for membership of the Board of Directors: a. A shareholder or group of shareholders owning at least 10% of the total ordinary shares may nominate candidates to the Board of Directors.	2.3 Nomination and candidacy for membership of the Board of Directors: a. A shareholder or group of shareholders owning at least 10% of the total ordinary shares may nominate candidates to the Board of Directors in accordance with Clause 2 Article 26 of the Company's Charter, specifically: (i) From 10% to less than 20% of voting shares: up to 01 (one) candidate; (ii) From 20% to less than 30% of voting shares: up to 02 (two) candidates; (iii) From 30% to less than 40% of voting shares: up to 03 (three) candidates; (iv) From 40% to less than 50% of voting shares: up to 04 (four) candidates; (v) From 50% to less than 60% of voting shares: up to 05 (five) candidates; (vi) From 60% to less than 70% of voting shares: up to 06 (six) candidates; (vii) From 70% or more of voting shares: up to 07 (seven) candidates.	Added in accordance with Clause 2 Article 26 of the Draft SASCO Charter.
	b. Candidates shall be nominated to the Board of Directors as follows: (i) Ordinary shareholders forming a group to nominate candidates to the Board of Directors shall notify the attending shareholders of the formation of the group before the General Meeting of Shareholders opens; (ii) Based on the number of members of the Board of Directors, a shareholder or group of shareholders specified in this Clause may nominate one or more persons as candidates to the Board of Directors as decided by the General Meeting of Shareholders. Where the number of candidates nominated by a shareholder or group of shareholders is fewer than the number they are entitled	b. Candidates shall be nominated to the Board of Directors as follows: (i) Ordinary shareholders forming a group to nominate candidates to the Board of Directors shall notify the attending shareholders of the formation of the group before the General Meeting of Shareholders opens; (ii) Based on the number of members of the Board of Directors, a shareholder or group of shareholders may nominate one or more candidates in accordance with Item a Point 2.3 of this Clause. Where the number of candidates nominated by a shareholder or group of shareholders is fewer than the number they are entitled to nominate	

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	to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders. 2.8 Introduction of candidates for membership of the Board of Directors: a. Information concerning candidates for the Board of Directors (where candidates have been identified in advance) shall be disclosed_on the Company's website at least seven (07) days before the opening of the General Meeting of Shareholders so that shareholders may review it before voting. The list of nominated or self-nominated candidates (together with their curricula vitae and information) shall be publicly posted at the Company's head office and the meeting venue. Information disclosed about each candidate shall include at least:	under Item a Clause 2.3 hereof, the remaining candidates shall be nominated by the Board of Directors and other shareholders. 2.8 Introduction of candidates for membership of the Board of Directors: a. Information concerning candidates for the Board of Directors (where candidates have been identified in advance) shall be disclosed on the Company's website at least ten (10) days before the opening of the General Meeting of Shareholders so that shareholders may review it before voting. The list of nominated or self-nominated candidates (together with their curricula vitae and information) shall be publicly posted at the Company's head office and the meeting venue. Information disclosed about each candidate shall include at least:	In accordance with Point a Clause 4 Article 41 of the Law on Securities 2019.
	b. A candidate for the Board of Directors shall provide a written undertaking that the disclosed personal information is truthful, accurate and reasonable, and shall undertake to perform the duties honestly if elected as a member of the Board of Directors.	b. A candidate for the Board of Directors shall provide a written undertaking that the disclosed personal information is truthful, accurate and reasonable, and shall undertake to perform the duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors.	Added in accordance with Clause 1 Article 26 of the Draft SASCO Charter.
	4. The order and procedures for meetings of the Board of Directors comprise the following principal contents: 4.2 Cases requiring an extraordinary meeting of the Board of Directors: a. A request by the Supervisory Board.	4. Order and procedures for meetings of the Board of Directors: 4.2 Cases requiring an extraordinary meeting of the Board of Directors: a. A request by the Supervisory Board or an independent member of the Board of Directors (if the Company is listed);	Added in accordance with Point a Clause 4 Article 32 of the Draft SASCO Charter. Amended in accordance with Point c Clause 4 Article 32 of the Draft SASCO Charter.
	c. A request by at least 02 executive members of the Board of Directors.	c. A request by at least 02 members of the Board of Directors;	
		d. At the request of the independent audit firm auditing the Company's financial statements, the Chairperson of the Board of Directors shall convene a meeting to discuss the audit report and the Company's condition; e. Other cases prescribed in the Company's Charter.	Added in accordance with Points d and e Clause 4 Article 32 of the Draft SASCO Charter.
	4.3 Notice of a meeting of the Board of Directors (including the time, venue, agenda and matters for discussion and decision): c. The Chairperson of the Board of Directors or other convener shall send the notice and accompanying documents to Supervisors in the same manner as to Board members.	4.3 Notice of a meeting of the Board of Directors (including the time, venue, agenda and matters for discussion and decision): c. The Chairperson of the Board of Directors or convener shall send the notice and accompanying documents to Supervisors and to the	

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	4.4 Right of members of the Supervisory Board to attend meetings of the Board of Directors: Supervisors may attend and discuss matters at meetings of the Board of Directors but may not vote.	Chief Executive Officer , if not a member of the Board of Directors, in the same manner as to Board members. 4.4 Right of members of the Supervisory Board and the Chief Executive Officer who are not members of the Board of Directors to attend Board meetings: They may attend and discuss matters but may not vote.	Added in accordance with Clause 7 Article 32 of the Draft SASCO Charter. Added in accordance with Clause 12 Article 32 of the Draft SASCO Charter.
	4.7 Adoption of resolutions of the Board of Directors: A resolution shall be adopted if approved by a majority of attending members. In the event of an equality of votes, the final decision shall follow the opinion of the Chairperson of the Board of Directors.	4.7 Adoption of resolutions of the Board of Directors: A resolution shall be adopted if approved by a majority of attending members (more than 50%). In the event of an equality of votes for and against, the final decision shall follow the opinion of the Chairperson of the Board of Directors.	Added in accordance with Clause 14 Article 32 of the Draft SASCO Charter.
	4.9 Preparation of minutes of meetings of the Board of Directors: a. Meetings shall be recorded in minutes and may be audio-recorded or recorded and retained in another electronic form. The minutes shall be prepared in Vietnamese and may also be prepared in a foreign language, and shall contain the particulars prescribed in Article 33 of the Company's Charter. In the event of any discrepancy, the Vietnamese version shall prevail.	4.9 Preparation of minutes of meetings of the Board of Directors: a. Meetings shall be recorded in minutes and may be audio-recorded or recorded and retained in another electronic form. The Chairperson of the Board of Directors shall send the minutes to the members, and such minutes shall constitute conclusive evidence of the business conducted at the meeting unless an objection is raised within ten (10) days after dispatch. The minutes shall be prepared in Vietnamese and may also be prepared in a foreign language, and shall contain the particulars prescribed in Article 33 of the Company's Charter. In the event of any discrepancy, the Vietnamese version shall prevail. b. Any matter approved by more than 50% of all attending members and recorded in the minutes shall be formalized as a resolution of the Board of Directors.	Added in accordance with Clause 1 Article 33 of the Draft SASCO Charter. Added in accordance with Clause 7 Article 33 of the Draft SASCO Charter.
	4.10 If the Chairperson and/or secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other attending members and if they contain all particulars prescribed at Point i of this Article.	4.10 If the Chairperson and/or secretary refuses to sign the minutes, the minutes shall remain valid if signed and approved by all other attending members and if they contain all particulars prescribed in Point 4.9 Clause 4 Article 3 of these Regulations. The minutes shall state the refusal of the Chairperson or minute-taker to sign. The signatories shall be jointly liable for the accuracy and truthfulness of the minutes. The Chairperson and minute-taker shall be personally liable for damage caused to the enterprise by their refusal to sign in accordance with the Law on Enterprises, the Company's Charter and relevant laws.	Added in accordance with Clause 4 Article 33 of the Draft SASCO Charter.

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		5. Collection of written opinions of members of the Board of Directors: When necessary, the Chairperson of the Board of Directors may collect members' written opinions to approve matters within the Board's authority according to the following procedures: 5.1 Sending an opinion form together with relevant documents and a draft resolution to the members; 5.2 Members shall vote as requested by the Chairperson of the Board of Directors and return their completed opinion forms by the deadline specified therein; 5.3 The Chairperson of the Board of Directors shall appoint a Vote Counting Committee to verify the voting results; 5.4 A resolution by written opinion shall be adopted if approved by a majority of members entitled to vote (more than 50%). In the event of an equality of votes for and against, the final decision shall follow the opinion of the Chairperson of the Board of Directors; 5.5 Based on the vote-counting results, the Chairperson of the Board of Directors shall, on behalf of the Board of Directors, sign and issue the resolution on matters approved by the members. A resolution adopted by written opinion has the same effect and validity as a resolution adopted at a duly convened and conducted meeting. 6. Authority of the Board of Directors to appoint/dismiss personnel: 6.1 Positions appointed/dismissed by the Board of Directors include: a. The Chief Executive Officer and Deputy General Managers of the Company; b. The Chief Accountant; c. Heads of units directly under the Company; d. The Person in Charge of Corporate Governance; e. Heads of teams/committees directly under the Board of Directors; f. The head of the internal audit function. 6.2 In the event that the head of a unit under the Company or the head of a Team/Committee under the Board of Directors ceases employment, the removal of such person from office shall automatically take effect from the cessation date specified in the	Points 5.1, 5.2, 5.3 and 5.5 added in accordance with Clause 16 Article 32 of the Draft SASCO Charter. Added in accordance with Clause 16 Article 32 of the Draft SASCO Charter. It is proposed that the approval threshold for Board resolutions adopted by collection of written opinions be the same as the threshold applicable at Board meetings under Point 4.7 Article 3 of these Regulations. Added in accordance with Article 2.2 of Board of Directors Resolution No. 40-2024/NQ-HĐQT dated September 6, 2024 on delegation of authority.

No.	Current Regulations	Proposed Amendments and Supplements	Remarks
	6. Selection, appointment and dismissal of the Person in Charge of Corporate Governance comprise the following principal contents: 6.2 Appointment of the Person in Charge of Corporate Governance: The Board of Directors of the Company shall appoint at least one person in charge of corporate governance to assist with corporate governance matters at the Company. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5 Article 156 of the Law on Enterprises. 6.3 Cases of dismissal of the Person in Charge of Corporate Governance: The Board of Directors may remove the Person in Charge of Corporate Governance when necessary, provided that applicable labor laws are observed.	decision on termination of the labour contract. The Board of Directors shall not be required to issue a separate removal decision in such cases. 7. Committees under the Board of Directors: The Board may establish committees for development policy, personnel, remuneration, internal audit, risk management and other necessary fields in accordance with Article 36 of the Company's Charter and law. 8. Selection, appointment and dismissal of the Person in Charge of Corporate Governance: 8.2 Appointment of the Person in Charge of Corporate Governance: The Board of Directors of the Company shall appoint at least one person in charge of corporate governance to assist with corporate governance matters at the Company. The person in charge of corporate governance may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises. The person in charge of corporate governance shall perform their duties in accordance with applicable laws and the directions of the Board of Directors. 8.3 Dismissal and removal of the Person_in Charge of Corporate Governance: The Board of Directors may dismiss or remove the Person in Charge of Corporate Governance when necessary, provided that applicable labor laws are observed.	Added in accordance with Article 36 of the SASCO Charter. Added in accordance with Clause 1 Article 37 of the Draft SASCO Charter.
	Article 4. Supervisory Board 2. Term of office, number, composition and structure of the Supervisory Board: 2.3 Nomination and candidacy for membership of the Supervisory Board: a. A shareholder or group of shareholders owning at least 10% of the total ordinary shares may nominate candidates to the Supervisory Board. Candidates shall be nominated to the Supervisory Board as follows:	**Article 4. Supervisory Board** 2. Term of office, number, composition and structure of the Supervisory Board: 2.3 Nomination and candidacy for membership of the Supervisory Board: a. A shareholder or group of shareholders owning at least 10% of the total ordinary shares may nominate candidates to the Supervisory Board in accordance with Article 45 of the Company's Charter. Nominations shall be made as follows:	

No.	Current Regulations	Proposed Amendments and Supplements	Remarks
	(i) Ordinary shareholders forming a group to nominate candidates to the Supervisory Board shall notify attending shareholders of the formation of the group before the General Meeting of Shareholders opens; (ii) Based on the number of members of the Supervisory Board, a shareholder or group of shareholders specified in this Clause may nominate one or more persons as candidates to the Supervisory Board as <u>decided by the General Meeting of Shareholders</u>. If the number nominated is lower than the number they are entitled to nominate under the <u>decision of the General Meeting of Shareholders</u>, the remaining candidates shall be nominated by the Board of Directors and other shareholders.	(i) Ordinary shareholders forming a group to nominate candidates to the Supervisory Board shall notify attending shareholders of the formation of the group before the General <u>Meeting</u> of Shareholders opens; (ii) Based on the number of members of the Supervisory Board, a shareholder or group of shareholders specified in this Clause may nominate one or more candidates in accordance with <u>Article 45 of the Company's Charter</u>. Where the number of candidates nominated by a shareholder or group of shareholders is fewer than the number they are entitled to nominate under <u>Article 45 of the Company's Charter,</u> the remaining candidates shall be nominated by the Board of Directors and other shareholders.	
	Article 5. Chief Executive Officer 1. Roles, responsibilities, rights and obligations of the Chief Executive Officer : 1.1 The Chief Executive Officer manages the Company's daily business operations, is supervised by the Board of Directors, and is accountable to the Board of Directors and before law for exercising the assigned rights and duties.	**Article 5. Chief Executive Officer** 1. Roles, responsibilities, rights and obligations of the Chief Executive Officer : 1.1 The Chief Executive Officer manages the Company's daily business operations, is supervised by the Board of Directors, and is accountable to the Board of Directors and before law for exercising the assigned rights and duties. In deciding matters concerning the Company's daily business operations<u>. The Chief Executive Officer shall at all times act in good faith and in the interests of the Company when making decisions on matters relating to the Company's day-to-day business operations. The Chief Executive Officer shall regularly report to the Board of Directors on any operational issues encountered by the Company and comply with any directions given to resolve such issues.</u> 1.2 <u>Before execution and performance, the Chief Executive Officer shall obtain the Board of Directors' approval for master/framework agreements that do not specify a particular value and for contracts outside the core business activities (including contract types or business models not previously authorized by the Board of Directors).</u> 1.3 <u>The Chief Executive Officer shall obtain the Board of Directors' approval for tender submissions and/or new or renewed lease contracts for business premises at terminals that fall outside the approved plan;</u>	Added in accordance with Clause 3 Article 40 of the Draft SASCO Charter. Important content prescribed in Article 40.5(l) of the Company's Charter has been added.

No.	Current Regulations	Proposed Amendments and Supplements	Remarks
	2. Appointment, dismissal, execution and termination of contracts with the Chief Executive Officer : 2.2 Nomination, candidacy, dismissal and removal of the Chief Executive Officer : a. Dismissal, removal from office or termination of the contract. The Board of Directors may remove the Chief Executive Officer from office if at least two-thirds (2/3) of its members vote in favour thereof (excluding the vote of the Chief Executive Officer) and appoint a new Chief Executive Officer as a replacement; b. No longer satisfying the requirements for serving as Chief Executive Officer as prescribed at Point a Clause 2 of this Article; c. Submission of a resignation letter which is approved by the Board of Directors; d. Loss or restriction of civil act capacity under a court decision; e. Other cases prescribed by law.	2. Appointment, dismissal, execution and termination of contracts with the Chief Executive Officer : 2.2 Nomination, candidacy, dismissal and removal of the Chief Executive Officer : Dismissal, removal from office or termination of the contract. The Board of Directors may remove the Chief Executive Officer from office if at least two-thirds (2/3) of its members vote in favour thereof (excluding the vote of the Chief Executive Officer) and appoint a new Chief Executive Officer as a replacement; b. No longer satisfying the requirements for serving as Chief Executive Officer as prescribed at Point 2.1, Clause 2, Article 5 of these Regulations; c. Submission of a resignation letter which is approved by the Board of Directors; d. Other cases prescribed by law.	Amended in accordance with Clause 7 Article 40 of the Draft SASCO Charter.
	Article 6. Coordination among the Board of Directors, the Supervisory Board and the Chief Executive Officer	**Article 6. Coordination among the Board of Directors, the Supervisory Board and the Chief Executive Officer** 1. The Board of Directors, the Supervisory Board and the Chief Executive Officer shall coordinate according to the following principles: 1.1 Convening meetings, issuing meeting notices, preparing minutes and announcing meeting results among the Board of Directors, the Supervisory Board and/or the Chief Executive Officer shall be carried out in writing and retained in the corporate governance records; 1.2 Resolutions and decisions of the Board of Directors shall be promptly sent to the Supervisory Board and the Chief Executive Officer , except for information whose access is restricted by law; 1.3 The Chief Executive Officer shall implement resolutions and decisions of the Board of Directors and report on progress, difficulties and risks together with proposed measures; 1.4 The Supervisory Board, the Chief Executive Officer or another person entitled under the Company's Charter may request a meeting of the Board of Directors, specifying the matters to be considered;	Specific principles of the coordination mechanism have been added; the Board of Directors may issue more detailed coordination regulations if deemed necessary.

No.	Current Regulations	Proposed Amendments and Supplements	Remarks
	The Board of Directors, the Supervisory Board and the Chief Executive Officer shall coordinate in developing Regulations on Coordination among the Board of Directors, the Supervisory Board and the Chief Executive Officer .	1.5 The Chief Executive Officer shall provide periodic and ad hoc reports and governance information at the request of the Board of Directors or the Supervisory Board; 1.6 The Board of Directors shall direct, inspect and supervise the implementation of resolutions, the delegation and authorization of authority to the Chief Executive Officer , and daily business activities falling within the Chief Executive Officer 's authority; 1.7 The list of reports and data, deadlines, responsible focal points and methods of providing information shall be standardized to ensure completeness, accuracy, timeliness and confidentiality; 1.8 The parties shall coordinate in compliance control, risk management, related-party transactions, conflicts of interest and information disclosure. 2. Annually, the Board of Directors shall lead, with input from the Supervisory Board, an assessment of the performance of the Board of Directors, its committees, the Supervisory Board, the Chief Executive Officer and managers as a basis for proposing or applying rewards, remuneration, dismissal, removal or disciplinary measures within the proper authority. The assessment results shall be reported to the Annual General Meeting of Shareholders in accordance with law and the Company's Charter. 3. The Board of Directors, the Supervisory Board and the Chief Executive Officer may coordinate in developing Regulations on Coordination among them based on the rules prescribed in Clauses 1 and 2 of this Article. 4. The Board of Directors, the Supervisory Board and the Chief Executive Officer shall coordinate in developing strategies and policy frameworks for sustainable development, digital transformation, information security, internal control and risk management appropriate to the Company's development context.	