



COMA18 JOINT STOCK COMPANY

No.: 25/QĐ-HĐQT

Ha Noi, day 15 month May year 2026

DECISION

Regarding: Issuance of Internal Regulations on Company Governance

BOARD OF DIRECTORS OF COMA 18 JOINT STOCK COMPANY

Pursuant:

- The Enterprise Law No. 59/2020/QH14 was approved by the 14th National Assembly of the Socialist Republic of Vietnam at the 9th session on June 17, 2020. The Law amending and supplementing certain articles of the Enterprise Law No. 76/2025/QH15 was approved by the 15th National Assembly of the Socialist Republic of Vietnam on June 17, 2025, along with the guiding documents for the implementation of the Enterprise Law.

- The Securities Law No. 54/2019/QH14 approved by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019, the Law amending and supplementing a number of articles of the Securities Law No. 56/2024/QH15 approved by the 15th National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and the guiding documents for the implementation of the Securities Law.

- Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of several articles of the Securities Law;

- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance on guiding some provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some provisions of the Securities Law;

- Decision No. 2102/QĐ-BXD dated November 11, 2005, of the Minister of Construction on the conversion of the Mechanical Engineering, Electrical Construction and Infrastructure Development Company into Construction Mechanical Engineering Joint Stock Company No. 18, now COMA18 Joint Stock Company;

- The Charter of Organization and Operation of COMA18 Joint Stock Company, approved by the General Meeting of Shareholders on November 17, 2005, and amended and supplemented on April 22, 2026;

- The Resolution of the Annual General Meeting of Shareholders of COMA18 Joint Stock Company dated April 22, 2026,

- *The functions, duties, and powers of the Company's Board of Directors;*

DECISION:

Article 1. Attached to this decision is the “Internal Regulations on Corporate Governance of COMA 18 Joint Stock Company”.

Article 2. These regulations shall take effect from April 22, 2026 and replace all previous documents of the Company regarding the Internal Regulations on Corporate Governance.

Article 3. The following individuals are responsible for implementing this decision: Members of the Board of Directors, the Supervisory Board, the General Director, the Deputy General Director, the Chief Accountant, and the Heads of relevant departments, branches, and affiliated units.

Recipients:



Members of the Bod (to coordinate implementation);

- As per Article 3;
- Copies to: BOD, HRD.

ON BEHALF OF THE BOD



CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
Lê Quang Hải

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

(Issued together with Decision No. 25/QĐ-HĐQT dated May 15, 2026 of the Board of Directors of COMA18 Joint Stock Company)

The Board of Directors issues the Internal Regulations on Corporate Governance of COMA 18 Joint Stock Company;

The Internal Regulations on Corporate Governance of COMA 18 Joint Stock Company include the following contents:

Article 1. Scope of Regulation and Applicable Subjects

1. Scope of Regulation: This internal regulation on corporate governance stipulates the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the procedures for holding the General Meeting of Shareholders; the nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Supervisory Board, the General Director, and other activities as stipulated in the company's charter and other current legal regulations.

2. Applicable Subjects: This regulation applies to members of the Board of Directors, the Supervisory Board, the General Director, and related persons.

Article 2. General Meeting of Shareholders

1. Role, Rights and Obligations of the General Meeting of Shareholders

a. Role of the General Meeting of Shareholders: The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders shall meet annually once a year and within four (04) months from the end of the financial year. The Board of Directors shall decide to extend the annual General Meeting of Shareholders if necessary, but not exceeding six months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders shall be determined by the place where the chairperson attends the meeting and must be within the territory of Vietnam.

b. Rights and Obligations of the General Meeting of Shareholders:

- To approve the Company's development orientation;
- To decide on the types of shares and the total number of shares of each type authorized for sale; to decide on the annual dividend rate for each type of share;
- Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- Deciding on the investment or sale of assets with a value of [35%] or more of the total asset value recorded in the Company's most recent financial statement;
- Deciding on amendments and additions to the internal regulations on corporate governance;

- Approving the annual financial statements;
- Deciding on the repurchase of more than 10% of the total number of shares sold of each type;
- Reviewing and handling violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
- Deciding on the reorganization and dissolution of the Company;
- Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- Approving the internal governance regulations; the operating regulations of the Board of Directors and the Supervisory Board;
- Approving the list of approved auditing firms; - Deciding on the approval of an auditing firm to conduct an audit of the Company's operations, and dismissing an approved auditor when deemed necessary;
- Other rights and obligations as prescribed by law.

2. The sequence and procedures for holding a General Meeting of Shareholders to adopt resolutions by voting at the General Meeting of Shareholders include the following main contents:

a) Authority to convene the General Meeting of Shareholders:

The Board of Directors convenes the annual and extraordinary General Meeting of Shareholders. The Board of Directors convenes the extraordinary General Meeting of Shareholders in the cases stipulated in Clause 3, Article 14 of the Company's Charter.

b) Preparation of the List of Shareholders entitled to attend the meeting:

The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than [10 days] before the date of sending the notice of invitation to the General Meeting of Shareholders.

c) Notification of closing the list of shareholders entitled to attend the General Meeting of Shareholders:

The Company must publish information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date.

d) Notice of Convening the General Meeting of Shareholders:

The notice inviting shareholders to the General Meeting of Shareholders shall be sent to all shareholders by means that ensure it reaches the shareholders' contact addresses, and shall also be published on the Company's website and the State Securities Commission, and the stock exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send the notice of meeting to all shareholders on the List of Shareholders entitled to attend the meeting no

later than [21 days] before the opening date of the meeting (calculated from the date the notice is duly sent or transmitted). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In cases where documents are not included with the notice of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents for shareholders to access, including:

- + Meeting agenda and documents to be used in the meeting;

- + List and detailed information of candidates in case of election of members of the Board of Directors and members of the Supervisory Board;

- + Voting ballot;

- + Draft resolution for each item on the agenda.

d) Agenda and content of the General Meeting of Shareholders (according to the business production tasks and information disclosure requirements of the law);

e) Authorization of a representative to attend the General Meeting of Shareholders:

The authorization of a representative to attend the General Meeting of Shareholders is stipulated in Article 16 of the company's charter.

g) Method of registering to attend the General Meeting of Shareholders:

The method of registering to attend the General Meeting of Shareholders is stipulated in Clause 1, Article 20 of the company's charter.

h) Conditions for conducting the meeting:

The conditions for conducting a General Meeting of Shareholders are stipulated in Article 19 of the company's charter.

i) Form of adopting resolutions of the General Meeting of Shareholders

The form of adopting resolutions of the General Meeting of Shareholders is stipulated in Article 21 of the company's charter.

k) Voting method:

When registering shareholders, the Company issues each shareholder or authorized representative a voting card, which includes the registration number, the shareholder's full name, and the number of votes cast by that shareholder.

When voting at the General Meeting, the cards supporting the resolution are collected first, followed by the cards opposing the resolution. Finally, the total number of votes in favor or against is counted to make a decision. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting.

Shareholders or authorized representatives arriving after the meeting has commenced have the right to register immediately and subsequently have the right to

participate and vote at the General Meeting immediately after registration. The Chairperson is not obligated to stop the General Meeting to allow late-arriving shareholders to register, and the validity of previously voted-on items remains unchanged.

l) Method of vote counting:

- Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting shares of all shareholders present at the meeting, except as stipulated in Clauses 3, 4 and 6 of Article 148 of the Enterprise Law:

- +) Types of shares and the total number of shares of each type;
- +) Changes to the industry, profession and business field;
- +) Changes to the organizational structure of the Company's management;
- +) Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, unless the Company Charter stipulates a different percentage or value;
- +) Reorganization or dissolution of the Company;

- Voting for the election of members of the Board of Directors and the Supervisory Board must be conducted in accordance with the provisions of Clause 3, Article 148 of the Enterprise Law.

m) Conditions for the resolution to be passed:

The conditions for the resolution to be passed are stipulated in Article 21 of the Company Charter.

n) Announcement of vote count results:

The General Meeting of Shareholders discusses and votes on each issue in the agenda. When voting on each issue at the General Meeting, the number of votes in favor, against, and abstentions for each issue must be totaled.

Election of members of the Board of Directors and the Supervisory Board must be conducted in accordance with the regulations on elections at the General Meeting and the Company Charter.

3. The procedures for holding a General Meeting of Shareholders to adopt resolutions by written consultation include the following main contents:

a) Cases where written consultation is permitted and not permitted:

The Board of Directors has the right to obtain shareholder opinions in writing to adopt resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except as stipulated in Clause 2, Article 147 of the Enterprise Law.

b) Procedures for holding a General Meeting of Shareholders to adopt resolutions by written consultation:

The procedures for holding a General Meeting of Shareholders to adopt resolutions by written consultation are stipulated in Article 22 of the Company's Charter.

4. Procedures for holding a General Meeting of Shareholders to pass resolutions via online conference (including procedures for organizing the meeting and voting):

The meeting will be conducted through an organizing unit using software and preparing the information technology infrastructure.

This includes the following contents:

- a) Notice of convening the online General Meeting of Shareholders;
- b) How to register to attend the online General Meeting of Shareholders;
- c) Authorization of a representative to attend the online General Meeting of Shareholders;
- d) Conditions for conducting the meeting;
- e) Form of passing the Resolution of the online General Meeting of Shareholders;
- f) Method of online voting;
- g) Method of online vote counting;
- h) Announcement of vote counting results;
- i) Preparation of minutes of the General Meeting of Shareholders;
- k) Announcement of the General Meeting of Shareholders' Resolution and other related contents.

5. Procedures for holding a General Meeting of Shareholders to pass resolutions using a hybrid format (including the procedures for organizing the meeting and voting):

To be implemented through the organizing unit.

6. Procedures for the General Meeting of Shareholders to pass resolutions using an online format:

- In addition to the in-person meeting format, annual and extraordinary General Meetings of Shareholders may be held in the form of an online conference in the following cases:

The occurrence of force majeure events, including but not limited to: natural disasters, war, epidemics, uprisings, riots, terrorism, restrictive or prohibitive decisions of the State;

And/or other objective events that the Board of Directors deems inconvenient and/or inappropriate to hold the General Meeting of Shareholders in the in-person format.

- The organization of the online General Meeting of Shareholders will include the main contents as presented below. However, if deemed necessary, the convenor of the General Meeting of Shareholders may issue Regulations on the organization of the General Meeting of Shareholders to provide detailed guidance on organizing the General Meeting of Shareholders in an online format.

*/ Notice of Invitation to the Online General Meeting of Shareholders

The method of notifying the online General Meeting of Shareholders is the same as notifying the in-person General Meeting of Shareholders. Specifically, the convenor of the

General Meeting of Shareholders will send the notice of invitation and meeting documents to the Company's shareholders or post these documents on the Company's website. However, in the case of organizing the General Meeting of Shareholders online, the convenor of the General Meeting of Shareholders is obligated to prepare additional guidance documents for shareholders to register and attend the meeting online.

**/ How to Register for the Online Shareholders' Meeting*

Shareholders will register to attend the online Shareholders' Meeting according to the instructions provided by the Meeting Organizing Committee and/or posted on the Company's website. Accordingly, shareholders will access the link published by the Meeting Organizing Committee and complete the declaration and verification of their shareholder status to attend the meeting;

Shareholders will only be allowed to attend the online meeting after declaring and verifying their shareholder status. The Organizing Committee also ensures that shareholder access is unique and each shareholder will only have one account to access the online meeting room at any given time.

The Organizing Committee will provide shareholders with information on technical support personnel as well as a hotline to assist shareholders in accessing and participating in the meeting.

**/ Conditions for Conducting the Meeting*

The online General Meeting of Shareholders will be conducted when the number of shareholders attending meets the minimum quorum as stipulated by law and the Company's Articles of Organization and Operation.

**/ Online Voting Method*

The Organizing Committee will prepare the technical equipment or means and methods for shareholders to conduct online voting, electronic voting, and/or other electronic voting methods, and will record the online voting of shareholders or their authorized representatives on the agenda items. The specific method will depend on the electronic equipment the Company uses for voting and will be announced to shareholders before each General Meeting.

Shareholders or their authorized representatives may also vote via email/fax or by mail to the email address, fax number, or mailing address provided by the Organizing Committee, provided that the Organizing Committee receives the shareholder's ballot before the vote count is completed. **/ Vote Counting Method*

The organizing committee will apply modern technologies to count the votes of the shareholders. The vote count will be based on the number of votes cast by shareholders and/or their authorized representatives through online voting, electronic voting, and/or other electronic methods, and the number of votes submitted by shareholders and/or their authorized representatives via post, email, and fax. The vote counting committee is

responsible for the accuracy of this vote count and for any damages arising from resolutions passed due to dishonest or inaccurate vote counting.

***/ Vote Counting Results Announcement**

The vote counting results will be announced at the online General Meeting of Shareholders immediately after the vote counting is completed and before the meeting adjourns.

***/ Minutes of the Shareholders' General Meeting**

The minutes of the online Shareholders' General Meeting are prepared in the same manner and include the same content as the minutes of a face-to-face Shareholders' General Meeting as stipulated.

***/ Publication of the Shareholders' General Meeting Resolution**

The resolution of the online Shareholders' General Meeting must be posted on the Company's website and must be published in accordance with legal regulations within 24 hours of its issuance.

7. Procedures for Holding a Shareholders' Meeting to Adopt Resolutions Using a Combination of In-Person and Online Meetings

In addition to holding a Shareholders' Meeting in person and/or online as described above, depending on the actual situation, the Board of Directors may organize a Shareholders' Meeting using a combination of in-person and online meetings.

The organization of a Shareholders' Meeting using a combination of in-person and online meetings will include the following main contents. However, if deemed necessary, the convener of the Shareholders' Meeting may issue regulations on organizing a Shareholders' Meeting using a combination of in-person and online meetings to provide detailed guidance on certain issues related to organizing a Shareholders' Meeting using a combination of in-person and online meetings.

***/ Notice of Meeting of Shareholders**

Shareholders may attend the General Meeting of Shareholders in person at the meeting venue or participate via online conferencing using modern technology. Accordingly, during the in-person meeting, the Organizing Committee will arrange additional projection screens, computers, and audio-visual broadcasting equipment with internet connectivity to broadcast the proceedings live to other shareholders participating online, ensuring a stable connection, clear and consistent image and sound quality between the in-person and online meetings, and protecting the rights of all shareholders.

***/ Registration for attending the General Meeting of Shareholders using this combined method is as follows:**

+/ For shareholders attending in person:

Registration is done at the shareholder eligibility check desk located at the meeting venue, similar to the registration process for in-person meetings.

+/ For shareholders attending online:

Registration is done at the shareholder eligibility check desk located at the meeting venue, similar to the registration process for in-person meetings.

*/ Conditions for conducting the meeting:

The General Meeting of Shareholders using this combined method is conducted when the total number of shareholders/authorized persons attending in person and online meets the minimum percentage as stipulated.

*/ Voting method:

Shareholders may vote by:

Voting directly at the meeting;

Sending the ballot to the meeting convener by mail/email/fax;

Or electronic voting or other electronic methods.

*/Vote Counting Method

The company will apply modern technologies to count the votes of shareholders. The vote count will be based on the number of shares that shareholders and/or authorized representatives voted on using electronic voting and/or other electronic methods; and the number of votes that shareholders and/or authorized representatives submitted via mail, email, or fax.

The vote counting committee will aggregate the total number of votes in favor, against, and abstentions from all three methods for each agenda item and divide it by the total number of voting shares of all shareholders attending and voting at the General Meeting to determine the corresponding percentages of votes in favor, against, and abstentions for each issue being voted on, thereby determining whether the issue to be voted on has sufficient percentages to be approved.

*/ Announcement of Vote Counting Results

The vote counting results will be announced at the General Meeting of Shareholders immediately after the vote counting is completed and before the closing of the meeting.

*/ Preparation of the General Meeting Minutes

The General Meeting Secretary will prepare the General Meeting Minutes at the meeting and submit them to the General Meeting of Shareholders for approval before the closing. The General Meeting Minutes include the contents as prescribed.

*/ Publication of the General Meeting Resolution.

The resolution of the General Meeting of Shareholders must be posted on the Company's website and must be published in accordance with the law within twenty-four (24) hours from the time of issuance.

Article 3. Board of Directors

1. Role, rights and obligations of the Board of Directors, responsibilities of Board members:

Stipulated in Article 27 of the Company Charter.

2. Nomination, candidacy, election, dismissal and removal of Board members include the following main contents:

a) Term and number of Board members:

The term and number of Board members are stipulated in Clauses 1 and 2 of Article 26 of the Company Charter.

b) Structure, standards and conditions of Board members:

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

The total number of independent members of the Board of Directors must meet the following requirements:

- At least 1 independent member if the company has 3 to 5 members on its Board of Directors;

- At least 2 independent members if the company has 6 to 8 members on its Board of Directors;

- At least 3 independent members if the company has 9 to 11 members on its Board of Directors.

c) Nomination and candidacy of Board members: Nomination and candidacy of Board members are regulated in Article 25 of the company's charter.

d) Method of electing Board of Directors members:

Voting for Board of Directors members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of Board members to be elected. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Board members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Charter is reached. In the event that two or more candidates receive the same number of votes for the last Board member, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the election regulations or the Company's Charter.

d) Cases of dismissal, removal, and appointment of Board of Directors members:

Cases of dismissal, removal, and appointment of Board of Directors members are regulated by Article 160 of the Enterprise Law.

e) Announcement of election, dismissal, and removal of Board of Directors members:

- If candidates for the Board of Directors have been identified, the Company must publish information related to these candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must provide a written commitment regarding the truthfulness and accuracy of the published personal information and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to Board of Directors candidates to be published includes:

- + Full name, date of birth;
- + Professional qualifications;
- + Work experience;
- + Other management positions (including Board of Directors positions in other companies);

- + Interests related to the Company and its related parties;
- + Other information (if any) as stipulated in the Company Charter and Election Regulations;

- + Public companies are responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any interests related to the company of the candidate for the Board of Directors (if any).

- The announcement of the results of the election, dismissal, and removal of members of the Board of Directors shall be carried out in accordance with the regulations guiding information disclosure.

g) Method of nominating candidates for the Board of Directors:

- Shareholders or groups of shareholders owning 10% or more of the total number of common shares, or a smaller percentage as stipulated in the Company Charter, have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company Charter.

- If the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient as stipulated in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the company's charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in

accordance with the law.

- Members of the Board of Directors must meet the standards and conditions stipulated in Clauses 1 and 2, Article 155 of the Enterprise Law.

h) Election, dismissal, and removal of the Chairman of the Board of Directors:

- The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among its members.

- In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within [10 days] from the date of receiving the resignation letter or being dismissed or removed from office.

3. Remuneration and other benefits of Board of Directors members:

Remuneration and other benefits of Board of Directors members are as stipulated in Article 28 of the company's charter.

4. The procedures for organizing Board of Directors meetings include the following main contents:

a) Minimum number of meetings per month/quarter/year:

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

b) Cases requiring the convening of an extraordinary meeting of the Board of Directors:

The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

- The Board of Directors deems it necessary for the benefit of the Company;

- The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members stipulated by law;

- At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law; the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders, or the request must be made in multiple copies and collected with sufficient signatures of the relevant shareholders;

- At the request of the Supervisory Board;

- Other cases as stipulated by law and the company's charter.

c) Notice of Board of Directors Meeting:

The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least 3 working days before the meeting date, or less if the meeting content relates to the company's business operations. The notice of meeting must specify the time and place of the meeting, the agenda, the issues to be

discussed and decided. The notice of meeting must include the documents to be used at the meeting and the voting ballots of the members.

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as stipulated in the company's charter, and must ensure that it reaches the contact address of each Board of Directors member registered with the Company.

d) Right of Supervisory Board members to attend Board of Directors meetings:

The Chairman of the Board of Directors or the person convening the meeting shall send the notice of meeting and accompanying documents to the members of the Supervisory Board as with the members of the Board of Directors.

Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

d) Conditions for holding Board of Directors meetings:

A Board of Directors meeting is held when at least 3/4 of the total number of members are present. If the meeting convened according to this clause does not have the required number of members present, a second meeting may be convened within 7 days from the date of the first scheduled meeting. In this case, the meeting is held if more than half of the Board of Directors members are present.

e) Voting method:

Voting is conducted according to Clauses 9, 10, and 11 of Article 30 of the company's charter.

g) Method of adopting Board of Directors resolutions:

Resolutions and decisions of the Board of Directors are adopted if approved by a majority of the members present; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

h) Authorization of another person to attend meetings by a member of the Board of Directors:

A member may authorize another person to attend meetings and vote on their behalf if approved by a majority of the members of the Board of Directors.

i) Minutes of Board of Directors Meetings:

- Board of Directors meetings must be recorded in minutes, which may also be audio-recorded, recorded, and stored electronically. Minutes must be in Vietnamese and may also be in a foreign language, including the following main contents:

+ , Name, registered office address, and business registration number;

+ , Time and location of the meeting;

+ , Purpose, agenda, and content of the meeting;

+ , Full names of each member attending the meeting or authorized representatives and their attendance methods; full names of members absent from the meeting and their reasons;

+ , Issues discussed and voted on at the meeting;

+ , Summary of the opinions expressed by each member attending the meeting in chronological order;

+ , Voting results clearly indicating members who approved, disapproved, and abstained;

+ , Issues approved and the corresponding percentage of votes in favor;

+ , Full name, signature of the chairperson and the person recording the minutes.

- If the chairperson or the person recording the minutes refuses to sign the meeting minutes, but all other members of the Board of Directors present at the meeting sign and the minutes contain all the required information, then these minutes are valid.

- The chairperson, the person recording the minutes, and all signatories are responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.

- The minutes of the Board of Directors meeting and documents used in the meeting must be kept at the Company's head office.

- Minutes prepared in Vietnamese and in a foreign language have the same legal effect. In case of discrepancies in content between the Vietnamese and foreign language minutes, the content in the Vietnamese minutes shall prevail.

k) In case the chairperson and/or secretary refuse to sign the minutes of the Board of Directors meeting:

If the chairperson and/or secretary refuse to sign the minutes of the Board of Directors meeting, but if all other members of the Board of Directors present at the meeting sign and the minutes contain all the required information, then these minutes are valid.

l) Notification of resolutions and decisions of the Board of Directors:

Resolutions and decisions of the Board of Directors must be notified to relevant parties as stipulated in the Company's Charter and disclosed in accordance with the law for listed companies.

5. The Audit Committee, reporting to the Board of Directors, includes the following main contents:

a) Rights and obligations of the Audit Committee:

The rights and obligations of the Audit Committee are stipulated in Article 44 of the Company's Charter.

b) Nomination and Candidacy of Audit Committee Members

- Term, Number, Qualifications, and Structure of the Audit Committee:

+ The Audit Committee shall have two or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

+ Members of the Audit Committee must have knowledge of accounting and auditing, a general understanding of the law and the Company's operations, and must not fall into any of the following categories:

+ Working in the accounting or finance department of the Company;

+ Being a member or employee of an audit organization approved to audit the Company's financial statements for the three consecutive years prior to the audit.

+ The Chairman of the Audit Committee must have a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, or business administration, unless the Company Charter stipulates a higher standard.

- Nomination, candidacy, and membership of the Audit Committee: as stipulated in Article 42 of the Company Charter.

c) Activities of the Audit Committee:

- Utilize external legal, accounting, or other consulting services when necessary.

- Develop and submit to the Board of Directors policies for risk detection and management; propose solutions to the Board of Directors for handling risks arising in the Company's operations.

- Prepare written reports to the Board of Directors when discovering that a member of the Board of Directors, the General Director, and other managers are not fully fulfilling their responsibilities as stipulated in the Enterprise Law and the Company Charter.

- Develop the operating regulations of the Audit Committee and submit them to the Board of Directors for approval.

- The Audit Committee must meet at least twice a year. Meeting minutes must be detailed, clear, and fully retained. The person recording the minutes and the Audit Committee members attending the meeting must sign the meeting minutes. The Audit Committee makes decisions by voting at meetings, by written consultation, or by other means as stipulated in the company's charter or the Audit Committee's operating regulations. Each member of the Audit Committee has one vote. Unless the company's charter or the Audit Committee's operating regulations stipulate a higher percentage, a decision of the Audit Committee is adopted if it is approved by a majority of the members present at the meeting; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Audit Committee.

- Independent members of the Board of Directors on the Audit Committee are responsible for reporting on their activities at the annual General Meeting of Shareholders.

6. Subcommittees of the Board of Directors (if any):

- The Board of Directors may establish subcommittees to be responsible for development policy, human resources, compensation, internal audit, and risk management. The number of members of a subcommittee is decided by the Board of Directors and must be at least [3 people], including members of the Board of Directors and external members. [Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute a majority in the subcommittee, and one of these members shall be appointed as the Head of the subcommittee by decision of the Board of Directors.] The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when a majority of members attend and vote to approve them at the subcommittee meeting.

- The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with current legal regulations and the provisions of the company's charter and internal regulations on corporate governance.

7. Selection, Appointment, and Dismissal of the Company's Governance Officer includes the following main points:

a) Standards for the Company's Governance Officer:

The Company's Governance Officer must meet the following standards:

- Possess knowledge of the law;
- The Company's Governance Officer must not simultaneously work for an approved auditing firm that is auditing the Company's financial statements;
- Other standards as prescribed by law, the Company's Charter, and the decision of the Board of Directors.

b) Appointment of the Company's Governance Officer:

The Company's Board of Directors must appoint at least one Company's Governance Officer to support the company's governance. The Company's Governance Officer may also serve as the Company Secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

c) Cases of dismissal of the Head of Corporate Governance:

The Board of Directors may dismiss the Head of Corporate Governance when necessary, provided that it does not violate current legal regulations.

d) Notification of appointment and dismissal of the Head of Corporate Governance:

The company shall notify the appointment and dismissal of the Head of Corporate Governance and disclose information in accordance with the regulations of securities law

and the securities market.

e) Rights and obligations of the Head of Corporate Governance:

The rights and obligations of the Head of Corporate Governance are stipulated in Clause 3, Article 32 of the company's charter.

Article 4. Supervisory Board

1. Role, rights and obligations of the Supervisory Board, responsibilities of Supervisory Board members: as stipulated in Article 39 of the Company Charter.

2. Term, number, composition and structure of Supervisory Board members include the following main contents:

a) Term, number, composition and structure of Supervisory Board members:

The number of Supervisory Board members of the Company is 3-5 people. The term of a Supervisory Board member shall not exceed 5 years and may be re-elected for an unlimited number of terms.

b) Standards and conditions of Supervisory Board members:

Supervisory Board members must meet the standards and conditions as stipulated in Article 169 of the Enterprise Law and not fall under the following cases:

- Working in the accounting or finance department of the Company;
- Being a member or employee of an independent auditing firm that has audited the company's financial statements for the three consecutive years prior to the election.

c) Nomination and candidacy for Supervisory Board members: as stipulated in Article 36 of the company's charter.

d) Method of electing Supervisory Board members:

The election of Supervisory Board members is within the authority of the General Meeting of Shareholders.

Unless otherwise stipulated in the company's charter, the voting for Supervisory Board members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Supervisory Board, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Supervisory Board members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Supervisory Board, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the criteria stipulated in the election regulations or the company's charter.

d) Cases of dismissal or removal of Supervisory Board members:

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

+ , No longer meeting the qualifications and conditions to be a member of the Supervisory Board as stipulated in Article 169 of the Enterprise Law;

+ , Submitting a resignation letter and having it accepted;

+ , Other cases as stipulated in the company's charter.

- The General Meeting of Shareholders shall remove a Supervisory Board member in the following cases:

+ , Failing to complete assigned tasks and duties;

+ , Failing to exercise their rights and obligations for six consecutive months, except in cases of force majeure;

+ , Repeated and serious violations of the obligations of a Supervisory Board member as stipulated in the Enterprise Law and the company's charter;

+ , Other cases as decided by the General Meeting of Shareholders.

e) Notification of election, dismissal, and removal of Supervisory Board members:

- If a Supervisory Board candidate has been identified, the Company must publish information related to the candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Supervisory Board candidates must provide a written commitment regarding the truthfulness and accuracy of the published personal information and must commit to performing their duties honestly, carefully, and in the best interests of the company if elected as a Supervisory Board member. Information related to Supervisory Board candidates to be published includes:

+ , Full name, date of birth;

+ , Professional qualifications;

+ , Work experience;

+ , Other management positions;

+ , Interests related to the Company and its related parties;

+ , Other information (if any) as stipulated in the Company Charter;

+ , The Company is responsible for disclosing information about the companies in which the candidate holds management positions and any interests related to the Company of the Supervisory Board candidate (if any).

- The announcement of the results of the election, dismissal, and removal of Supervisory Board members shall be carried out in accordance with the regulations guiding information disclosure.

g) Salaries and Other Benefits of Supervisory Board Members:

The salaries, remuneration, bonuses, and other benefits of Supervisory Board

members shall be implemented according to the following regulations:

- Supervisory Board members shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.

- Supervisory Board members shall be reimbursed for reasonable expenses for food, accommodation, travel, and the use of independent consulting services. The total amount of remuneration and these expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.

- The salaries and operating expenses of the Supervisory Board are included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

Article 5. General Director

1. Role, responsibilities, rights and obligations of the General Director:

As stipulated in Clauses 2 and 4 of Article 35 of the company's charter.

2. Appointment, dismissal, contract signing, and contract termination of the General Director:

a) Term, standards and conditions of the General Director:

The term of the General Director shall not exceed 5 years and may be reappointed for an unlimited number of terms.

The standards and conditions of the General Director shall comply with the provisions of Clause 5, Article 162 of the Enterprise Law.

b) Candidacy, nomination, dismissal, and removal of the General Director:

The candidacy, nomination, dismissal, and removal of the General Director shall be carried out in accordance with the law and the company's charter.

c) Appointment and employment contract with the General Director:

The Board of Directors shall appoint one member of the Board of Directors or hire another person to be the General Director.

The procedures for appointing and signing employment contracts with the General Director shall be carried out in accordance with the Company's personnel management regulations and relevant laws.

d) Dismissal and termination of employment contracts with the General Director:

The Board of Directors may dismiss the General Director when a majority of the Board members with voting rights present at the meeting approve and appoint a new

General Director to replace him/her.

e) Notification of appointment, dismissal, signing of contracts, and termination of contracts with the General Director:

The Company shall notify the appointment, dismissal, signing of contracts, and termination of contracts with the General Director internally and disclose information in accordance with the regulations of securities law and the securities market.

f) Salary and other benefits of the General Director:

The General Director shall receive a salary and bonuses. The salary and bonuses of the General Director shall be determined by the Board of Directors.

Article 6. Other Activities

1. Coordination of Activities between the Board of Directors and the General Director:

a) Principles of Work and Coordination of Activities

- Members of the Board of Directors, the General Director, and other managers must take responsibility for the performance of their assigned duties and must seriously coordinate their activities to protect the legitimate interests of shareholders and develop the company.

- All members have the right to reserve their opinions, agreeing or disagreeing on a matter, and are responsible for explaining their opinions when requested.

- Members of the Board of Directors and the General Director shall regularly exchange information and provide mutual support in a spirit of cooperation and mutual assistance, creating working conditions in accordance with the Articles of Association and the law, in order to manage the company's production and business activities in line with the direction approved by the General Meeting of Shareholders.

b) Coordination of activities between the Board of Directors and the General Director

* Coordination in work implementation

- The Board of Directors, when necessary, will use company personnel and equipment to serve the work of the Board of Directors. For the organization of the General Meeting of Shareholders, the Board of Directors shall notify the General Director about the coordination and use of human resources at least forty-five (45) days before the date of the General Meeting of Shareholders.

- At meetings of the Board of Directors, the Chairman of the Board of Directors or the meeting chair shall, based on the content of the meeting, decide to invite members of the General Director's Board and/or other managers in charge of related work areas to attend the meeting and contribute opinions (if any).

- At regular or extraordinary meetings or meetings related to important matters chaired by the General Director, the meeting chair shall, based on the content of the meeting, decide to invite the Chairman of the Board of Directors and/or members of the

Board of Directors to attend the meeting and contribute opinions (if any). The content of the meeting shall be recorded in minutes and a copy shall be sent to the Chairman of the Board of Directors for reporting.

- The General Director is responsible for submitting written reports on the performance of assigned duties and powers periodically or upon request to the Board of Directors and the General Meeting of Shareholders.

- In urgent cases, for purposes related to their duties, members of the Board of Directors have the right to request the General Director to provide information on the company's operations. The General Director is responsible for creating all favorable conditions for the Chairman of the Board of Directors and other members of the Board of Directors to access information and reports as quickly as possible.

- The General Director has the right to refuse to implement and reserve their opinions on decisions of the Board of Directors if they believe such decisions are contrary to the law, the company's charter, management regulations, or resolutions of the General Meeting of Shareholders. In this case, the General Director must immediately submit a written explanation to the Board of Directors. In the event of detecting risks that could significantly affect the company's reputation and/or business operations, or when necessary, the General Director is responsible for immediately reporting to the Board of Directors for direct monitoring and appropriate action.

- * Other Coordination: The Chairman of the Board of Directors and the General Director shall facilitate the participation of Board members, members of the General Directorate, and other managers in professional training courses, field surveys, and professional seminars both domestically and internationally to enhance their management and operational knowledge. Participation in these courses, surveys, and seminars by Board members, members of the General Directorate, and other managers must not interfere with the overall work of the Company.

- c) Cases where the General Director requests a meeting of the Board of Directors and issues requiring the Board's opinion

- * Request for convening a meeting of the Board of Directors

- In cases where the General Director discovers a violation of the law or the company's charter by a member of the Board of Directors or other managers, the General Director must notify the Board of Directors in writing within 48 hours, requesting a meeting of the Board of Directors, and simultaneously requiring the person committing the violation to cease the violation and take remedial measures.

- The General Director may request a meeting of the Board of Directors when perceiving an event that seriously affects the company's production activities.

- * The General Director may seek guidance from the Board of Directors when

exercising his/her rights and duties.

2. Annual Evaluation of Rewards and Disciplinary Actions for Board Members, General Director, and Other Managers

a) Performance Evaluation:

- The Board of Directors is responsible for developing performance evaluation standards for all members of the Board of Directors, the General Director, and other managers.

- Annually, based on assigned functions and responsibilities and established evaluation standards, the Board of Directors conducts performance evaluations of Board members and members of the General Director's Office.

- Performance evaluations of other managers are conducted by the General Director or may be based on self-assessments by these managers in accordance with legal regulations.

b) Rewards

- The Board of Directors, in coordination with the General Director, is responsible for developing a Reward Regulation (for the Board of Directors, the Executive Board, and other managers).

- The company will periodically or exceptionally reward the collective or individual members of the Board of Directors, the General Director, and other managers who are evaluated as having achieved outstanding results in management or in the performance of their duties.

- Rewards for members of the Board of Directors, the Executive Board, and company managers for exceeding annual production and business plan targets will be submitted by the Board of Directors to the General Meeting of Shareholders for approval at the annual General Meeting of Shareholders.

c) Discipline

- The Board of Directors/General Directorate is responsible for establishing a disciplinary system based on the nature and severity of violations and compliance with legal regulations.

Article 7. Effective Date

The internal regulations on corporate governance of COMA18 Joint Stock Company consist of 7 articles and shall come into effect from April 22, 2026, and may be amended or supplemented if necessary.

