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INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

(Issued pursuant to the Resolution No.01/2026/NQ-ĐHĐCĐ dated April 17, 2026 by the General Meeting of Shareholders of Saigon - Hanoi Securities Joint Stock Company)

Hanoi, April 2026

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SAIGON – HANOI SECURITIES JOINT STOCK COMPANY	SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness

Hanoi, 2026

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CHAPTER I

GENERAL PROVISIONS

Article 1. Subject and scope of application

1. The Internal regulations on corporate governance of Saigon – Hanoi Securities Joint Stock Company (the Company/SHS) **(Regulations)** govern the roles, rights, and obligations of the General Meeting of Shareholders (GMS), the Board of Directors (BOD), and the Chief Executive Officer (CEO); the procedures for conducting the GMS; the nomination, candidacy, election, dismissal, and removal of BOD's members and the CEO; as well as other activities in accordance with the Charter of Saigon – Hanoi Securities Joint Stock Company (Charter) and other applicable laws.

2. **Applicable subjects**

The Regulations apply to BOD's members, the Audit Committee, the Stratery Committee, the Board of Management, and other relevant entities and individuals.

Article 2. Corporate governance principles

1. Compliance with applicable laws and the Company's Charter in all governance and management activities;
2. Ensuring fairness, transparency, and openness in the Company's operations;
3. Ensuring the effective operation of the BOD, the Audit Committee and other Committees, units within the Company.

CHAPTER II

THE GENERAL MEETING OF SHAREHOLDERS

Article 3. Procedures for Conducting the GMS and passing Resolutions by voting at the GMS

The procedures shall comply with the Company's Charter and relevant legal regulations. The key steps for conducting the GMS and passing Resolutions by voting at the GMS include:

1. Authority to convene the GMS: As stipulated in Article 17 of the Charter.
2. Preparation of the list of Shareholders entitled to attend the Meeting: As stipulated in Clause 2, Article 17 of the Charter.
3. Notice on finalizing the list of Shareholders entitled to attend the Meeting: As stipulated in Clause 2, Article 17 of the Charter.
4. Notice of convening the GMS: As stipulated in Clause 3, Article 17 of the Charter.
5. Agenda and content of the GMS:

a) The person responsible for preparing the meeting agenda and content: As stipulated in Clause 2, Article 17 of the Charter.

b) Regulations on shareholder proposals for the meeting agenda: As stipulated in Clauses 4, 5, and 6, Article 17 of the Charter.

6. Authorization for representatives to attend the GMS: As stipulated in Article 15 of the Charter.

7. Registration for attendance: Shareholders must register for attendance as specified in the Notice of invitation to the GMS.

8. Conditions for holding the Meeting: As stipulated in Article 18 of the Charter.

9. Method of passing Resolutions at the GMS: As stipulated in Article 19 of the Charter.

10. Voting procedures: Shareholders shall vote according to the guidelines/regulations specified in the Working Regulations of the GMS.

11. Vote counting procedures: As stipulated in Clause 5, Article 21 of the Charter and the Working Regulations of the GMS.

12. Conditions for Resolution approval: As stipulated in Article 20 of the Charter.

13. Announcement of vote counting results:

a) Preparation and announcement of the Vote counting minutes:

- After vote counting is completed, the Vote counting committee shall prepare the Vote counting minutes.

- The Minutes must include the following key contents:

- Time and place of vote counting;
- Composition of the Vote counting committee;
- Total number of shareholders attending the meeting;
- Total number of shareholders participating in the election/voting;
- Number of valid and invalid ballots and their respective ratios;
- The number of votes in favor, against, and abstentions for each matter approved at the Meeting (for Voting Ballots); and the number of votes cast for each candidate (for Election Ballots);
- Signatures of the members of the Vote counting committee and confirmation from shareholder representatives.

b) The voting results shall be announced immediately at the GMS after the vote counting is completed.

14. Objection to Resolutions of the GMS: As stipulated in Article 23 of the Charter.

15. Preparation of Meeting Minutes: As stipulated in Article 22 of the Charter.

16. Disclosure of Resolutions of the GMS: As stipulated in Article 22 of the Charter and relevant legal regulations on information disclosure.

Article 4. Procedures for passing Resolutions of the GMS by collecting written opinions

1. Cases where written opinion collection is permitted or not permitted: The BOD has the authority to collect shareholders' written opinions to pass Resolutions of the GMS when deemed necessary for the benefit of the Company.

2. Procedures for passing Resolutions by collecting written opinions: As stipulated in Article 21 of the Charter and relevant legal regulations.

Article 5. Procedures for conducting the GMS and passing Resolutions via online meetings or hybrid meetings

1. The Company is permitted to apply modern information technology to allow shareholders to

attend and express their opinions at the GMS via online meetings, electronic voting, or other electronic means in accordance with relevant legal regulations.

2. The Company shall develop Regulations on organizing the GMS via online meetings and electronic voting. These Regulations shall include the following key contents:

a) Notice of convening the online GMS;

b) Registration procedures for attending the online GMS;

c) Authorization for representatives to attend the online GMS;

d) Conditions for holding the meeting;

e) Methods of passing resolutions at the online GMS;

f) Electronic voting procedures;

g) Online vote counting procedures;

h) Announcement of vote counting results;

i) Preparation of meeting minutes;

j) Disclosure of Resolutions of the GMS.

Article 6. Language used in the GMS

1. The official language used in the GMS is Vietnamese.

2. If the Meeting's Chairperson does not appoint an official interpreter for the meeting, foreign shareholders have the right to bring their own interpreter when attending the GMS. However, they must notify the Organizing committee in advance when registering for the meeting to arrange appropriate seating for the interpreter.

CHAPTER III

THE BOARD OF DIRECTORS

Article 7. Roles, rights and obligations of the BOD, responsibilities of BOD's members

As stipulated in Article 26 of the Company's Charter and relevant legal regulations.

Article 8. Nomination, election, appointment, and dismissal of BOD's members

1. Term and number of BOD's members: As stipulated in Clauses 1 and 2, Article 25 of the Charter and relevant legal regulations.

2. Structure, qualifications, and conditions of BOD's members: As stipulated in Clause 3, Article 25, and Clauses 4 and 5, Article 24 of the Charter, as well as relevant legal regulations.

3. Nomination and candidacy for BOD's members: As stipulated in Clauses 2 and 3, Article 24 of the Charter and relevant legal regulations.

4. Election method for BOD's members: As stipulated in Clause 6, Article 24 of the Charter and relevant legal regulations.

5. Cases of dismissal, removal, and replacement of BOD's members: As stipulated in Article 30 of the Charter and relevant legal regulations.

6. Notification of election, dismissal, and removal of BOD's members: As per legal requirements on information disclosure.

7. Method of introducing candidates for BOD's members: As stipulated in Clause 1, Article 24 of the Charter and relevant legal regulations.

8. Election, dismissal, and removal of the Chairperson: As stipulated in Article 28 and Clause 1,

Article 29 of the Charter and relevant legal regulations.

Article 9. Remuneration and benefits of BOD's members

The remuneration and benefits of BOD's members are stipulated in Article 27 of the Charter and relevant legal regulations.

Article 10. Procedures for organizing BOD's Meetings

1. Minimum number of meetings per month/quarter/year: As stipulated in Clause 2, Article 29 of the Charter and relevant legal regulations.
2. Cases requiring extraordinary BOD's meetings: As stipulated in Clauses 3, 4, and 5, Article 29 of the Charter and relevant legal regulations.
3. Notice of BOD's meetings (including time, location, agenda, discussion, and decision-making topics): As stipulated in Clauses 6 and 7, Article 29 of the Charter and relevant legal regulations.
4. Conditions for holding BOD's meetings: As stipulated in Clause 8, 9 Article 29 of the Charter and relevant legal regulations.
5. Voting method: As stipulated in Clauses 10, 11, and 12, 13 Article 29 of the Charter and relevant legal regulations.
6. Resolution approval method of the BOD: As stipulated in Clause 15, Article 29 of the Charter and relevant legal regulations.
7. Authorization for attendance and voting at Board meetings: A member may authorize another person to attend and vote if approved by the majority of the BOD's members.
8. Meeting minutes of the BOD: As stipulated in Article 18 of the Regulations on Organization and Operation of the BOD and relevant legal regulations.
9. Cases where the Chairperson and/or Secretary refuse to sign the meeting minutes: As stipulated in Article 19 of the Regulations on Organization and Operation of the BOD and relevant legal regulations.
10. Announcement of BOD's Resolutions and Decisions: As stipulated in Article 18 of the Regulations on Organization and Operation of the BOD and relevant legal regulations.

Article 11. Audit Committee

1. Rights and obligations of the Audit Committee:

   As stipulated in Article 39 of the Charter and relevant legal regulations.

2. Nomination and candidacy for Audit Committee members:

a) Term, number, qualifications, and structure of the Audit Committee: As stipulated in Article 38 of the Charter and relevant legal regulations.

b) Nomination and candidacy of Audit Committee members: As stipulated in Article 37 of the Charter and relevant legal regulations.

3. Operations of the Audit Committee: As stipulated in Articles 40 and 41 of the Charter and relevant legal regulations.

Article 12. Subcommittees/units under the BOD

As stipulated in Article 31 of the Charter, the Regulations on Organization and Operation of the BOD, and relevant legal regulations.

Article 13. Selection, appointment and dismissal of the person in charge of corporate governance

The The person in charge of corporate governance shall be selected, appointed, and shall operate in compliance with Article 32 of the Charter and relevant legal regulations.

CHAPTER IV

CHIEF EXECUTIVE OFFICER AND OTHER EXECUTIVES

Article 14. Roles, responsibilities, rights and obligations of the Chief Executive Officer (CEO)

As stipulated in Article 35 of the Company's Charter, internal regulations, and relevant legal regulations.

Article 15. Appointment, dismissal, contract signing and termination with the CEO

1. Term, qualifications, and conditions of the CEO**:** As stipulated in Clauses 1 and 2, Article 34 of the Charter and relevant legal regulations.
2. Dismissal of the CEO: As stipulated in Clause 6, Article 34 of the Charter and relevant legal regulations.
3. Appointment and employment contract with the CEO:

   The appointment of the CEO follows Clause 1, Article 34 of the Charter.

   The employment contract with the CEO is in accordance with sub-clause (viii), point a, Clause 2, Article 26 of the Charter, the Labor Regulations, the Company's human resource management policies, and relevant legal regulations.
4. Dismissal and termination of the employment contract with the CEO: As stipulated in sub-clause (viii), point a, Clause 2, Article 26 of the Charter, the Labor Regulations, the Company's human resource management policies, and relevant legal regulations.
5. Notification of appointment, dismissal, contract signing, and termination of the CEO: As per legal requirements on information disclosure.
6. Salary and other benefits of the CEO: As stipulated in Clause 4, Article 34 of the Charter and relevant legal regulations.

CHAPTER V

COORDINATION OF ACTIVITIES

BETWEEN THE BOARD OF DIRECTORS AND THE BOARD OF MANAGEMENT

Article 16. Procedures for convening, notifying meetings, recording minutes, and announcing meeting results between the BOD and the CEO

1. At Board of Directors meetings, the Chairperson of the BOD may invite the Board of Management to attend if deemed necessary. The CEO has the right to attend Board meetings with the Chairperson's approval, may express opinions, but is not allowed to vote.
2. At important Board of Management meetings, the CEO may invite certain BOD's members and members of the Board's subcommittees to attend.
3. When necessary, the Chairperson of the Board and/or the CEO may propose/request the participation of the BOD and/or the Board of Management in meetings that involve both parties.
4. Meeting notifications in cases specified in Clauses 1, 2, and 3 of this Article shall comply with the procedures for convening the Board/Board of Management meetings as stipulated in the Company's Charter and internal regulations.
5. Meeting invitations from the BOD and the Board of Management must specify the time, location,

agenda, and include relevant documents, which must be sent at least 03 working days before the meeting date.

6. Meeting minutes must be distributed to all attendees within 07 working days from the meeting date.

7. All Resolutions and Decisions of the BOD, as well as general governance documents issued by the Board, must be sent to the CEO within 07 days from the conclusion of the meeting.

Article 17. Reporting by the CEO to the BOD on assigned responsibilities, implementation of Resolutions, and other delegated matters

1. The CEO is responsible for reporting to the BOD on the execution of assigned duties and powers, ensuring the following principles:

a) Reports must be accurate, objective, truthful, complete, and timely, reflecting the actual operational situation, business performance, and key matters concerning the Company.

b) Reports must follow standardized templates (if applicable) or comply with specific Board requests.

c) Reports must clearly present all required content, include analysis, assessments, and solution proposals (if applicable), and be accompanied by supporting documents to substantiate key report elements.

d) Reports must be prepared, submitted, and delivered within the timeframe and format required by the BOD.

2. The CEO is accountable to the BOD for the accuracy and content of reports.

3. The BOD has the right to request additional information or clarification on report contents as necessary.

4. The BOD establishes specific reporting requirements, directives, and guidelines for the CEO.

5. The BOD has the authority to review, recommend, and request adjustments to the implementation of Resolutions/Decisions and matters delegated to the CEO, in order to ensure alignment with strategic direction and to achieve the highest efficiency and benefits for the Company.

Article 18. Matters the CEO must report, provide information on and the reporting methodology to the BOD

1. Matters that the CEO must report and provide information on to the BOD: periodic and ad hoc matters for reporting and information provision shall be performed by the CEO in accordance with applicable laws, the Company's Charter, other internal regulations of the Company, and the requirements of the BOD.

2. Methods of notification, reporting, and information provision to the BOD: in accordance with applicable laws, the Company's Charter, other internal regulations of the Company, and the requirements of the BOD.

3. The BOD shall issue regulations and set out specific requirements and directives regarding the CEO's notification, reporting, and information provision to the BOD.

Article 19. Coordination in oversight, management, and supervision between the BOD, Board sub-units, BOD's members, and the Board of Management

1. **General coordination principles:**

- Compliance with laws, the Charter, and internal Company regulations;

- Respect for each unit's authority;

- Effective coordination to prevent overlaps or gaps in management, operation, and supervision;
- The BOD, its affiliated units, BOD members, and the Board of Management (BOM) shall closely coordinate, regularly exchange information, and collaborate in a spirit of cooperation and mutual support, creating favorable conditions to ensure the effective and full exercise of their respective rights and responsibilities in accordance with the Company's internal regulations and applicable laws.

2. The BOD shall create favorable conditions for the Board of Management (BOM) to effectively perform its functions. The BOM shall, in turn, provide the necessary support for BOD affiliated units and BOD members to properly carry out their assigned duties.
3. Upon identifying urgent matters within the authority and responsibility of the BOM, BOD-affiliated units and BOD members may directly communicate via meetings, phone, or email with members of the BOM for timely resolution.
4. The CEO shall be responsible for implementing the Resolutions and Decisions of the BOD; the BOD shall be responsible for supervising and monitoring such implementation.
5. During the implementation of the BOD's Resolutions and Decisions, if the BOM identifies any issues that may be detrimental to the Company, it must promptly report to the Chairman of the BOD for joint resolution.
6. Recommendations and proposals from the BOM/CEO to BOD-affiliated units, BOD members, or the BOD must be received, reviewed, handled, and responded to promptly and adequately by the relevant unit/leader within their scope of authority and functions.

CHAPTER VI

ANNUAL EVALUATION, REWARD, AND DISCIPLINARY ACTIONS FOR BOD'S MEMBERS, BOARD OF MANAGEMENT, AND OTHER EXECUTIVES

Article 20. Performance evaluation of BOD's Members, Board of Management, and other Executives

The Board conducts an annual evaluation of the performance of each BOD's member, the CEO, and other executives based on assigned duties and responsibilities.

Article 21. Rewards

1. The person having the authority to appoint shall also have the authority to consider and grant rewards to the appointee in accordance with labor laws, the Company's Charter, Internal Labor Regulations, other internal regulations of the Company, and the agreements set out in the labor contract.
2. Forms of rewards:

- Certificates of commendation;
- Monetary bonuses;
- Stock options under employee share programs;
- Other forms as determined.

3. Reward funds: sourced from the Company's reward fund or other lawful sources as permitted by law.
4. Reward amounts: determined based on the Company's annual business performance.

Article 22. Disciplinary Actions

1. Based on the annual performance evaluation, disciplinary actions are determined in accordance

with laws and internal Company regulations. BOD's members, the CEO, and other executives failing to fulfill their responsibilities due to negligence, lack of diligence, or inadequate professional competency shall be held accountable for resulting damages.

2. Major disciplinary violations include:

- Severe breaches of obligations and responsibilities;
- Abuse of power or unauthorized decision-making causing Company losses;
- Violations of information disclosure obligations as per securities regulations;
- Other violations as stipulated by law.

3. Disciplinary actions

- Dismissal or removal from position;
- Other measures as per labor laws, the Company's Charter, internal regulations, and employment contracts.

4. In addition, members subject to disciplinary action must return to the Company any benefits they have obtained from acts exceeding their authority and/or from violations of the law. Such disciplined members shall also compensate the Company for any damages caused by acts exceeding their authority and/or by legal violations.

CHAPTER VII

FINAL PROVISIONS

Article 23. Implementation Provisions

1. This Regulation consists of VII Chapters and 23 Articles, approved by the General Shareholders' Meeting and effective from April 17, 2026.

2. Any inconsistency between these Regulations and applicable laws, or any matter not provided for herein, shall be subject to applicable laws. Any inconsistency between these Regulations and any other internal documents of the Company shall be subject to these Regulations.

3. The Board of Directors, the Board of Management, relevant departments and individuals, as well as all shareholders of Saigon – Hanoi Securities JSC, are responsible for implementing this Regulation.

4. Any amendments or supplements to this Regulation shall be decided by the General Shareholders' Meeting.

5. This Regulation is made in one copy and kept at the Company's headquarters.

ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS

DO QUANG VINH