

No.:

Thai Nguyen , [date] month 2026

REGULATIONS ON CORPORATE GOVERNANCE

- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Law No. 03/2022/QH15 amending and supplementing certain articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Investment Law, the Housing Law, the Bidding Law, the Electricity Law, the Enterprise Law, the Special Consumption Tax Law, and the Civil Judgment Enforcement Law;
- Pursuant to Law No. 76/2025/QH15 amending and supplementing certain articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Investment Law, the Housing Law, the Bidding Law, the Electricity Law, the Enterprise Law, the Special Consumption Tax Law, and the Civil Judgment Enforcement Law;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to Decree No. 245/2025/ND-CP amending and supplementing certain provisions of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding certain 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 certain provisions of the Securities Law;
- Pursuant to the Charter of TDT Investment and Development Joint Stock Company;
- Pursuant to the Resolution of the General Meeting of Shareholders No. dated 2026.

The Board of Directors issues the internal regulations on corporate governance of TDT Investment and Development Joint Stock Company, which include the following contents:

Article 1. Scope of Regulation and Applicable Subjects

1. Scope of application: The internal regulations on corporate governance stipulate 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. Scope of Application: This regulation applies to members of the Board of Directors, the Supervisory Board, the General Director, and related parties.

Article 2. General Meeting of Shareholders

1. The role, rights, and obligations of the General Meeting of Shareholders.

a) Through the company's development strategy;

- b) Deciding on the types of shares and the total number of shares of each type authorized for sale; deciding on the annual dividend rate for each type of share;
- c) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- d) Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
- d) Decisions to amend or supplement the company's charter;
- e) Approval of the annual financial statements;
- g) Decision to repurchase more than 10% of the total number of shares sold of each class;
- h) Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
- i) Decisions on reorganizing or dissolving the Company;
- k) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- l) Approve the Internal Governance Regulations; the Operating Regulations of the Board of Directors and the Supervisory Board;
- m) Approve the list of approved auditing firms; decide which auditing firm is approved to conduct an audit of the Company's operations , and dismiss approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.
- o) For matters approved in previous General Meetings of Shareholders that have not yet been implemented, the Board of Directors must report to the General Meeting of Shareholders at the nearest annual meeting. In case of changes to matters within the authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders for approval at the nearest meeting before implementation.

2. The procedures for convening the General Meeting of Shareholders to approve resolutions by voting at the meeting include the following main contents:

a) Authority to convene the General Meeting of Shareholders;

The Board of Directors convenes annual and extraordinary general meetings of shareholders.

The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. Annual balance sheet, six-month (06) or quarterly reports, or audited financial statements of the fiscal year reflecting that shareholders' equity has been reduced by half (1/2) compared to the beginning of the period;
- c. The number of Board of Directors members, non-executive Board of Directors members, and Supervisory Board members is less than the number of members prescribed by law, or the

number of Board of Directors members is reduced by more than one-third (1/3) compared to the number of members stipulated in this Charter.

d. Upon 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 and must include the following information: full name, contact address, nationality, and legal document number of the individual shareholder; name, enterprise code or legal document number of the organization, and head office address of the organization shareholder; the number of shares and the registration date of each shareholder, the total number of shares of the entire group of shareholders, and the ownership percentage in the total number of shares of the company; and the basis and reasons for requesting the convening of the General Meeting of Shareholders. The request must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders, or groups of shareholders, are fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.

d. At the request of the Supervisory Board;

e. Other cases as prescribed by law and the company's charter.

b) Prepare a list of shareholders entitled to attend the meeting;

The person convening the General Meeting of Shareholders must prepare a list of shareholders eligible to attend and vote at the meeting. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must publish information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date.

c) Announcement regarding the closing of the list of shareholders entitled to attend the General Meeting of Shareholders;

The notice of the record date for shareholders entitled to attend the General Meeting of Shareholders shall be carried out in accordance with the Company's Charter and the securities laws applicable to public companies.

d) Notice of convening the General Meeting of Shareholders;

The notice of the General Meeting of Shareholders shall be sent to all shareholders by a secure method to reach the shareholders' contact addresses, and simultaneously published on the Company's website and the website of the State Securities Commission and the stock exchange where the Company's shares are listed. The person convening the General Meeting of Shareholders must send the notice of the 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).

d) Agenda and content of the General Meeting of Shareholders (person responsible for preparing the agenda and content of the General Meeting of Shareholders; regulations on shareholder proposals to be included in the meeting agenda);

(i) The agenda for the General Meeting of Shareholders, and documents related to matters to be voted on at the meeting, shall be sent to shareholders and/or posted on the Company's website. If the documents are not included with the notice of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

- a) Meeting agenda and materials to be used in the meeting;
- b) A list and detailed information of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;
- c) Voting ballot;
- d) Draft resolutions for each item on the meeting agenda.

(ii) Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and submitted to the Company no later than 3 working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the agenda.

(iii) The person convening the General Meeting of Shareholders has the right to reject a proposal as stipulated in clause (ii) of this Article, and must respond in writing at least two working days before the opening date of the General Meeting of Shareholders, stating the reasons, if it falls under one of the following cases:

- a) The petition was submitted in violation of the provisions of paragraph (ii) of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders did not hold at least 10% of the common shares as stipulated in Clause 3, Article 15 of the Company's Charter;
- c) The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.

(iv) The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in sub-point (ii) of this Article in the proposed agenda and content of the meeting, except as provided in sub-point (iii) of this Article; the proposal shall be formally added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

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

Act in accordance with Article 16 of the Company Charter.

g) How to register to attend the Shareholders' General Meeting

Before the meeting commences, the Company must conduct shareholder registration and continue the registration process until all shareholders entitled to attend the meeting have registered, following this procedure:

- (i) When registering shareholders, the Company shall issue to each shareholder or authorized

representative a set of voting cards/voting slips, on which the registration number, the full name of the shareholder, the full name of the authorized representative, and the voting number of that shareholder shall be recorded.

(ii) Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently have the right to participate and vote at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of previously voted-on items remains unchanged.

h) Conditions for conducting the activity;

A general meeting of shareholders is considered valid when the number of shareholders present represents **more than 50%** of the total voting rights.

If the first meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within 30 days from the date of the first scheduled meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending represents **33%** or more of the total voting shares.

If the second meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a notice of a third meeting must be sent within 20 days of the scheduled date of the second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes cast by the shareholders present.

i) The method of adopting resolutions by the General Meeting of Shareholders;

The General Meeting of Shareholders adopts resolutions within its authority by voting at the meeting or by obtaining opinions in writing , depending on the Company's circumstances at each period.

k) Voting method;

(i) Voting by raising Voting Cards: On certain other issues, shareholders raise their Voting Cards at the General Meeting as requested by the Chairman to vote on the following: Approve; Disapprove; or No Opinion, specifically:

- Approval of the Presidium, Secretariat, and Vote Counting Committee; approval of the Congress Program; and approval of the procedures for conducting meetings at the Congress.
- Through the Congress Regulations
- Through the Regulations on the election of members of the Board of Directors and the Supervisory Board;
- Through the Minutes and Resolutions of the Congress;
- And other matters as requested by the Presidium/Organizing Committee;

(ii) Voting by marking the Voting Ballot: The detailed items are listed on the Voting Ballot. Shareholders cast their votes by marking the corresponding box (Approve; Disapprove; or No Opinion). If a shareholder marks incorrectly, they shall cross it out and mark the correct box reflecting their intended vote, initialing beside it to confirm the final choice. After voting on all items listed on the Voting Ballot, the shareholder or authorized representative shall sign to

confirm, clearly print their full name, and place the ballot into the sealed ballot box.

(iii) *Remote voting via mail, fax, or email as per Clause 2, Article 144 of the Enterprise Law Voting by mail, fax, or email:* Shareholders may vote by mail, fax, or email. Shareholders must submit a written request by mail, fax, or email to the General Meeting Organizing Committee no later than 3 working days before the opening of the General Meeting. Shareholders must submit their voting ballot/election form (according to the form prescribed by the Organizing Committee) to the General Meeting Organizing Committee no later than 1 working day before the opening of the General Meeting.

l) Method of vote counting;

The vote counting must begin immediately after the voting ends. Before opening the ballot box, the vote counting committee must tally, record, and seal the unused ballots and the ballots voted on by authorized representatives. The vote counting committee is not permitted to make any erasures or corrections on the ballots.

m) Conditions for the resolution to be adopted;

A resolution is passed when the number of shareholders voting to approve it reaches the percentage stipulated in Article 21 of the Company's Charter.

n) Announce the results of the vote count;

After the vote count is completed, the Vote Counting Committee will announce the results directly at the General Shareholders' Meeting. The announcement of the vote count results must specify the number of votes in favor, the number of votes against, and the number of abstentions for each issue.

o) Methods of protesting resolutions of the General Meeting of Shareholders;

(i) Shareholders who voted against the resolution on the reorganization of the company or the change of shareholder rights and obligations as stipulated in the company's charter have the right to request the company to repurchase their shares. The request must be in writing, clearly stating the shareholder's name and address, the number of shares of each type, the intended selling price, and the reason for requesting the company to repurchase. The request must be sent to the company within 10 days from the date the General Meeting of Shareholders adopted the resolution on the matters stipulated in this clause.

(ii) The company must repurchase shares at the request of the shareholder as stipulated in (i) of this Article at market price or at a price calculated according to the principles stipulated in the company's charter within 90 days from the date of receiving the request. If an agreement on the price cannot be reached, the parties may request a valuation organization to determine the price. The company shall nominate at least 03 valuation organizations for the shareholder to choose from, and that choice shall be final.

p) Prepare minutes of the Shareholders' General Meeting;

(i) The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, and may also be prepared in English, and must contain the following main contents:

- a) Name, address of head office, business registration number;
 - b) Time and location of the General Meeting of Shareholders;
 - c) Meeting agenda and content;
 - d) Full names of the chairperson and secretary;
 - d) Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;
 - e) The number of shareholders and the total number of voting rights of shareholders attending the meeting, an appendix listing registered shareholders, and shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
 - g) The total number of voting ballots for each voting item, specifying the voting method, the total number of valid and invalid ballots, the number of votes in favor, against, and abstentions, along with the corresponding percentage of the total ballots of shareholders attending the meeting;
 - h) Issues that were approved and the corresponding percentage of votes in favor;
 - k) Full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors present at the meeting and contain all the content as stipulated in this clause. The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the minutes.
- (ii) The minutes of the General Meeting of Shareholders must be prepared and approved before the end of the meeting. The chairperson and secretary of the meeting, or other persons signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
- (iii) Minutes drawn up in both Vietnamese and foreign languages have equal legal effect. In case of discrepancies in content between the minutes in Vietnamese and the minutes in a foreign language, the content in the Vietnamese minutes shall prevail.

q) Announce the Resolution of the General Meeting of Shareholders.

Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office .

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

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

The Board of Directors has the right to solicit shareholder opinions in writing to approve decisions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the Company, including but not limited to the cases stipulated in Clause 2, Article 147 of the Enterprise Law.

b) The sequence and procedures for holding a General Meeting of Shareholders to adopt a Resolution by obtaining opinions in writing.

In accordance with Article 23 of the Company Charter and relevant legal regulations.

4. Procedures for holding a General Meeting of Shareholders to pass resolutions via online conference.

a) Notice of convening the General Meeting of Shareholders online;

The notice convening the online General Meeting of Shareholders shall be issued in accordance with the provisions of point d, clause 2, Article 2 of these Regulations. The notice of meeting must clearly specify the method of registration and participation in the online meeting, the method of electronic voting, and must clearly state the link to all meeting documents so that shareholders can access them.

b) How to register to attend the online General Shareholders' Meeting;

Shareholders or their authorized representatives (if any) attending the meeting via online conferencing must register their attendance in accordance with the method specified in the Meeting Invitation Notice.

c) Authorizing a representative to attend the General Meeting of Shareholders online;

Authorization of a representative to attend and vote at the General Meeting of Shareholders held via online conference. This shall be carried out in accordance with the provisions of Article 16 of the Company's Charter and the procedures stipulated in the notice of the General Meeting of Shareholders.

d) Conditions for conducting the experiment

The General Meeting of Shareholders, conducted via online conference, is carried out only when the provisions of Article 19 of the Company's Charter are met .

d) The method of adopting resolutions of the General Meeting of Shareholders online.

The form and conditions for adopting resolutions at the General Meeting of Shareholders comply with the provisions of Article 21 of the Company's Charter.

e) Online voting method

The procedures for voting, conducting ballots, and elections at a General Shareholders' Meeting held via online conference will be specified in detail in the Regulations on the Organization of the General Shareholders' Meeting for each meeting.

g) Method of online vote counting

Shareholders conduct electronic voting through the system . The number of "Approve," "Disapprove," and "No Opinion" votes for each voting item, as well as the number of votes for each candidate, are recorded in the system. The vote counting committee is responsible for counting the votes and compiling the voting results of all shareholders present at the meeting .

h) Announcing the vote count results

The vote count results are announced by the chairperson or head of the vote counting committee immediately after the results are available.

i) Prepare minutes of the Shareholders' General Meeting

The drafting of resolutions and minutes of the General Meeting of Shareholders is carried out in accordance with Article 23 of the Company's Charter.

k) Announce the Shareholders' General Meeting Resolution

The publication of resolutions and minutes of the General Meeting of Shareholders shall be carried out in accordance with the provisions of Point q, Clause 2, Article 2 of these Regulations.

5. Procedures for holding a General Meeting of Shareholders to pass resolutions using a hybrid format of in-person and online meetings.

The procedures for holding a General Meeting of Shareholders to pass resolutions using a hybrid format (in-person and online) are similar to those for holding a General Meeting of Shareholders to pass resolutions using an online format.

Article 3. Board of Directors

1. The roles, rights, and obligations of the Board of Directors, and the responsibilities of its members (including the right of Board members to access information) are stipulated in Articles 3 and 4 of the Company's Board of Directors' Operating Regulations, Article 27 of the Company's Charter, and other relevant legal provisions.

2. The nomination, candidacy, election, dismissal, and removal of members of the Board of Directors shall be carried out in accordance with the provisions of Articles 8, 9, and 10 of the Company's Board of Directors' Operating Regulations, Articles 25 and 26 of the Company's Charter, and relevant legal provisions .

3. Remuneration and other benefits of Board of Directors members: as stipulated in Article 18 of the Company's Board of Directors Operating Regulations, Article 28 of the Company's Charter, and relevant legal provisions.

4. The procedures for organizing Board of Directors meetings shall be carried out in accordance with the provisions of Article 15, Article 15 of the Company's Board of Directors Operating Regulations, Article 30 of the Company's Charter, and relevant legal provisions.

5. Subcommittees of the Board of Directors .

The Board of Directors may establish subcommittees to oversee development policy, human resources, compensation, internal audit, and risk management. The number of members in each subcommittee is determined by the Board of Directors and must be at least three, including both Board members and external members. Non-executive Board members should constitute a majority in the subcommittee, and one of these members may be appointed as the Subcommittee Chairman by decision of the Board of Directors. The subcommittee's activities 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 in favor of 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 applicable laws and regulations and the provisions of the company's charter and internal regulations on corporate governance .

6. Selection, appointment, and dismissal of the person in charge of company administration includes the contents stipulated in Article 32 of the Company Charter and relevant legal provisions.

Article 4. Supervisory Board

1. The roles, rights, and obligations of the Supervisory Board, and the responsibilities of its members are stipulated in Articles 7 and 8 of the Company's Supervisory Board Operating Regulations, Article 39 of the Company's Charter, and relevant legal provisions.

2. The term of office, number, composition, and structure of the Supervisory Board members are stipulated in Articles 7 to 2 of the Company's Supervisory Board Operating Regulations, Articles 37 and 38 of the Company's Charter, and relevant legal provisions .

Article 5. General Director

1. The role, responsibilities, rights, and obligations of the General Director

a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, and the business plan and investment plan of the Company that have been approved by the Board of Directors and the General Meeting of Shareholders;

b. To decide on all matters not requiring a resolution from the Board of Directors, including signing financial and commercial contracts on behalf of the Company, and organizing and managing the Company's daily production and business operations in accordance with best management practices;

c. To propose the number and types of management positions (excluding those nominated by the Company) that the Company needs to recruit for the Board of Directors to appoint or dismiss in order to implement effective management activities as proposed by the Board of Directors, and to advise the Board of Directors on the salary, remuneration, benefits, and other terms of employment contracts for managers;

d. Consult with the Board of Directors to decide on the number of employees, salaries, allowances, benefits, appointments, dismissals, and other terms related to their employment contracts;

d. The General Director must submit to the Board of Directors for approval a detailed business plan for the next fiscal year based on meeting the requirements of the appropriate budget as well as the five-year financial plan;

e. Propose measures to improve the company's operations and management;

g. Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations;

h. To carry out all other activities as stipulated in this Charter and the Company's regulations, resolutions of the Board of Directors, the General Director's employment contract, and the law.

2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director.

a) Term of office, qualifications and conditions for the General Director;

The term of office of the General Director is five (05) years and can be re-elected, dismissed, or removed by decision of the Board of Directors. The General Director must not be a person prohibited by law from holding this position.

b) Nominating, appointing, dismissing, and removing the General Director;

- The Board of Directors appoints one (01) member of the Board of Directors or nominates another person to be the General Director; signs a contract which stipulates the remuneration, salary and other benefits.

- In cases where the General Director does not also hold the position of a member of the Board of Directors, the Board of Directors may select a candidate who meets the qualifications and conditions to appoint to the position of General Director and sign an employment contract.

- The Board of Directors may dismiss or remove the General Director in the following cases:

+ Failure to complete assigned tasks or violation of company rules and regulations, or violation of the law.

+ Due to work requirements, personnel may be transferred or rotated;

+ Health is not good enough to continue working;

+ Other cases as prescribed by law.

- In the event that the General Director wishes to resign, a resignation letter must be submitted to the Chairman of the Board of Directors. The Chairman of the Board of Directors will convene a Board meeting and make a decision within one month of receiving the resignation letter. Until the Board of Directors makes a decision, the General Director must continue to perform his/her duties in the position for which he/she was appointed.

c) Appointing and signing employment contracts with the General Director;

The Board of Directors appoints the General Director and signs a contract specifying the salary, remuneration, benefits, and other related terms. Information regarding the General Director's salary, allowances, and benefits must be reported at the Annual General Meeting of Shareholders and included in the Company's Annual Report.

d) Announcing the appointment, dismissal, signing of contracts, and termination of contracts for the General Director.

The Board of Directors approves the dismissal or removal of the General Director when a majority of the attending members of the Board of Directors with voting rights approve, and appoints a new General Director to replace him.

(d) Salary and other benefits of the General Director.

The General Director receives a salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.

Article 6. Other activities

1. Coordination of activities between the Board of Directors, the Supervisory Board, and the General Director, including the following main points:

a) Procedures for convening, notifying, and recording meeting minutes, and for notifying the results of meetings between the Board of Directors, the Supervisory Board, and the General Director;

The procedures for convening, notifying, recording minutes, and notifying the results of meetings between the Board of Directors, the Supervisory Board, and the General Director shall be carried out in accordance with the procedures for convening Board of Directors meetings as stipulated in Clause 4, Article 3 of these Regulations.

b) To notify the Supervisory Board of resolutions and decisions of the Board of Directors;

Resolutions and minutes of Board of Directors meetings, once issued, must be sent to the Supervisory Board members at the same time and in the same manner as to the Board of Directors members, including:

- Notice of meeting, ballot for soliciting opinions from Board members, and accompanying documents;
- Resolutions, decisions, and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;
- Reports from the General Director or General Director to the Board of Directors or other documents issued by the company.

c) Communicating resolutions and decisions of the Board of Directors to the General Director;

Board resolutions (with contents relating to the responsibilities, powers, and obligations of the General Director) must be sent to the General Director after they are issued. At the same time and in the same manner as for members of the Board of Directors.

d) Cases where the Director and the Supervisory Board request the convening of a Board of Directors meeting and matters requiring the Board of Directors' opinion;

(i) The Supervisory Board may request a meeting of the Board of Directors in the following cases :

- When it is determined that the supervisory board members' right to access information and documents related to the company's operations is not fully exercised in accordance with applicable law and the company's charter;
- Upon discovering any violations of the law or the company's charter by a member of the Board of Directors, the General Director , or other business executives, after having notified the Board of Directors in writing as stipulated in Clause 5, Article 42. The company's charter is in violation of the law, but the person committing the violation has not ceased the violation or taken steps to remedy the consequences;

(ii) Director We propose convening a Board of Directors meeting in the following cases :

- the General Director 's rights as stipulated in Article 38 of the company's charter are not being exercised;

- When discovering illegal conduct or violations of the company's charter by other business executives after providing written notice to the Board of Directors, but the offending party has not ceased the violation or taken steps to remedy the consequences;

The General Director 's report to the Board of Directors on the performance of assigned duties and responsibilities;

- Evaluating business performance: Provide an overall analysis of the company's performance compared to the plan/projection and previous business results. If business performance falls short of the plan, clearly state the reasons and the responsibility of the Board of Directors for the failure to meet the plan (if any); Highlight the progress the company has made;
- Financial Situation: Asset Situation: Analysis of asset situation, changes in asset situation (analysis and evaluation of asset utilization efficiency and the impact of overdue receivables on business performance). Liability Situation: Current debt situation, significant changes in debt, analysis of overdue payables, impact of exchange rate differences on the company's business performance, impact of interest rate differentials;
- Improvements in organizational structure, policies, and management;
- Future development plan;
- Explanation from the Board of Directors regarding the audit opinion (if any) - (In cases where the audit opinion is not a fully unqualified opinion);
- The report assesses the company's environmental and social responsibility: Assessments related to environmental indicators (water consumption, energy, emissions, etc.); Assessments related to employee issues; Assessments related to the company's responsibility to the local community.

e) Review the implementation of resolutions and other delegated authority of the Board of Directors to the General Director;

the General Director 's report on the performance of assigned duties and powers as stipulated in point d, Clause 1, Article 6 of these Regulations, the Board of Directors will review the results of the implementation of resolutions and other delegated authority of the Board of Directors to the General Director .

g) Issues that the General Director must report, provide information on, and the method of notifying the Board of Directors and the Supervisory Board;

(i) General Manager Issues Reports, information must be provided, and notification methods must be used to inform the Board of Directors.

- When proposing measures to improve the Company's operations and management, the General Director shall send them to the Board of Directors as soon as possible but not less than ten (10) working days before the date on which such matter is to be decided;
- When preparing the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to serve the Company's long-term, annual, and quarterly

management activities in accordance with the business plan, the annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted by the General Director to the Board of Directors for approval;

- General Director A plan must be developed for the Board of Directors to approve matters related to recruitment, termination of employment, salaries, social insurance, benefits, rewards and disciplinary actions for employees and business executives;
- The General Director shall develop a plan for the Board of Directors to approve matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in the Company's Articles of Association, the Company's regulations and applicable laws;
- The General Director is obligated to inform the Board of Directors of any transactions between the company and the Board members themselves or with persons related to those members, as required by law.
- Other matters requiring the opinion of the Board of Directors must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days.

(ii) General Manager Issues Reports, information, and notification methods must be provided to the Supervisory Board.

- The General Director is responsible for supporting and coordinating with the Supervisory Board to ensure that the Supervisory Board fulfills its responsibilities and obligations in accordance with the law and the company's charter;
- Reports from the General Director to the Board of Directors or other documents issued by the company are sent to the Supervisory Board at the same time and in the same manner as to members of the Board of Directors.
- The Board of Directors, its members, the General Director, and other business executives must provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the company as requested by the Supervisory Board.

h) Coordinate control, management, and supervision activities among members of the Board of Directors, members of the Supervisory Board, and the General Director according to the specific duties of the aforementioned members.

(i) Coordination of activities between the Supervisory Board and the Board of Directors : The Supervisory Board has the role of supervising, coordinating, advising, and providing complete, timely, and accurate information. Specifically as follows:

- Regularly inform the Board of Directors about operating results, and consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;
- During Supervisory Board meetings, the Supervisory Board has the right to request members of the Board of Directors (and simultaneously request the General Director,

internal audit members (if any), and independent auditors) to attend and answer questions of concern to the Supervisory Board members;

- Periodic and ad hoc inspections by the Supervisory Board must be concluded in writing (no later than fifteen (15) working days from the inspection's completion) and submitted to the Board of Directors to provide additional basis for the Board in managing the Company. Depending on the scope and results of the inspection, the Supervisory Board must discuss and reach agreement with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In cases of disagreement, the Supervisory Board is authorized to record the dissenting opinion in the minutes, and the Head of the Supervisory Board is responsible for reporting it to the next General Meeting of Shareholders;
- In case the Supervisory Board discovers violations of the law or violations of the company's charter by members of the Board of Directors, the Supervisory Board shall notify the Board of Directors in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;
- Members of the supervisory board are obligated to inform the Board of Directors of transactions between the company and that particular member of the Board of Directors, or with persons related to that member, as required by law;
- For recommendations relating to the Company's operational and financial situation, the Supervisory Board must send the written document along with the relevant documents at least fifteen (15) working days before the expected date of receiving the response;
- Proposals to the Board of Directors must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days.

(ii) Coordination of activities between the Supervisory Board and the General Director : The Supervisory Board has the function of inspection and supervision.

- During Supervisory Board meetings, the Supervisory Board has the right to request the General Director (and simultaneously request members of the Board of Directors, internal audit members (if any), and independent auditors) to attend and answer questions of concern to the Supervisory Board members;
- The Supervisory Board's periodic and unscheduled inspections must have written conclusions (no later than fifteen (15) working days from the date of completion) sent to the General Director. To provide further basis for assisting the General Director in managing the Company, depending on the scope and results of the inspection, the Supervisory Board must discuss and reach a consensus with the General Director before reporting to the Shareholders' General Meeting. If there is no consensus, the Board may reserve its opinion and record it in the minutes, and the Head of the Supervisory Board is responsible for reporting to the next Shareholders' General Meeting.
- In case the Supervisory Board discovers violations of the law or violations of the company's charter by the General Director , the Supervisory Board shall notify the

General Director in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences ;

- Members of the Supervisory Board have the right to request the General Director to facilitate access to records and documents related to the Company's business operations at the Head Office or where the records are stored;
- For information and documents on business management and operation, business performance reports, and financial reports, the Supervisory Board's request for information must be sent to the Company at least forty-eight (48) working hours in advance. compared to the expected response time. The Supervisory Board is not permitted to use or disclose company information that has not been authorized for public release to others in order to conduct related transactions.
- Recommendations from the Supervisory Board regarding measures to amend, supplement, and improve the organizational structure for managing, supervising, and operating the company's business activities must be submitted to the General Director at least 07 (*seven*) working days before the expected date of receiving a response.

(iii) Coordination of activities between the General Director and the Board of Directors : The General Director is the person who manages the company's operations on behalf of the General Director, ensuring the company operates continuously and efficiently.

- General Director Responsible to the General Meeting of Shareholders and the Board of Directors for the performance of assigned duties and powers, and must report to these bodies when requested ;
- When proposing measures to improve the Company's operations and management, the General Director shall send them to the Board of Directors as soon as possible but not less than seven (07) days before the date on which such matter needs to be decided;
- Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations;
- The General Director must develop a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salaries, social insurance, benefits, rewards and disciplinary actions for employees and managers;
- The General Director shall develop a plan for the Board of Directors to approve matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in the Company's Articles of Association, the Company's regulations and applicable laws;
- The General Director is obligated to inform the Board of Directors of any transactions

between the Company and that particular member of the Board of Directors or with persons related to that member, as required by law;

- Other matters requiring the opinion of the Board of Directors as prescribed in paragraph (iii) of this Article must be sent to the Board of Directors at least seven (07) working days before the date of expected receipt of the response.

2. Regulations on annual evaluation of reward and disciplinary activities for members of the Board of Directors, members of the Supervisory Board, the General Director, and other business executives;

- The Board of Directors is responsible for establishing performance evaluation standards for all members of the Board, the General Director , and other executives.
- Performance evaluation criteria must strike a balance between the interests of business executives and the long-term interests of the Company and its shareholders. The financial and non-financial indicators used in the evaluation are carefully considered and decided upon by the Board of Directors at each given time. Non-financial indicators may include: stakeholder interests, operational efficiency, progress and improvements achieved, etc.
- Annually, based on assigned functions and responsibilities, established evaluation standards, and achieved results, the Board of Directors conducts an evaluation of the performance of its members.
- The evaluation of the Supervisory Board members' performance is conducted in accordance with the methods outlined in the organizational structure and operation of the Supervisory Board.
- The performance evaluation of other executives is carried out according to internal regulations or may be based on self-assessments by those executives .

Article 7. Effective Date

The internal regulations on corporate governance of TDT Investment and Development Joint Stock Company consist of 7 articles and are effective from the date of signing. month 2026 .

**ON BEHALF OF THE BOARD OF
DIRECTORS**

(Signature, full name, and seal)

Chu Thuyen