

Regulations on activities of the Board of Directors of Saigon Port Joint Stock Company

REGULATIONS ON ACTIVITIES OF THE BOARD OF DIRECTORS OF SAIGON PORT JOINT STOCK COMPANY

*(Issued together with Decision No. 346/QĐ-CSG dated 24 month 4 year 2026
of the Board of Directors of Saigon Port Joint Stock Company)*

Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements;

Based on the Securities Law No. 54/2019/QH14 dated November 26, 2019 and its amendments and supplements;

Based on Government Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of provisions of the Securities Law and its amendments and supplements;

Based on Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by 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;

Based on the Charter of Saigon Port Joint Stock Company;

Based on Resolution No. 341/NQ-ĐHĐCĐ-CSG dated 24/4/2026 of the General Meeting of Shareholders of Saigon Port Joint Stock Company at the 2026 annual meeting;

The Board of Directors hereby promulgates the Regulations on the Operation of the Board of Directors of Saigon Port Joint Stock Company;

The Regulations on Activities of the Board of Directors of Saigon Port Joint Stock Company include the following contents:

CHAPTER I GENERAL REGULATIONS

Article 1. Scope of Adjustment and Applicable Subjects

1. Scope of adjustment:

a) The Board of Directors' operating regulations stipulate the organizational structure, operating principles, powers, and obligations of the Board of Directors and its members, in order to operate in accordance with the Enterprise Law, the Company Charter, and other relevant legal provisions.

b) These regulations are part of the system of internal regulations applied uniformly within the Company. Other matters related to the Board of Directors not covered in these regulations will be governed by the Company Charter, the Enterprise Law, and other relevant documents.

2. Applicable Subjects:

a) The Board of Directors, the General Director, the Deputy General Directors, the Chief Accountant, the supporting staff and the Company Secretary, and the representative of the Company's capital contribution in other enterprises.

- b) Branches and subsidiaries of the Company.
- c) One-member limited liability companies wholly owned by the Company.
- d) Companies in which the Company holds shares or capital contributions.

Article 2. Role of the Board of Directors

1. The Board of Directors exercises the right to manage or direct the business operations and affairs of the Company; it has full authority to exercise all rights on behalf of the Company except those powers belonging to the General Meeting of Shareholders.

2. The Board of Directors uses the Company's seal to perform its duties and exercise its powers.

Article 3. Principles of Organization and Operation of the Board of Directors

1. The organization and operation of the Board of Directors, its members, and the supporting apparatus shall comply with the provisions of the law, the Company Charter, and ensure the interests of the Company.

2. The Board of Directors operates on the principle of collective leadership and individual responsibility. Members of the Board of Directors are responsible for their assigned areas of work and are jointly responsible before the law and before the General Meeting of Shareholders for resolutions and decisions in the Company's operation and development; members who oppose the adoption of such decisions may be considered for exemption from liability.

3. The Board of Directors assigns responsibility to the General Director to organize and manage the implementation of the resolutions and decisions of the Board of Directors.

CHAPTER II

ORGANIZATIONAL STRUCTURE AND TERM OF ACTIVITY OF THE BOARD OF DIRECTORS; STANDARDS AND CONDITIONS FOR NOMINATION, ELECTION, REMOVAL, AND DISMISSAL OF MEMBERS OF BOARD OF DIRECTORS

Article 4. Nomination and candidacy of Board of Directors members

Article 4. Nomination and candidacy of Board of Directors members

1. Once 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. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a

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member of the Board of Directors. Information related to candidates for the Board of Directors that must be published includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other management positions (including positions on the Board of Directors of other companies);
- e) Interests related to the Company and its related parties;
- f) The company is 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 related interests of the candidate in those companies (if any).

2. Shareholders or groups of shareholders: owning from 10% to less than 20% of the total common shares have the right to nominate 1 candidate; owning from 20% to less than 30% of the total common shares have the right to nominate a maximum of 2 candidates; owning from 30% to less than 40% of the total common shares have the right to nominate a maximum of 3 candidates; owning from 40% to less than 50% of the total common shares have the right to nominate a maximum of 4 candidates; owning from 50% to less than 60% of the total common shares have the right to nominate a maximum of 5 candidates; owning from 60% to less than 70% of the total common shares have the right to nominate a maximum of 6 candidates; owning from 70% to 80% of the total common shares have the right to nominate a maximum of 7 candidates; Shareholders owning between 80% and less than 90% of the total common shares are entitled to nominate a maximum of 8 candidates.

3. 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 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.

4. Members of the Board of Directors must meet the standards and conditions stipulated in Article 33 of the Company Charter and Article 6 of these Regulations.

Article 5. Composition and term of office of members of the Board of Directors

1. The Company's Board of Directors consists of 9 members.
2. The term of office for a member of the Board of Directors shall not exceed 5 years and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 2 consecutive terms.

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3. In the event that all members of the Board of Directors complete their terms simultaneously, those members shall continue to serve on the Board until new members are elected to replace them and take over their duties, ensuring uninterrupted management and operation of the Company.

4. The company must ensure that there are at least 3 non-executive members on the Board of Directors. If the company is a listed company, the total number of independent members on the Board of Directors must ensure a minimum of 3 independent members.

5. A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed, or replaced by the General Meeting of Shareholders as stipulated in Article 34 of the Company's Charter.

6. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure in the securities market.

7. Members of the Board of Directors do not necessarily have to be shareholders of the Company.

Article 6. Standards and conditions for membership of the Board of Directors

1. Members of the Board of Directors must meet the following standards and conditions:

a) Not be subject to the provisions of Clause 2, Article 17 of the Enterprise Law;

b) Possess professional qualifications and experience in business administration or in the field, industry, or profession of the Company's business, and are not necessarily shareholders of the Company;

c) Members of the Board of Directors may simultaneously be members of the Board of Directors of another company;

d) Not be related to: the General Director and other managers of the Company; or to the managers or persons authorized to appoint managers of the parent company. The concept of family relationship in this Regulation is understood and applied according to the provisions of Clause 22, Article 4 of the Enterprise Law.

e) Members of the Company's Board of Directors may only simultaneously be members of the Board of Directors or Board of Members in a maximum of 05 other companies.

2. Independent members of the Company's Board of Directors (if any) must meet the following standards and conditions:

a) Not be currently employed by the Company, its parent company, or its subsidiary; not have previously worked for the Company, its parent company, or its subsidiary for at least three consecutive years prior to the appointment;

b) Not be receiving a salary or remuneration from the Company, except for allowances granted to Board members as stipulated;

c) Not have a spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling who is a major shareholder of the Company; or who is a manager of the Company or its subsidiary;

d) Not directly or indirectly own at least 1% of the total voting shares of the Company;

e) Not a person who has served as a member of the Board of Directors or the Supervisory Board of the Company for at least 05 consecutive years prior to the appointment, except in the case of being appointed for two consecutive terms.

3. An independent member of the Board of Directors must notify the Board of Directors that they no longer meet the standards and conditions stipulated in Clause 2 of this Article and will automatically cease to be an independent member of the Board of Directors from the date they no longer meet the standards and conditions. The Board of Directors must notify the Board of Directors of the case where an independent member of the Board of Directors no longer meets the standards and conditions at the next General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a replacement or additional independent member of the Board of Directors within 6 months from the date of receiving the notification from the independent member of the Board of Directors concerned.

Article 7. Dismissal, removal, replacement, and appointment of members of the Board of Directors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Not meeting the qualifications and conditions stipulated in Article 33 of the Company's Charter;
- b) Submitting a resignation letter and having it accepted;
- c) Having limited or lost civil capacity or having difficulties in understanding and controlling their actions.

2. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a) Failure to participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;
- b) Ceasing to be an authorized representative of a shareholder that is an organization, as decided by that organization;
- c) Being an authorized representative of a shareholder that is an organization, but that organization is no longer a shareholder.

3. When deemed necessary, the General Meeting of Shareholders shall decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in Clauses 1 and 2 of this Article.

4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

- a) The number of members of the Board of Directors is reduced by more than one-third compared to the number stipulated in the Company's Charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;

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b) The number of independent members of the Board of Directors is reduced, failing to meet the number stipulated in Clause 4, Article 32 of the Company's Charter;

c) Except in the cases stipulated in points a and b of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed at the nearest meeting.

Article 8. Procedures for electing, dismissing, and removing members of the Board of Directors

1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors. The nomination of individuals to the Board of Directors shall be carried out in accordance with the provisions of Clause 5, Article 16 of the Company's Charter.

2. If the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall nominate additional candidates or nominate individuals in accordance with the provisions of the Company's Charter, the 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.

3. The election of 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 those candidates or a selection will be made according to the election regulations or the company's charter.

4. The election, dismissal, and removal of Board of Directors members are decided by the General Meeting of Shareholders according to the principle of voting.

Article 9. Election, dismissal, and removal of the Chairman and Vice-Chairman of the Board of Directors.

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

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2. The Vice-Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among its members to perform duties assigned by the Board of Directors and the Chairman of the Board of Directors.

3. The Chairman of the Board of Directors may not also hold the position of General Director.

4. The Chairman of the Board of Directors has the following powers and obligations:

a) To prepare the monthly, quarterly, and annual work program and plan of the Board of Directors;

b) To prepare the agenda, content, and documents for meetings; to convene, preside over, and chair meetings of the Board of Directors; to organize the collection of written opinions from the Board of Directors to approve matters within the Board's decision-making authority, except for matters requiring a separate meeting of the Board of Directors for discussion;

c) To organize the adoption of resolutions and decisions of the Board of Directors;

d) To supervise the implementation of resolutions and decisions of the Board of Directors;

e) To chair the General Meeting of Shareholders;

f) On behalf of the Board of Directors, sign decisions, resolutions, and conclusions of the Board of Directors; sign other documents to direct and handle work within the authority and responsibility of the Board of Directors;

g) Ensure that members of the Board of Directors receive complete, objective, accurate information and sufficient time to discuss issues that the Board of Directors must consider;

h) Prepare work plans and assign tasks to members of the Board of Directors. The specific task assignments for each member must be in writing and signed by the Chairman of the Board of Directors;

i) Supervise members of the Board of Directors in the performance of their assigned tasks;

j) Exercise the rights and obligations of the legal representative as stipulated in point b, clause 2, Article 3 of the Company Charter; other powers and duties as stipulated in the Company Charter, internal regulations and rules of the Company, and current legal regulations.

5. 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 dismissal/removal.

6. In the event that the Chairman of the Board of Directors submits a resignation or is dismissed, the Board of Directors must elect a replacement within 10 days of receiving the resignation or dismissal. If the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the Company's Charter. In the event that there is no authorized representative or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing

administrative measures at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is restricted or incapacitated, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or performing a certain job, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

CHAPTER III
POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS;
POWERS AND RESPONSIBILITIES OF THE CHAIRMAN AND MEMBERS
OF THE BOARD OF DIRECTORS

Article 10. Powers and obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.

2. The Board of Directors has the following powers and responsibilities:

a) Deciding on the Company's strategy, operational objectives, medium-term development plan, annual business plan, and annual budget;

b) Proposing the types of shares and the total number of shares authorized for sale for each type;

c) Deciding on the sale of unsold shares within the authorized number of shares for each type; deciding on other forms of capital mobilization;

d) Deciding on the selling price of the Company's shares and bonds;

e) Deciding on the repurchase of shares as stipulated in Clauses 1 and 2 of Article 11 of the Company's Charter;

f) Deciding on solutions for the Company's market development, marketing, and technology.

g) Deciding on investment plans and investment projects with a value less than 35% of the total asset value recorded in the Company's most recent financial statement and within the limits prescribed by law;

h) Deciding on the sale of assets with a value less than 35% of the total asset value recorded in the Company's most recent financial statement;

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i) Approving purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, excluding contracts and transactions under the authority of the General Meeting of Shareholders as stipulated in point d, clause 1, Article 21, and clause 3, Article 55 of the Company's Charter; Deciding on guarantees for subsidiaries with a value less than 35% of the total asset value recorded in the Company's most recent financial statement; Decisions regarding project investments, procurement, repair, maintenance, dredging, and other urgent unforeseen expenses for production and business operations arising outside the Company's annual plan have been approved by the General Meeting of Shareholders;

j) Deciding on the organizational structure of the Company; deciding on the issuance of internal management regulations and rules of the Company; deciding on the establishment of subsidiaries, branches, representative offices, business locations and the contribution of capital or purchase of shares in other enterprises; deciding on capital investment outside the enterprise;

k) Electing, dismissing, and removing the Chairman of the Board of Directors; electing, dismissing, and removing the Vice Chairman of the Board of Directors; appointing, dismissing, recruiting, signing contracts, and terminating contracts for the General Director; deciding on the salary, remuneration, bonuses, and other benefits of the General Director;

l) Assigning tasks and delegating authority to the Chairman of the Board of Directors, the Vice Chairman of the Board of Directors, and the members of the Board of Directors to oversee and monitor various aspects of work to exercise the powers, responsibilities, and obligations of the Board of Directors as stipulated in the Company's Charter, internal regulations and rules of the Company, and current legal regulations;

m) Appointing authorized representatives to participate in the Board of Members or General Meeting of Shareholders, Board of Directors in other companies, deciding on the remuneration and other benefits of those representatives; nominating candidates for election to the Board of Directors, Supervisory Board or recommending candidates for appointment as supervisors in other enterprises;

n) Deciding on the appointment, dismissal, recruitment, signing of contracts, and termination of contracts for Deputy General Directors and Chief Accountants, and deciding on their salaries, remuneration, bonuses, and other benefits as proposed by the General Director;

o) Approving the General Director's appointment, dismissal, recruitment, signing of contracts, and termination of contracts for Directors/Deputy Directors of branches and equivalents, Heads/Deputy Heads of departments and equivalents;

p) Approving the General Director's Action Program to implement the Company's annual business plan; approving the monthly, quarterly, and annual operational plans of the Company's Executive Board;

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q) Assigning tasks and supervising, inspecting, monitoring, and evaluating the level of task completion as a basis for paying salaries and bonuses to the General Director; directing and requiring reports and explanations, inspecting and supervising the Deputy General Directors, Chief Accountant, and other managers in the daily business operations of the Company to ensure compliance with resolutions, decisions, policies, requirements, directives, and conclusions of the Board of Directors;

r) Deciding on changes to the form and content of the Company's logo and brand identity;

s) Delegating or authorizing the General Director to: make decisions regarding investment plans and investment projects; plans for liquidation, sale of fixed assets, leasing, and renting of fixed assets; issuing certain internal management regulations and rules of the Company;

t) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting written opinions for the General Meeting of Shareholders to pass resolutions;

u) Submitting the audited annual financial statements to the General Meeting of Shareholders;

v) Propose the dividend rate to be paid; decide on the timeframe and procedures for dividend payment or handling of losses incurred during business operations; decide on capital raising, borrowing, and the implementation of mortgages, guarantees, and compensation of the Company within its authority;

w) Propose the reorganization or dissolution of the Company; request the Company's bankruptcy;

x) Decide on the issuance of the Board of Directors' operating regulations and internal regulations on corporate governance after approval by the General Meeting of Shareholders;

y) Report to the General Meeting of Shareholders at the nearest annual General Meeting of Shareholders on matters approved in previous General Meeting of Shareholders that have not yet been implemented. 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;

z) Other rights and obligations as stipulated in the Company's Charter, internal regulations and rules, and applicable laws.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board's activities at the annual General Meeting of Shareholders on the following matters:

a) Remuneration, operating expenses, and other benefits of the Board of Directors and each member of the Board of Directors as stipulated in Clause 3, Article 36 of the Company's Charter.

b) Summary of the Board of Directors' meetings and decisions.

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c) Reporting on transactions between the Company, its subsidiaries, and companies in which the Company holds a controlling stake of 50% or more of the charter capital with members of the Board of Directors and their related parties; and transactions between the Company and companies in which members of the Board of Directors are founding members or business managers during the three years immediately preceding the transaction.

d) Activities of independent Board members and the results of each independent member's evaluation of the Board's performance (if any).

e) Activities of other subcommittees of the Board of Directors (if any).

f) Results of oversight of the CEO.

g) Results of oversight of other executives.

h) Future plans of the Board of Directors.

Article 11. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have all the rights stipulated in the Securities Law, relevant laws, and the company's charter, including the right to be provided with information and documents on the financial situation and business operations of the Company and its subsidiaries.

2. Members of the Board of Directors have the obligations stipulated in the Company's Charter and the following obligations:

a) To perform their duties honestly and diligently for the best interests of the shareholders and the Company;

b) To attend all meetings of the Board of Directors and to express their opinions on the issues discussed;

c) To report promptly and fully to the Board of Directors any remuneration received from subsidiaries, affiliated companies, and other organizations;

d) Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital with members of the Board of Directors and their related parties; and transactions between the Company and companies in which a member of the Board of Directors is a founding member or a business manager during the three years immediately preceding the transaction;

e) Disclose information when conducting transactions involving the Company's shares in accordance with the law.

f) Each independent member of the Board of Directors (if any) of the Company must prepare an evaluation report on the activities of the Board of Directors.

3. The powers and obligations of the Chairman of the Board of Directors and the Vice Chairman of the Board of Directors are stipulated in Article 37 of the Company's Charter.

Article 12. Right of Board of Directors members to access information

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1. Members of the Board of Directors have the right to request the Company's Executive to provide information and documents regarding the financial situation and business operations of the Company and its subsidiaries.

2. The Company's Executive is required to provide timely, complete, and accurate information and documents as requested by members of the Board of Directors.

Article 13. Responsibilities of the Board of Directors in convening extraordinary general meetings of shareholders.

1. 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) The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members prescribed by law;
- c) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 16 of the Company's Charter; 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 include sufficient signatures of the relevant shareholders;
- d) At the request of the Supervisory Board;
- e) Other cases as prescribed by law and the Company's Articles of Association.

2. Convening an Extraordinary General Meeting of Shareholders:

The Board of Directors must convene an Extraordinary General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board is less than the minimum number of members stipulated in the Company's Charter, or upon receiving a request as stipulated in points c and d of Clause 1 of this Article;

3. The person convening the General Meeting of Shareholders must perform the following tasks:

- a) Prepare a list of shareholders entitled to attend the meeting;
- b) Provide information and resolve complaints related to the list of shareholders;
- c) Prepare the agenda and content of the meeting;
- d) Prepare the documents for the meeting;
- e) Draft resolution of the General Meeting of Shareholders according to the planned agenda of 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;
- f) Determine the time and place of the meeting;

- g) Send meeting invitation notices to each shareholder entitled to attend the meeting as prescribed by the Enterprise Law;
- h) Other tasks serving the meeting.

Article 14. Duties and powers of the Board of Directors in approving and signing transaction contracts.

The Board of Directors approves and signs contracts in accordance with Clause 4, Article 55 of the Company's Charter, the Company's internal regulations and rules, and applicable laws.

Article 15. Assignment of duties to members of the Board of Directors

1. Members of the Board of Directors may be assigned or authorized to oversee and be responsible for one or more aspects of the Company's work. The specific duties and powers of the members are stipulated in documents related to each area of the Company's operations. In cases where the work content is not specifically defined in terms of duties and powers, the assigned member is responsible for reporting to the Chairman of the Board of Directors to reach a consensus on how to resolve the issue.

2. The Board of Directors approves the plan for assigning duties to each member of the Board of Directors as proposed by the Chairman of the Board of Directors, and the changes, additions, and adjustments to the duties of Board members at any given time to meet the Company's management requirements.

3. The Chairman of the Board of Directors directly oversees the work aspects that are not assigned to other members of the Board of Directors.

Article 16. Remuneration, salaries, bonuses, and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration, salaries, and bonuses to members of the Board of Directors based on business results and performance.

2. Members of the Board of Directors are entitled to salaries, remuneration for their work, and bonuses. Remuneration for work is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member based on mutual agreement. The total amount of remuneration, salaries, and bonuses for the Board of Directors is decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration, salaries, and bonuses of each member of the Board of Directors are included in the company's business expenses in accordance with the law on corporate income tax, are presented as a separate item in the company's annual financial statements, and must be reported to the General Meeting of Shareholders at its annual meeting.

4. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in subcommittees of the Board of Directors, or performing other duties outside the normal scope of a Board member's duties, may receive additional remuneration in the form of a lump-sum payment, salary, commission, profit sharing, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement of all travel, accommodation, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Charter.

CHAPTER IV BOARD OF DIRECTORS MEETING

Article 17. Program of Activities of the Board of Directors

1. The Board of Directors' work program is developed monthly, quarterly, according to meeting schedules, and annually in accordance with the Company's Charter, resolutions of the General Meeting of Shareholders, and the Company's work requirements.

2. Based on the resolutions, the work program of the Board of Directors, and the specific tasks assigned, each member of the Board of Directors must have a plan and measures to implement their assigned duties.

Article 18. Meetings of the Board of Directors and the process of obtaining written opinions to adopt resolutions and decisions of the Board of Directors.

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 7 working days from the date of the conclusion of the Board of Directors election. This meeting shall be convened and chaired by the member with the highest number of votes. In the event that more than one member has the highest number of votes and they are tied, the members shall elect by majority vote to choose one of them to convene the Board of Directors meeting.

2. The Board of Directors shall meet at least once every quarter and may hold extraordinary meetings. If the General Director is not a member of the Board of Directors, the General Director shall be invited to attend all meetings of the Board of Directors, except for internal meetings of the Board of Directors. Board of Directors meetings may be held in person, online, in-person and online

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conferences, and/or other forms as decided by the Chairman of the Board of Directors or the person convening the meeting of the Board of Directors in accordance with the provisions of the law.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

a) Upon the request of the Supervisory Board or an independent member of the Board of Directors;

b) Upon the request of the General Director or at least 05 other managers;

c) Upon the request of at least 02 members of the Board of Directors;

4. The request stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the decisions within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request stipulated in Clause 3 of this Article. If the Chairman of the Board of Directors fails to convene a meeting of the Board of Directors as requested, he/she shall be responsible for any damages incurred by the Company; the person making the request has the right to convene the meeting of the Board of Directors on his/her behalf.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least 5 working days before the meeting date. 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 be accompanied by the documents to be used at the meeting, the voting ballot for the members, and instructions for attending/voting at the meeting (if any).

The notice of the Board of Directors meeting may be sent by invitation, telephone, fax, or electronic means, and must ensure that it reaches the contact address of each Board member registered with the Company.

7. The Chairman of the Board of Directors or the person convening the Board of Directors meeting shall send the notice of meeting and accompanying documents to the members of the Supervisory Board in the same manner as to 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 the right to vote.

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

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9. A member of the Board of Directors shall be considered to have attended and voted at the meeting in the following cases:

- a) Attending and voting in person at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
- c) Attending and voting through online conferencing, electronic voting, or other electronic means;
- d) Sending a ballot to the meeting via mail, fax, or email;
- e) Other forms and means as decided by the Chairman of the Board of Directors or the person convening the Board of Directors meeting, in accordance with the provisions of the law.

10. If ballots are sent to the meeting by mail, they must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the meeting begins. Ballots may only be opened in the presence of all attendees.

11. Members must attend all Board of Directors meetings. Members may authorize another person to attend and vote on their behalf if approved by a majority of the Board members.

12. Resolutions and decisions of the Board of Directors are adopted at the Board meeting if approved by a majority of the Board 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.

13. The process of obtaining written opinions from the Board of Directors to approve matters within the Board's decision-making authority is as follows:

- a) The Chairman of the Board of Directors sends a written opinion request form along with relevant documents related to the matter requiring the Board's opinion;

- b) Board members consider and vote on the matters requiring their opinion within the timeframe specified in the opinion request form and return it to the Chairman of the Board of Directors. Board members may submit their voting opinions to the Board's support staff via email, the Company's electronic office system (PO), or other online communication methods; the paper copy of the opinion request form is then sent to the Company for archiving purposes as per regulations;

- c) The Chairman of the Board of Directors presides over the preparation of the minutes of the Board of Directors' opinion vote. The main content of the Minutes of the Board of Directors' Vote Counting is similar to the Minutes of the Board of Directors' Meeting as stipulated in Clause 1, Article 39 of the Company's Charter;

- d) Based on the vote counting results, the Chairman of the Board of Directors, on behalf of the Board of Directors, signs the resolution, decision, and directive of the Board of Directors regarding the matter for which opinions were sought.

14. Resolutions and decisions of the Board of Directors shall be adopted by written ballot if approved by a majority of the Board members; in case of a tie, the final decision shall rest with the side whose opinion is supported by the Chairman of the Board of Directors. Resolutions and decisions of the Board of Directors adopted by written ballot shall have the same validity as resolutions and decisions adopted at a Board meeting.

Article 19. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may also be audio-recorded, recorded, and stored electronically. Minutes must be in Vietnamese and may also be in English, containing the following main contents:

- a) Name, registered office address, and business registration number;
- b) Time and place of the meeting;
- c) Purpose, agenda, and content of the meeting;
- d) Full names of each member attending the meeting or authorized representatives and their attendance; full names of members absent from the meeting and their reasons;
- e) Issues discussed and voted on at the meeting;
- f) Summary of the opinions expressed by each member attending the meeting in chronological order;
- g) Voting results, clearly indicating which members approved, disapproved, and abstained;
- h) Issues approved and the corresponding percentage of votes in favor;
- i) Full name and signature of the presiding officer and the person recording the minutes, except as provided in Clause 2 of this Article.

2. In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present and agree to sign the minutes and they contain all the information as stipulated in points a, b, c, d, e, f, g, and h of Clause 1 of this Article, then these minutes shall be valid. The minutes shall clearly state that the chairperson or the person recording the minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, as stipulated in the Enterprise Law, the Company Charter, and relevant laws.

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

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4. Content approved by a majority of the members present at the Board of Directors meeting must be formalized into a Resolution. The minutes of the Board of Directors meeting and documents used in the meeting must be kept at the Company's headquarters.

5. Minutes prepared in both Vietnamese and English have equal legal validity. In case of discrepancies between the Vietnamese and English versions of the minutes, the Vietnamese version shall prevail.

6. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to all members of the Board of Directors. These minutes serve as authentic evidence of the work performed at the meeting and the validity of the voting at the meeting, unless objections to the content of the minutes are raised within 10 days of sending. After this period, if no objections are raised by the members of the Board of Directors, they shall be deemed to have agreed with the minutes. The minutes must be signed by the chairperson and the person recording the minutes, except as stipulated in Clause 2 of this Article. If necessary, the Chairman of the Board of Directors shall send a draft of the minutes of the Board of Directors meeting to the members of the Board of Directors for agreement on the content before signing.

Article 20. Procedures for organizing and conducting Board of Directors meetings

1. The Chairman of the Board of Directors approves the meeting documents prepared by the support staff and sends them to the meeting participants.

2. The Chairman of the Board of Directors is responsible for conducting the meeting in accordance with democratic and objective principles and in compliance with the regulations set forth in this Statute and the Company's Articles of Association.

3. The meeting chair is the Chairman of the Board of Directors or a member of the Board of Directors authorized by the Chairman to present the Report of the Chairman of the Board of Directors, which clearly states and evaluates the results of implementing the resolutions of the General Meeting of Shareholders, the Board of Directors, and other matters; and simultaneously presents to the meeting the work contents for the Board of Directors to consider and decide. Members of the Board of Directors attending the meeting report on the work contents assigned to them and participate in discussions and voting on issues under consideration at the meeting. The Board of Directors adopts decisions by voting according to one or more methods stipulated in Clauses 9 and 10 of Article 18 of these Regulations or by show of hands.

CHAPTER V

THE SUPPORT STAFF AND CONDITIONS, OPERATING EXPENSES OF THE BOARD OF DIRECTORS

Article 21. Subcommittees assisting the Board of Directors

1. The Board of Directors may establish subcommittees to oversee development policy, human resources, compensation, internal audit, and risk management. The number of members in a subcommittee shall be determined by the Board of Directors and shall be at least three, 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 shall 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 shall only be effective when a majority of members present and voting on them at the subcommittee meeting are present.

2. 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 Company Governance.

Article 22. Person in charge of Company governance

1. The Board of Directors shall appoint at least one person to be in charge of company governance to support the company's governance. The person in charge of company governance may also serve as the company secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

2. The person in charge of corporate governance shall not simultaneously work for an approved auditing firm that is auditing the company's financial statements.

3. The person in charge of company governance has the following rights and obligations:

a) Advising the Board of Directors and the Chairman of the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Company and shareholders. Providing advice, assistance, and carrying out tasks assigned by the Board of Directors, the Chairman, and members of the Board of Directors.

b) Preparing for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board of Directors or the Supervisory Board;

c) Advising on the procedures for meetings of the General Meeting of Shareholders and the Board of Directors;

d) Attending meetings of the General Meeting of Shareholders and the Board of Directors;

e) Advising on the procedures for drafting resolutions of the General Meeting of Shareholders and the Board of Directors in accordance with legal regulations;

f) Providing financial information, copies of minutes of Board of Directors meetings, and other information to members of the Board of Directors and members of the Supervisory Board;

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- g) Monitoring and reporting to the Board of Directors on the Company's information disclosure activities;
- h) Serving as the point of contact with the Company's stakeholders;
- i) Maintaining the confidentiality of the Company's information in accordance with the law and the Company's Articles;
- j) Other rights and obligations as stipulated in the Company's Articles, internal regulations and rules of the Company, and applicable laws.

Article 23. Specific decentralization in certain important areas

Based on the scope, scale, and nature of the work, the Board of Directors delegates authority to the General Director to make decisions on certain matters. Specific delegation of authority in the areas of financial and accounting management, human resources organization, and other areas will be stipulated in the Financial Regulations and other regulations of the Company, within the authority of the Board of Directors.

Article 24. Meeting and business trip regulations

1. The Chairman of the Board of Directors has the right to attend meetings of the Company, its branches, and units. If the Chairman of the Board of Directors is unable to attend, another member of the Board of Directors may be assigned to attend the meeting.

2. Members of the Board of Directors and the General Director traveling abroad must have a specific itinerary and inform the Chairman of the Board of Directors so that the Board's work plan can be adjusted.

3. The Chairman of the Board of Directors' weekly work program is shown on the Company's weekly work schedule for departments and management to contact each other.

Article 25. Working Conditions of the Board of Directors

The offices of the Chairman of the Board of Directors and the members of the Board of Directors are located at the Company's Head Office. Working conditions, facilities, and stationery for the activities of the members of the Board of Directors shall be applied according to the Company's general regulations.

Article 26. Operating Budget of the Board of Directors

1. At the annual meeting of the General Meeting of Shareholders, the Board of Directors shall propose to the General Meeting of Shareholders to allocate a budget to ensure the operation of

the Board of Directors. The use of the budget shall be accounted for in the annual financial report and must comply with the following principles:

- a) Serving management work.
- b) Practical, effective, economical, and transparent.

2. The Chairman of the Board of Directors shall decide on the approval of expenditures serving the activities of the Board of Directors, but these expenditures shall not exceed the travel expense limits stipulated by the Company.

3. Operating expenses to serve the tasks of the Board of Directors shall be paid based on documents and invoices in accordance with the accounting and financial regulations prescribed by law and by the Company.

CHAPTER VI

WORKING RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 27. Principles of work coordination

The coordination of work between the Board of Directors, its members, and other management departments of the Company must adhere to the following principles:

1. Always be loyal to the interests of shareholders and the Company.
2. Comply with the laws of the State, the Company's Charter, and internal regulations.
3. Implement the principles of democratic centralism, openness, and transparency.
4. Perform duties with caution, high responsibility, honesty, cooperation, and proactive coordination in resolving arising difficulties and obstacles.

Article 28. Relationship between members of the Board of Directors

1. The relationship between the members of the Board of Directors is one of coordination; members are responsible for informing each other about relevant issues in the process of handling their assigned tasks.

2. In the process of handling tasks, the member of the Board of Directors assigned primary responsibility must proactively coordinate the handling of issues related to the area of responsibility of another member of the Board of Directors. If there are differing opinions among the members of the Board of Directors, the member primarily responsible shall report to the Chairman of the Board of Directors for consideration and decision within his/her authority, or organize a meeting or seek the opinions of the members of the Board of Directors in accordance with the law, the company's charter, and this Regulation.

3. In the event of a reassignment of responsibilities among the members of the Board of Directors, the members must hand over the work, files, and related documents. This handover must be documented in writing and reported to the Chairman of the Board of Directors.

Article 29. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board is one of collaboration. The working relationship between the Board of Directors and the Supervisory Board is based on the principles of equality and independence, while also ensuring close coordination and mutual support in the performance of their duties.

2. Upon receiving inspection reports or summary reports from the Supervisory Board, the Board of Directors is responsible for studying them and directing relevant departments to develop plans and implement timely corrective actions.

Article 30. Relationship with the General Director and the Support Staff

The duties and powers of the General Director are stipulated in Article 45 of the Company Charter. The relationship between the Board of Directors and the General Director and the supporting staff is regulated as follows:

1. The Board of Directors is responsible for:

a) Leading and supervising all activities of the Executive Board; creating all necessary favorable conditions for the General Director and the supporting staff to fulfill their assigned tasks.

b) Appointing, recruiting, and maintaining the stability of Executive Board members with good qualifications, competence, and ethics for the Company; and promptly dismissing Executive Board members who do not meet the conditions and standards as prescribed by law and the Company Charter.

2. The General Director is responsible for seriously implementing the resolutions and decisions of the Board of Directors. During the implementation of the resolutions and decisions of the Board of Directors, if any content is found to be detrimental to the Company, the General Director is responsible for proposing to the Board of Directors to review and adjust it accordingly.

3. If the Board of Directors does not amend the Resolution or Decision, the General Director must still implement it but has the right to reserve his/her opinion.

3. The General Director is responsible for reporting to the Board of Directors on the performance of his/her duties and powers, and is accountable for those actions.

4. The Chairman of the Board of Directors has the right to attend or authorize other members of the Board of Directors to attend briefing meetings and meetings to prepare content for submission to the Board of Directors chaired by the General Director. The Chairman of the Board

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of Directors or the assigned member of the Board of Directors to attend the meeting has the right to speak and contribute opinions but does not have the right to conclude the meeting.

5. At meetings of the Board of Directors, the Chairman of the Board of Directors or the person authorized to chair the meeting may decide to invite the Deputy General Directors, Heads of departments/divisions/specialized units, and leaders of relevant branches to attend, report on their work and participate in discussions.

6. The General Director and other management officers are responsible for creating all conditions for members of the Board of Directors to perform their assigned tasks, access information, and report fully and promptly.

7. The General Director shall proactively decide on matters within his/her authority according to the Company Charter; decide on measures exceeding his/her authority in emergency situations but shall be responsible for those decisions and shall immediately report to the Board of Directors. The reporting deadline shall not be later than twenty-four (24) hours from the time an emergency occurs.

8. Periodically, quarterly, every six (06) months, and annually, the General Director shall submit reports on the Company's production and business activities to the Board of Directors, along with necessary recommendations to perform assigned tasks within his/her authority. When risks or incidents occur that may negatively affect the reputation or production and business activities of the Company, the General Director and the manager shall promptly report to the Chairman of the Board of Directors and the members of the Board of Directors directly in charge of that work so that timely measures can be taken. In addition, as requested by the Board of Directors, the Executive Board and management staff of the Company are responsible for directly reporting to or providing information and reports on the direction and resolution of issues related to their assigned areas of work, responsibilities, and performance.

9. All documents signed and issued by the General Director and Deputy General Director must be sent to the Board of Directors for monitoring of implementation.

10. The Board of Directors assigns each member of the Board of Directors and the Executive Board to direct the organization of quarterly review meetings for Branch Directors to report on the results of work and tasks assigned in the previous quarter and the plan for implementing work and tasks in the next quarter.

11. Monthly, the Board of Directors holds a briefing meeting with the Executive Board to directly supervise the work to be carried out. Quarterly, the Board of Directors holds a meeting with the Company's Executive Board to review and evaluate the results of the tasks performed in the quarter.

CHAPTER VII

REPORTING AND DISCLOSING BENEFITS

Article 31. Submission of annual reports

1. At the end of the fiscal year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:

- a) Report on the Company's business results;
- b) Financial statements;
- c) Report on the evaluation of the Company's management and operation;
- d) Report on the audit by the Supervisory Board.

2. The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for audit no later than 30 days before the opening of the annual General Meeting of Shareholders, unless the Company's Charter stipulates otherwise.

3. The reports stipulated in Clauses 1 and 2 of this Article, the audit report of the Supervisory Board, and the audit report must be kept at the Company's head office no later than 10 days before the opening of the annual General Meeting of Shareholders, unless the Company's Charter stipulates a longer period. Shareholders who have continuously held shares in the Company for at least one year have the right to review the reports stipulated in this Article themselves, or together with a lawyer, accountant, or auditor holding a professional license.

Article 32. Disclosure of relevant interests

The disclosure of the Company's interests and related parties is carried out in accordance with the following regulations:

1. The Company must compile and update a list of its related parties as stipulated in Clause 46, Article 4 of the Securities Law, and their corresponding contracts and transactions with the Company. The person in charge of corporate governance is responsible for advising the Board of Directors on directing the implementation and monitoring the issues mentioned in Clauses 1, 2, 3, 4, and 5 of this Article.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, the Deputy General Director, and the Chief Accountant must declare to the Company their related interests, including:

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a) The name, enterprise code, head office address, business sector, and business activities of the enterprise in which they own or hold capital contributions or shares; the percentage and time of ownership of those capital contributions or shares;

b) The name, business registration number, head office address, and business lines of the enterprise in which their related parties own, co-own, or individually own more than 10% of the charter capital;

3. The declaration stipulated in Clause 2 of this Article must be made within 7 working days from the date the related interest arises; any amendments or additions must be notified to the Company within 7 working days from the date of the corresponding amendments or additions;

4. The retention, disclosure, review, extraction, and copying of the list of related persons and related interests declared in Clauses 1 and 2 of this Article shall be carried out as follows:

a) The Company must notify the list of related persons and related interests to the General Meeting of Shareholders at the annual meeting;

b) The list of related persons and related interests shall be kept at the Company's head office; if necessary, part or all of the contents of the aforementioned list may be kept at the Company's branches;

c) Shareholders, authorized representatives of shareholders, members of the Board of Directors, Supervisory Board, General Director, and other managers have the right to review, extract, and copy part or all of the declaration;

d) The Company must facilitate access, review, extraction, and copying of the list of related parties and related interests for the persons specified in point c of this clause as quickly and conveniently as possible; it must not prevent or hinder them from exercising this right. The procedures for reviewing, extracting, and copying the declaration of related parties and related interests shall be carried out in accordance with the Company's Charter;

5. Members of the Board of Directors and the General Director, acting in their own name or on behalf of others, to perform any work in any form within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and the Supervisory Board, and may only perform such work with the approval of a majority of the remaining members of the Board of Directors; if they perform such work without reporting it or without the approval of the Board of Directors, all income derived from such activity shall belong to the Company.

Article 33. Disclosure of Information

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1. The company must submit annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the law on accounting and other relevant laws.

2. The company shall publish the following information on its website:

a) Company Charter;

b) Curriculum vitae, educational qualifications and professional experience of the members of the Board of Directors, members of the Supervisory Board, and the General Director of the Company;

c) Annual financial statements approved by the General Meeting of Shareholders;

d) Annual performance evaluation reports of the Board of Directors and the Supervisory Board.

3. The company shall disclose and publicize information in accordance with the law on securities and other applicable laws.

CHAPTER VIII ENFORCEMENT CLAUSES

Article 34. Effective Date

1. The Operating Regulations of the Board of Directors of Saigon Port Joint Stock Company consist of 8 chapters and 34 articles and shall come into effect from 24 day 24 month 4 year 2026.

2. Any amendments or additions to these Regulations shall be considered and decided by the Board of Directors and submitted to the General Meeting of Shareholders for approval./.

**ON BEHALF OF THE BOARD OF
DIRECTORS**

**Signed
CHAIRMAN
Nguyen Canh Tinh**