VIETNAM RUBBER GROUP – JOINT STOCK COMPANY	**SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom - Happiness**
	Ho Chi Minh City, June 17, 2026

REGULATION
ON THE OPERATION OF THE BOARD OF DIRECTORS
VIETNAM RUBBER GROUP - JOINT STOCK COMPANY

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law on amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025, and guiding documents for implementation;

Pursuant to the Law on Management and Investment of State Capital in Enterprises No. 68/2025/QH15 dated June 14, 2025;

Pursuant to Law No. 03/2022/QH15 dated January 11, 2022, on amending and supplementing a number of articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax, and the Law on Enforcement of Civil Judgments;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Decree No. 245/2025/NĐ-CP dated September 11, 2025, of the Government amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Organization and Operation of Vietnam Rubber Group - Joint Stock Company;

Pursuant to Resolution No. 135/NQ-ĐHĐCĐCSVN dated June 17, 2026 of the 2026 Annual General Meeting of Shareholders approving the amendment and supplementation of the Operating Regulations of the Board of Directors of Vietnam Rubber Group - Joint Stock Company;

The Operating Regulations of the Board of Directors of Vietnam Rubber Group - Joint Stock Company include the following contents:

Chapter I
GENERAL PROVISIONS

Article 1. Scope of adjustment and subjects of application

1. Scope of adjustment: These Regulations provide for the organizational structure and operation of the Board of Directors of Vietnam Rubber Group - Joint Stock Company (the Group), and define the duties, powers, assignment, decentralization, working procedures, and working relationships of the Board of Directors to perform the functions, duties, and powers of the Board of Directors in accordance with the Law on Enterprises, the Charter of Organization and Operation of the Group (the Group's Charter), and other relevant provisions of the Law.

2. Subjects of application: These Regulations apply to the Board of Directors and members of the Board of Directors.

Article 2. Operating principles of the Board of Directors

1. The Board of Directors works on a collective basis. Members of the Board of Directors are personally responsible for their assigned tasks and jointly responsible before the General Meeting of Shareholders and before the Law for the resolutions, decisions, and documents of the Group's Board of Directors.

2. The Board of Directors assigns the General Director the responsibility of organizing and directing the implementation of the resolutions and decisions of the Board of Directors.

Article 3. Interpretation of terms

The words and terms used in these Regulations shall be understood as defined in the Group's Charter and the Group's Internal Regulations on Corporate Governance.

Chapter II
MEMBERS OF THE BOARD OF DIRECTORS

Article 4. Rights and obligations of members of the Board of Directors

1. The Board of Directors is the management body of the Group, supervising and directing all business activities and affairs of the Group, and has full authority on behalf of the Group to decide and perform the rights and obligations of the Group, except for matters under the authority of the General Meeting of Shareholders.

2. Members of the Board of Directors have the following rights and obligations:

a) Perform their duties honestly and prudently for the best interests of the shareholders and the Group;

b) Attend all meetings of the Board of Directors and provide opinions on issues brought up for discussion;

c) Report promptly and fully to the Board of Directors on remuneration received from subsidiaries, associates, and other organizations;

d) Report to the Board of Directors at the nearest meeting on transactions between the Group, subsidiaries, and other companies over which the Group holds control of 50% or more of the charter capital with members of the Board of Directors and their related persons; transactions between the Group and companies in which a member of the Board of Directors is a founding member or a business manager within the 03 (three) years immediately preceding the transaction date;

e) Perform information disclosure when trading the Group's shares in accordance with the law;

3. The Independent Member of the Board of Directors of the Group must prepare an assessment report on the activities of the Board of Directors.

Article 5. Right of members of the Board of Directors to be provided with information

1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors, and other managers in the Group to provide information and documents regarding the financial situation and business activities of the Group and its member units.

2. Managers are required to provide information and documents promptly, fully, and accurately upon the request of members of the Board of Directors. The sequence and procedures for requesting and providing information shall be stipulated by the Group's Charter.

Article 6. Term and number of members of the Board of Directors

1. The number of members of the Board of Directors shall be decided by the General Meeting of Shareholders, with a minimum of three (03) and a maximum of nine (09) members; the number and structure of the Board of Directors for each term shall be implemented in accordance with the Group Charter. The structure of the Board of Directors must ensure a balance between executive members and non-executive members; at least one-third (1/3) of the total number of members of the Board of Directors must be non-executive members.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. The determination of the number, standards, conditions, and term of office of independent members of the Board of Directors shall be implemented in accordance with the Group Charter and current legal regulations.

3. In case all members of the Board of Directors end their term at the same time, those members shall continue to serve as members of the Board of Directors until new members are elected to replace them and take over the work, unless otherwise provided by the Group Charter.

4. Members of the Board of Directors are not required to be shareholders of the Group.

Article 7. Standards and conditions for members of the Board of Directors

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

a) Have full civil act capacity, and not be among the subjects prohibited from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises and Points a, b, Clause 6, Article 1 of the Law amending and supplementing a number of articles of the Law on Enterprises (Law No. 76/2025/QH15 dated June 17, 2025);

b) Have a university degree or higher, have management and business capabilities, and have practical experience in business administration or in the fields, industries, or trades in which the Group operates;

c) A member of the Group's Board of Directors may only simultaneously serve as a member of the Board of Directors or Board of Members at a maximum of 05 other companies;

d) Members of the Board of Directors must not be family members of the General Director and other managers of the Group; of the Group's managers, or of persons with the authority to appoint managers of the Parent Company;

e) Has never been dismissed from the position of Chairperson of the Members' Council, member of the Members' Council, or Chairperson, Director, Deputy Director, or General Director, Deputy General Director of a State-owned enterprise;

f) Possesses good health, moral character, honesty, integrity, understanding, and awareness of legal compliance.

2. An Independent Member of the Board of Directors is a member of the Board of Directors who meets the conditions prescribed in Clause 2, Article 155 of the Law on Enterprises and meets the following conditions:

a) Is not a person currently working for the Group or its subsidiaries; is not a person who has worked for the Group or its subsidiaries for at least the 03 (three) consecutive years immediately preceding;

b) Is not a person currently receiving salary or remuneration from the Group, except for allowances that members of the Board of Directors are entitled to receive as prescribed;

c) Is not a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological older sibling, biological younger sibling is a major shareholder of the Group, or a manager of the Group or its subsidiaries;

d) Is not a person directly or indirectly owning at least 01% (one percent) of the total voting shares of the Group;

e) Is not a person who has served as a member of the Board of Directors or the Board of Supervisors of the Group for at least the 05 (five) consecutive years immediately preceding, except in cases of being appointed for 02 (two) consecutive terms.

3. The Independent Member of the Board of Directors must notify the Board of Directors if they no longer meet the standards and conditions prescribed in Clause 2 of this Article and shall automatically cease to be an Independent Member of the Board of Directors from the date they no longer meet such standards and conditions. The Board of Directors must announce the case where an Independent Member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement Independent Member of the Board of Directors within 06 (six) months from the date of receiving the notification from the relevant Independent Member of the Board of Directors.

Article 8. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.

- The Chairperson of the Board of Directors is the Legal Representative of the Group.

- The Chairperson of the Board of Directors shall not concurrently hold the position of General Director of the Group.

2. The Chairperson of the Board of Directors has the following rights and obligations:

a) Develop the work programs and plans of the Board of Directors;

b) Prepare or organize the preparation of the program, content, and documents for meetings; convene and chair meetings of the Board of Directors;

c) Organize the approval of resolutions and decisions of the Board of Directors;

d) Organize the monitoring and supervision of the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; have the right to act on behalf of the Board of Directors to suspend decisions of the Group's General Director that are contrary to the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;

e) Chair the General Meeting of Shareholders;

f) Organize the supervision, and directly supervise and evaluate the implementation results of strategic objectives, the Group's operational results, and the management and administration results of the Group's General Director;

g) Sign and issue internal regulations on corporate governance of the Group and operating regulations of the Board of Directors after being approved by the General Meeting of Shareholders;

h) Other rights as prescribed by this Charter, in accordance with the decentralization and authorization of the Board of Directors and applicable laws;

3. In case the Chairperson of the Board of Directors is absent or unable to perform their duties, they shall authorize another member in writing to exercise the rights and obligations of the Chairperson of the Board of Directors. In case no one is authorized, the remaining members shall elect one among them to temporarily act as the Chairperson of the Board of Directors based on the principle that the majority of the remaining members approve, until a new decision is made by the Board of Directors.

4. In case the Chairperson of the Board of Directors resigns or is removed, the Board of Directors must elect a replacement within 10 (ten) days from the date of the decision on removal or the Board of Directors' acceptance of the resignation.

5. The Chairperson of the Board of Directors is responsible for ensuring that the Board of Directors sends the audited annual financial statements and the Group's operational reports… to shareholders at the General Meeting of Shareholders.

6. The Board of Directors shall appoint at least 01 person to perform the duties of the Person in charge of corporate governance to support the Group's governance activities to be conducted effectively. The term of office of the Person in charge of corporate governance shall not exceed five (05) years. The Person in charge of corporate governance must be knowledgeable about the law and shall not concurrently work for an independent auditing firm currently auditing the Group's financial statements. The Board of Directors may remove the Person in charge of corporate governance when necessary, provided it does not violate current labor laws. The Person in charge of corporate governance has the following rights and obligations:

a) Advise the Board of Directors in organizing the General Meeting of Shareholders in accordance with regulations and related tasks between the Group and shareholders;

b) Prepare meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;

c) Advise on meeting procedures;

d) Attend meetings;

e) Advise on procedures for drafting resolutions and decisions of the Board of Directors in accordance with the law;

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

g) Monitor and report to the Board of Directors on the Group's information disclosure activities;

h) Maintain confidentiality of information in accordance with the provisions of the law and this Charter;

i) Act as the contact point with relevant stakeholders;

j) Other rights and obligations as prescribed by law.

Article 9. Dismissal, removal, replacement, and supplementation 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) Does not meet the standards and conditions as prescribed in Article 155 of the Law on Enterprises;

b) Has submitted a resignation letter and it has been accepted;

c) Other cases as prescribed in the Group's Charter.

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

a) Does not participate in the activities of the Board of Directors for 06 (six) consecutive months, except in cases of force majeure;

b) Other cases as prescribed in the Group's Charter.

3. When deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors; or dismiss or remove a member of the Board of Directors in cases other than those specified in Clause 1 and Clause 2 of this Article.

4. The Board of Directors must convene a 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 prescribed in the Group's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 (sixty) days from the date the number of members is reduced by more than one-third;

b) The number of independent members of the Board of Directors decreases, failing to ensure the ratio as stipulated in the Group Charter;

c) Except for the cases specified in Point a and Point 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 10. Procedures for election, dismissal, and removal of members of the Board of Directors

1. A shareholder or a group of shareholders holding 10% or more of the total common shares has the right to nominate persons to the Board of Directors and the Board of Supervisors. The nomination of persons to the Board of Directors and the Board of Supervisors is implemented as follows:

a) Common shareholders forming a group to nominate persons to the Board of Directors must notify the shareholders attending the meeting about the group formation before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors, the shareholder or group of shareholders specified in this Clause is entitled to nominate one or more persons as candidates for the Board of Directors as decided by the General Meeting of Shareholders. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors.

2. In case the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize the nomination according to the mechanism stipulated by the Group in the Internal Regulations on Corporate Governance. The introduction of additional candidates by the Board of Directors 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 voting for members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of voting rights corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and shareholders have the right to aggregate all or part of their total voting rights for one or several candidates. The elected members of the Board of Directors are determined by the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members prescribed in the Group's Charter is reached. In case there are 02 (two) or more candidates receiving the same number of votes for the last member of the Board of Directors, a re-election shall be conducted among the candidates with the same number of votes, or selection shall be made based on the criteria of the election regulations or the Group's Charter.

4. The election, dismissal, and removal of members of the Board of Directors shall be decided by the General Meeting of Shareholders based on the principle of voting.

Article 11. Notification of election, dismissal, and removal of members of the Board of Directors

1. In case candidates for the Board of Directors have been identified, the Group must disclose information related to the candidates at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the Group'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 disclosed personal information and must commit to performing their duties honestly, carefully, and in the best interest of the Group if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

a) Full name, date, month, and year of birth;

b) Professional qualifications;

c) Work history;

d) Other management positions (including positions on the Board of Directors of other companies);

e) Interests related to the Group and the Group's related parties;

f) Other information (if any) as prescribed in the Group's Charter.

g) The Group shall be responsible for disclosing information regarding the companies where the candidate currently holds the position of member of the Board of Directors, other management titles, and any interests related to the Group held by the candidate for the Board of Directors (if any).

2. The announcement of the results of the election, dismissal, or removal of members of the Board of Directors must be disclosed in accordance with the provisions of the Law.

Chapter III
BOARD OF DIRECTORS

Article 12. Rights and Obligations of the Board of Directors

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

2. The rights and obligations of the Board of Directors are stipulated in Article 27 of the Group Charter.

3. The Board of Directors shall pass resolutions and decisions by voting at meetings, collecting written opinions, or other forms as stipulated by the Group Charter. Each member of the Board of Directors has one vote.

4. In case a resolution passed by the Board of Directors is contrary to the provisions of the Law or the Group Charter, causing damage to the Group, the members who voted in favor of passing that resolution shall be jointly and severally personally liable for that resolution and must compensate the Group for the damage; members who opposed the passing of the aforementioned resolution shall be exempted from liability. In this case, shareholders of the Group have the right to request the Court to suspend the implementation or cancel the aforementioned resolution or decision.

Article 13. Adoption of Resolutions and Decisions of the Board of Directors

1. Resolutions and decisions of the Board of Directors are mandatory for the entire Group to implement. Resolutions, decisions of the Board of Directors, and documents of the Board of Directors shall be numbered and archived in accordance with current administrative management regulations. In the event that the opinion of the General Director differs from the resolution or decision of the Board of Directors, the General Director has the right to reserve their opinion and petition the General Meeting of Shareholders and competent authorities for resolution; during the time pending a decision from the competent authority, the General Director must still comply with the resolution or decision of the Board of Directors.

2. Voting rights of members of the Board of Directors at meetings

a) Except as provided at point b, clause 2 of this Article, each member of the Board of Directors or their authorized representative directly present in person at a meeting of the Board of Directors has 01 (one) vote;

b) Members of the Board of Directors may not vote on contracts, transactions, or proposals in which they or their related persons have an interest that conflicts or may conflict with the interests of the Group. Members of the Board of Directors shall not be counted in the minimum quorum of members required to hold a meeting of the Board of Directors regarding decisions on which they do not have the right to vote;

c) When an issue arises at a meeting related to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily waive their voting right, the ruling of the Chairperson shall be final, unless the nature or scope of the relevant interest of the member of the Board of Directors has not been fully disclosed;

d) A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Group and knows that they have an interest therein is responsible for disclosing this interest at the first meeting of the Board of Directors discussing the signing of such contract or transaction. In the event that a member of the Board of Directors does not know that they and their related persons have an interest at the time the contract or transaction is signed with the Group, this member of the Board of

Directors must disclose the relevant interests at the first meeting of the Board of Directors held after the member becomes aware that they have an interest or will have an interest in the aforementioned transaction or contract.

3. Adoption of resolutions and decisions of the Board of Directors:

The form of adopting resolutions and decisions of the Board of Directors shall be one of two ways: voting at a meeting or soliciting written opinions in cases where a meeting cannot be held.

a) A resolution or decision of the Board of Directors is adopted if it is approved by a majority of the members of the Board of Directors (over 50%) with the right to participate in voting who are present at the meeting, including written votes and proxy votes. In the event of a tie, the final decision shall belong to the side with the opinion of the Chairperson of the Board of Directors or the member of the Board of Directors authorized by the Chairperson of the Board of Directors to chair the meeting (in the event the Chairperson of the Board of Directors is absent);

b) Members not directly present at the meeting have the right to vote via written ballot. The voting ballot must be placed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than 01 (one) hour before the opening of the meeting. The voting ballot shall only be opened in the presence of all attendees. A valid written voting ballot has the same value as the vote of those directly present at the meeting;

c) Resolutions and decisions adopted during an online meeting organized and conducted in accordance with the provisions of clause 8, Article 16 of these Regulations must be reaffirmed regarding the contents adopted by the signatures in the meeting minutes of all members of the Board of Directors attending this meeting;

d) A resolution or decision adopted via written opinion solicitation is based on the approval of a majority of the members of the Board of Directors with the right to vote. This resolution has the same effect and validity as a resolution adopted at a meeting.

4. Validity of resolutions and decisions of the Board of Directors:

Resolutions and decisions of the Board of Directors take effect from the date of adoption or from the effective date clearly stated in such resolution or decision.

5. Decisions and directives of the Board of Directors must be adopted at a meeting of the Board of Directors or by soliciting written opinions:

a) Contents that must be adopted at the General Meeting of Shareholders as decided by the Group's Charter.

b) Contents regarding plans, investment, and business:

- Approve the strategy, medium-term development plan, and annual business plan of the Group and the Parent Company - Group to submit to the Capital Owner;

- Determine the operating objectives of the Group based on the strategic objectives approved by the General Meeting of Shareholders;

- Resolve complaints of the Group against business executives as well as decide on the selection of the Group's representative to resolve issues related to legal procedures against such executives;

- Decide on the repurchase of shares in accordance with the provisions of the Group's Charter;

- Decide on investment plans and projects, and approve the finalization of investment projects within the authority of the Board of Directors and within the limits prescribed by law;

- Approve the policy for investment affiliation and investment cooperation between the Group or its member units and other units; important solutions for market development, marketing, and technology;

- Approve investments not included in the business plan and budget that exceed 10% (ten percent) of the value of the annual business plan and budget;

- Approve or agree on the maximum investment cost for new planting and maintenance of Capital Construction rubber plantations;

- Approve or agree on the annual plans of member units based on the general plan of the Group;

- Approve the annual regular procurement plan of the Parent Company - Group.

c) Contents regarding the liquidation of rubber plantations and handover of land to local authorities:

- Policy and annual rubber liquidation plan for replanting - replanting of the Group;

- Policy and decision on the liquidation of rubber plantations (Capital Construction, exploitation) due to causes such as natural disasters (drought, rain, wind, storms, fire); or poor efficiency;

- Agree on the policy for land recovery according to the Notice/Decision of the competent People's Committee; policy for voluntary return of land to local authorities; policy for handover of land to local authorities in accordance with land law regulations;

- Agree on the policy for liquidation of rubber trees and liquidation of fixed assets in accordance with regulations.

d) Contents regarding restructuring and arranging the scale of units:

- Policy on implementing restructuring, divestment, capital contribution to member units, subsidiaries, other units, and share repurchases;

- Policy on adjusting the charter capital structure at the Parent Company - Group and member units;

- Policy on arranging the organizational structure and operating model at member units where the Group participates in capital contribution and maintains control.

e) Contents regarding finance:

- Approve purchase, sale, loan, lending, and other contracts; decide on loan guarantees and lending to member companies of the Group in accordance with the law and the Group's Charter; in the case of contracts or transactions with related parties, comply with the provisions of Article 39 of the Group's Charter;

- Decide on asset disposal plans in accordance with the law and the Group's Charter;

- Approve financial statements of member units that are 100% owned by the Group in accordance with regulations;

- Review and approve the policy on handling outstanding debts and bad debts;

- Decide on the approval of the capital advance plan of the Parent Company - Group for investment in other enterprises when the capital construction plan has not been approved;

- Borrowing by the Parent Company - Group; Approval of purchase, sale, loan, lending, and other contracts under the authority of the Board of Directors; approval of the Group's compensation; implementation of mortgages and loan guarantees for member units (in specific cases);

- Approve financial matters during corporate restructuring, such as divestment and equitization at the Parent Company - Group and its member units;

- Mechanism for using financial resources for asset investment at the Parent Company - Group;

- Propose annual dividend rates; decide on the timeline and procedures for dividend payment.

f) Organizational matters:

- Elect, dismiss, or remove the Chairperson of the Board of Directors; appoint, dismiss, sign contracts with, terminate contracts with, and decide on the salary levels for the General Director, Deputy General Directors, Chief Accountant, and other managers of the Group;

- Approve for the General Director to decide on the appointment, re-appointment, resignation, dismissal, transfer, rotation, commendation, discipline, termination of employment, and retirement of Heads of Departments, Chief of Office, and Heads of units dependent on the Group;

- Report to the General Meeting of Shareholders regarding the Board of Directors' appointment of the Group's General Director;

- Appoint the Group's capital contribution representative and appoint authorized representatives to participate in the Board of Directors/Board of Members, Board of

Supervisors/Supervisors at other enterprises; decide on the salary, benefits, and obligations of such persons;

- Decide on the organizational structure of the Group; decide on the establishment of subsidiaries, branches, and representative offices of the Group, and the contribution of capital or purchase of shares in other enterprises;

- Documents regulating labor staffing, salary scale construction, and salary payment for Vietnamese managers and employees at rubber companies in Cambodia and Laos under the authority of the Board of Directors;

- Organize internal audit activities and decide on the establishment of the Group's internal audit unit (if any);

- Decide on the approval of the official seal, type, quantity, form, and content of the Group's seal.

g) Directorial and other policy matters:

- Direct the use of investment capital by the Group's member units;

- Policy direction on enhancing land use efficiency and rubber plantation productivity, and other matters within the authority and responsibility of the Board of Directors;

- Approve technical processing procedures, techno-economic norms, product quality standards; and other production processes of the Group;

- Approve the results of performance evaluation and enterprise classification, and evaluate the annual performance results of the Group's capital representatives and enterprise managers at member units of the Vietnam Rubber Group;

- Policy on the sale or liquidation of assets that have not been fully depreciated, and the reorganization or bankruptcy of companies;

- Policy on intensive tapping of rubber plantations that have not yet completed their business exploitation cycle;

- Policy on the sale of latex exploitation rights on intensively tapped plantations at member units.

h) governance within the Group under the authority of the Board of Directors; decide on the issuance of the Group's Information Disclosure Regulation in accordance with the Group's Charter.

6. Recurring matters decided by the Chairperson of the Board of Directors or full-time members of the Board of Directors in accordance with the Group's internal management regulations, processes, and provisions, including:

- Decisions on supplementing business lines for member units;

- Decisions or agreements for officials (under the management authority of the Board of Directors) to go on business trips or travel abroad;

- Decisions or agreements on selecting independent audit firms to audit the financial statements of member units;

- Decisions on approving estimates and contractor selection plans for projects already approved by the Board of Directors;

- Decisions on approving internal inspection and audit plans of the Vietnam Rubber Group;

- Agree on contents as prescribed for the Group's capital representatives to vote at the annual/extraordinary General Meeting of Shareholders of the unit;

- Decisions on establishing Councils, Steering Committees, and organizations under the authority of the Board of Directors;

- Decisions or documents on mobilizing management funds and other funds for the Group from member units;

- Reports submitted to the Government and regulatory agencies regarding the Group's production and business situation, or official dispatches requesting mechanisms or resolution of matters within the authority and responsibility of the Board of Directors;

- Direct the implementation of conclusions from State regulatory agencies to ensure that all activities of the entire Group strictly comply with the provisions of the law;

- Issue documents to implement legal policies, direct the management and use of state capital and assets at enterprises, and restructure enterprises under the authority and responsibility of the Board of Directors;

- Documents directing the Board of Management and other managers in the Group's production and business activities;

- Decisions and directives signed and issued by the Chairperson of the Board of Directors or full-time members of the Board of Directors must be summarized and reported back at the next Board of Directors meeting; members of the Board of Directors have the right to provide opinions if they deem them inappropriate.

When performing their functions and duties, the Board of Directors shall strictly comply with the provisions of the Group's Charter, the Law on Enterprises, and relevant legal regulations. Members of the Board of Directors are jointly responsible to the Owner and before the law for decisions of the Board of Directors that cause damage to the Group and the owner; members who oppose the approval of the aforementioned decision shall be exempted from liability.

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

1. The Board of Directors approves contracts and transactions valued at less than 35% (thirty-five percent) of the total enterprise asset value recorded in the most recent financial statements between the Group and one of the following entities:

a) Shareholders, authorized representatives of shareholders owning over ten percent (10%) of the total common shares of the Group, and their related persons;

b) Members of the Board of Directors, the General Director, and their related persons;

c) Enterprises where members of the Board of Directors, Supervisors, Directors or General Directors, and other managers of the company must make declarations in accordance with Clause 2, Article 164 of the Law on Enterprises.

2. The Group's representative signing the contract or transaction must notify the members of the Board of Directors and members of the Board of Supervisors of the related parties involved in such contract or transaction and attach the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 (fifteen) days from the date of receiving the notice, unless the Group's Charter provides for a different time limit; members of the Board of Directors who have interests related to the parties in the contract or transaction shall not have the right to vote.

Article 15. 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 interests of the Group;

b) Audited quarterly, six (06)-month, or annual financial statements reflect that the owner's equity has lost half (1/2) compared to the beginning of the period;

c) The number of members of the Board of Directors, independent members of the Board of Directors, or Supervisors is less than the number of members prescribed by law, or the number of members of the Board of Directors has decreased by more than one-third (1/3) compared to the number of members prescribed in this Charter;

d) At the request of shareholders or a group of shareholders as prescribed in Clause 3, Article 13 of the Group's Charter.

The request to convene a General Meeting of Shareholders must clearly state the reason and purpose of the meeting, and have sufficient signatures of the related shareholders, or the request document may be made in multiple copies, in which each copy must have the signature of at least one related shareholder;

e) The Board of Supervisors requests to convene a meeting in writing if the Board of Supervisors finds that members of the Board of Directors or managers have seriously violated their duties and responsibilities under Article 165 of the Law on Enterprises, or the Board of Directors is acting or intends to act beyond its authority;

f) Other cases as prescribed by law and the Group's Charter.

2. Convening an extraordinary General Meeting of Shareholders:

The Board of Directors must convene a General Meeting of Shareholders within 30 (thirty) 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 Board of Supervisors is less than the minimum number of members prescribed in the Group's Charter or upon receiving the request prescribed in Point c and Point d, 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 eligible to attend the meeting;

b) Provide information and resolve complaints related to the list of shareholders;

c) Prepare the agenda and contents of the meeting;

d) Prepare documents for the meeting;

e) Draft the resolution of the General Meeting of Shareholders according to the expected contents of the meeting; provide a list and detailed information of candidates in case of electing members of the Board of Directors or members of the Board of Supervisors;

f) Determine the time and location of the meeting;

g) Send meeting invitations to each shareholder eligible to attend the meeting in accordance with the Law on Enterprises.

h) Other tasks serving the meeting.

Article 16. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to be in charge of development policy, human resources, remuneration, internal audit, and risk management. The number of members of a subcommittee shall be decided by the Board of Directors, with a minimum of 03 (three) people, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should constitute the majority in the subcommittee, and one of these members shall be appointed as the Head of the Subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. A resolution of the subcommittee shall only be effective when the majority of members attend and vote to approve it at the subcommittee meeting.

2. The implementation of resolutions and decisions of the Board of Directors, or of subcommittees under the Board of Directors, must be in accordance with current applicable laws and the provisions of the Group's Charter and the Group's Internal Regulations on Corporate Governance.

Chapter IV
BOARD OF DIRECTORS MEETING

Article 17. Board of Directors Meetings

1. The first meeting of the Board of Directors to elect the Chairperson of the Board of Directors and make other decisions must be held within 07 (seven) working days from the date of completion of the election of that Board of Directors. The member with the highest number of votes or the highest percentage of votes shall convene and chair the first meeting of the Board of Directors. In case there is more than one member with the highest and equal number of votes or percentage of votes, the members shall elect 01 (one) person among them by majority rule to convene the meeting of the Board of Directors.

2. The Board of Directors must meet at least 01 (one) time per quarter and may hold extraordinary meetings. The Board of Directors meeting shall be conducted at the Group's headquarters or at another location in Vietnam as decided by the Chairperson of the Board of Directors and agreed upon by the Board of Directors.

3. The Chairperson of the Board of Directors must convene periodic and extraordinary meetings of the Board of Directors, and prepare the agenda, time, and location of the meeting at least 05 (five) working days before the meeting date. The Chairperson may convene a meeting when deemed necessary, but must meet at least 01 (one) time per quarter.

4. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors, and shall not delay without justifiable reasons, when one of the following subjects requests in writing, clearly stating the purpose of the meeting and the issues to be discussed:

a) The Board of Supervisors;

b) The General Director or at least 05 (five) other managers;

c) Independent member of the Board of Directors;

d) At least 02 (two) executive members of the Board of Directors;

e) Other cases as stipulated by the Group's Charter.

5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within 07 (seven) working days from the date of receiving the request specified in Clause 4 of this Article. In case the Chairperson does not convene the meeting of the Board of Directors as requested, the Chairperson shall be responsible for any damages incurred to the Group; the requester has the right to replace the Board of Directors in convening the meeting of the Board of Directors.

6. The notice of the Board of Directors meeting must be sent to members of the Board of Directors and Supervisors at least 05 (five) working days before the meeting date. A member of the Board of Directors may decline the meeting notice in writing; this refusal may be changed or canceled in writing by that member of the Board of Directors. The notice of the Board of Directors meeting must be made in writing in Vietnamese and must fully notify the time, location, agenda, content of issues to be discussed, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting, and the member's voting ballot.

The meeting notice shall be sent by mail, fax, email, or other means, but must ensure it reaches the contact address of each member of the Board of Directors and Supervisor registered at the Group.

7. The Chairperson of the Board of Directors or the convener shall send the meeting notice and accompanying documents to the Supervisors in the same manner as to the members of the Board of Directors.

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

8. A meeting of the Board of Directors shall be conducted when three-quarters (3/4) of the total number of members of the Board of Directors are present in person or through a representative (authorized person) if approved by the majority of the members of the Board of Directors.

In case the meeting convened according to this Clause does not have enough members to attend as prescribed, it shall be convened for the second time within 07 (seven) days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend.

9. The meeting of the Board of Directors may be organized in the form of an online conference between members of the Board of Directors when all or some members are in different locations, provided that each member participating in the meeting can:

a) Hear each other member of the Board of Directors participating in the meeting speak;

b) Speak to all other participating members simultaneously. Discussion between members can be carried out directly via telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting is considered "present" at that meeting. The location of the meeting organized according to this provision is the location where the majority of the members of the Board of Directors are present, or the location where the Chairperson of the meeting is present.

Resolutions and decisions passed in an online meeting organized and conducted properly shall be effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the meeting minutes of all members of the Board of Directors participating in this meeting.

10. A member of the Board of Directors may send a voting ballot to the meeting via mail, fax, or email. In case of sending the voting ballot to the meeting via mail, the voting ballot must be in a sealed envelope and must be delivered to the Chairperson of the Board of Directors no later than 01 (one) hour before the opening. The voting ballot shall only be opened in the presence of all meeting attendees.

11. Voting:

a) Except as provided in Point b, Clause 11 of this Article, each member of the Board of Directors or authorized person present in person at the Board of Directors meeting has 01 (one) vote;

b) A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which that member or a person related to that member has an interest, and such interest conflicts or may conflict with the interests of the Group. A member of the Board of Directors shall not be counted in the minimum quorum of members present to hold a Board of Directors meeting regarding decisions for which that member does not have the right to vote;

c) When an issue arises at the meeting related to the interest or voting right of a member of the Board of Directors and that member does not voluntarily waive their voting right, the ruling of the Chairperson shall be final, except in cases where the nature or scope of the interest of the related member of the Board of Directors has not been fully disclosed;

12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Group and knows that they have an interest therein has the responsibility to disclose this interest at the first meeting of the Board of Directors discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that they and their related persons have an interest at the time the contract or transaction is signed with the Group, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member becomes aware that they have an interest or will have an interest in the aforementioned transaction or contract.

13. The Board of Directors passes decisions and issues resolutions based on the approval of the majority of the members of the Board of Directors attending the meeting. In case the number of affirmative and opposing votes is equal, the vote of the Chairperson of the Board of Directors shall be the deciding vote.

14. A resolution in the form of written opinion solicitation is passed based on the approval of the majority of the members of the Board of Directors with voting rights. This resolution has the same effect and validity as a resolution passed at a meeting.

15. The Chairperson of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes shall be authentic evidence of the work conducted in the meeting unless there is an objection to the content of the minutes within 10 (ten) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must be signed by the Chairperson and the minute-taker.

16. In case there is a request from an independent audit firm performing the audit of the Group's financial statements, the Chairperson of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Group's situation.

Article 18. Minutes of the Board of Directors Meeting

1. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, including the following key contents:

a) Name, address of the head office, enterprise identification number;

b) Time and location of the meeting;

c) Purpose, agenda, and content of the meeting;

d) Full names of each member attending the meeting or the authorized representative, and the method of attendance; full names of members not attending and the reasons;

đ) Issues discussed and voted upon at the meeting;

e) Summary of opinions of each member attending the meeting in the order of the meeting's proceedings;

g) Voting results, clearly stating members who voted in favor, against, and those who abstained;

h) Issues passed and the corresponding voting ratio;

i) Full name and signature of the chairperson and the minutes taker, except in cases specified in Clause 2 of this Article.

2. In cases where the chairperson or the minutes taker refuses to sign the meeting minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and contain full content as prescribed in Points a, b, c, d, đ, e, g, and h of Clause 1 of this Article.

3. The chairperson, the minutes taker, and those who sign the minutes shall be responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes.

4. The minutes of the Board of Directors' meetings and documents used in the meetings must be kept at the Group's headquarters.

5. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy in content between the Vietnamese and foreign language versions, the content in the Vietnamese version shall prevail.

Article 19. Authority and procedures for collecting opinions of Board of Directors members in writing

1. The Chairperson of the Board of Directors shall decide on soliciting written opinions from members of the Board of Directors instead of convening a meeting to pass issues under the authority of the Board of Directors.

2. At the request of the Chairperson of the Board of Directors, the Secretary of the Board of Directors shall prepare the opinion ballot and necessary documents related to the content for which opinions are sought. The opinion ballot and accompanying documents must be delivered by hand, via email, or by a secure method to the contact address of each member of the Board of Directors.

3. The opinion ballot must contain the following primary contents:

- Full name and contact address of the member of the Board of Directors.

- Purpose of soliciting opinions.

- Issue requiring an opinion.

- Voting options, including: in favor, against, and abstention.

- Deadline for returning the completed opinion ballot.

- Full name, signature of the Chairperson of the Board of Directors, and the seal of the Group.

4. Members of the Board of Directors must select and may only select one voting option on the opinion ballot.

5. The completed opinion ballot must bear the signature of the member of the Board of Directors and be sent to the Secretary of the Board of Directors within the deadline specified on the ballot; if the deadline passes without the ballot being returned, it shall be considered a vote in favor. In case it is impossible to return the ballot in time, the member of the Board of Directors may provide their opinion in advance via email or text message sent to the Secretary of the Board of Directors.

6. The Secretary of the Board of Directors shall count the votes and prepare a Vote Counting Minutes under the supervision of at least 01 (one) member of the Board of Directors or 01 (one) Supervisor. The Vote Counting Minutes must contain the following primary contents:

- Purpose and issues for which opinions were sought.

- Total number of ballots sent, total number of ballots received, number of valid votes, and number of invalid votes. The minutes must include an appendix listing the members of the Board of Directors who participated in the voting.

- Total number of votes in favor, against, and abstentions for each issue for which an opinion was sought.

- Full names and signatures of the person in charge of counting votes and the supervisor.

7. The Secretary of the Board of Directors who participates in soliciting written opinions from members of the Board of Directors and the vote counting supervisor shall be jointly responsible for the truthfulness and accuracy of the Vote Counting Minutes; and jointly responsible for damages arising from decisions passed due to dishonest or inaccurate vote counting.

8. The Vote Counting Minutes, along with the resolution or decision of the

Board of Directors passed based on the vote counting results, must be sent to members of the Board of Directors within 15 (fifteen) days from the date the vote counting concludes.

The completed opinion ballots, the Vote Counting Minutes, the full text of the passed resolution or decision, and related documents sent with the opinion ballot must all be kept by the Secretary of the Board of Directors at the Group's head office.

Chapter V
REPORTING AND PUBLICATION OF BENEFITS

Article 20. Annual report submission

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 Group's business results;

b) The Group's financial statements audited by an independent auditor;

c) Report evaluating the management and administration of the Group by the General Director;

d) Appraisal report of the Board of Supervisors.

2. The reports stipulated in Points a, b, and c of Clause 1 of this Article must be sent to the Board of Supervisors for appraisal at least 20 (twenty) days before the opening date of the annual General Meeting of Shareholders, unless the Group's Charter provides otherwise.

3. The reports stipulated in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervisors, and the audit report must be kept at the Group's head office at least 10 (ten) days before the opening date of the annual General Meeting of Shareholders, unless the Group's Charter stipulates a longer period. Shareholders who have continuously held shares of the Group for at least 01 (one) year have the right to personally or together with a lawyer, accountant, or auditor holding a practicing certificate, directly review the reports stipulated in this Article.

Article 21. Remuneration, bonuses, and other benefits of members of the Board of Directors

1. The Group has the right to pay remuneration to Managers based on business results and performance.

2. Remuneration, salaries, and other benefits of members of the Board of Directors and the General Director shall be paid according to the following regulations:

a) Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the month in which the member of the Board of Directors completes their duties. The Board of Directors shall estimate the remuneration level for each member based on the principle of consensus. The total remuneration and bonus for members of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting based on the proposal of the Board of Directors.

b) Members of the Board of Directors have the right to be reimbursed for expenses for food, accommodation, travel, and other reasonable expenses they incur while performing assigned duties;

c) The General Director is paid a salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors;

3. Remuneration of members of the Board of Directors, salaries of full-time members of the Board of Directors, and salaries of the General Director and other managers shall be included in the Group's business expenses in accordance with the law on corporate income tax, presented as a separate item in the Group's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Members of the Board of Directors may be covered by liability insurance purchased by the Group after approval by the General Meeting of Shareholders. This insurance does not include insurance for liabilities of members of the Board of Directors related to violations of the law and the Group's Charter.

Article 22. Disclosure of related interests

In case the Group's Charter does not have stricter regulations, the disclosure of interests and related persons of the Group shall be implemented according to the following regulations:

1. Members of the Group's Board of Directors must declare to the Group their related interests, including:

a) Name, enterprise identification number, head office address, and business lines of the enterprise in which they own capital contributions or shares; the ratio and time of owning such capital contributions or shares;

b) Name, enterprise identification number, head office address, and business lines of the enterprise in which their related persons jointly or separately own capital contributions or shares exceeding 10% of the charter capital.

2. The declaration stipulated in Clause 1 of this Article must be made within 07 (seven) working days from the date the related interest arises; any amendments or supplements must be notified to the Group within 07 (seven) working days from the date of the corresponding amendment or supplement.

3. Members of the Board of Directors who, in their own name or on behalf of others, perform work in any form within the scope of the Group's business must explain the nature and content of that work to the Board of Directors and may only perform it when approved by the majority of the remaining members of the Board of Directors; if they perform it without declaring or without the approval of the

Board of Directors, all income derived from such activities shall belong to the Group.

Chapter VI
WORKING RELATIONSHIP AND WORKING CONDITIONS OF THE BOARD OF DIRECTORS

Article 23. Relationship with the Board of Management

1. The relationship between members of the Board of Directors is a cooperative relationship; members of the Board of Directors are responsible for informing each other about relevant issues during the process of handling assigned tasks.

2. During the process of handling tasks, the member of the Board of Directors assigned as the primary person responsible must proactively coordinate the handling if there are issues related to areas under the charge of other members of the Board of Directors. In cases where there are differing opinions among members of the Board of Directors, the member primarily responsible shall report to the Chairperson of the Board of Directors for consideration and decision within their authority, or organize a meeting or solicit opinions from members of the Board of Directors in accordance with the law, the Group's Charter, and these Regulations.

3. In the event of a reassignment of duties among members of the Board of Directors, the members of the Board of Directors must hand over relevant work, records, and documents. This handover must be documented in writing and reported to the Chairperson of the Board of Directors.

Article 24. Relationship with the Board of Management

In its governance role, the Board of Directors issues resolutions for the General Director and the executive apparatus to implement. Simultaneously, the Board of Directors inspects and supervises the implementation of these resolutions.

Article 25. Relationship with the Board of Supervisors or Audit Committee

1. The relationship between the Board of Directors and the Board of Supervisors is one of coordination. The working relationship between the Board of Directors and the Board of Supervisors is based on the principles of equality and independence. The Board of Directors is responsible for cooperating closely and creating all favorable conditions for the Controllers in the process of performing their duties and powers.

2. Upon receiving inspection minutes or summary reports from the Board of Supervisors, the Board of Directors is responsible for studying and directing, as well as supervising the timely rectification and handling of violations in accordance with the Board of Supervisors's recommendations.

Article 26. Assisting apparatus of the Board of Directors

1. Person in charge of the Group's corporate governance:

The Board of Directors shall appoint at least 01 (one) person to perform the duties of the Person in charge of corporate governance to support the effective conduct of the Group's governance activities. The term of office of the Person in charge of corporate governance shall not exceed 05 (five) years. The standards, conditions, rights, and obligations of the Person in charge of corporate governance are stipulated in Clause 6, Article 28 of the Group Charter.

2. Governance and General Advisory Board:

The Governance and General Advisory Board is established by decision of the Board of Directors; in which the Person in charge of the Group's corporate governance serves as the Head of the Board. The Head of the Governance and General Advisory Board shall perform or may assign 01 (one) member of the Board to perform the duties of the Secretary of the Board of Directors. The functions, tasks, powers, and organizational structure of the Governance and General Advisory Board are stipulated in the decision of the Board of Directors.

3. Secretary of the Board of Directors:

The functions and tasks of the Secretary of the Board of Directors are stipulated as follows:

a) Assist the Chairman of the Board of Directors. Act as a bridge between the Chairman of the Board of Directors and members of the Board of Directors, the General Director, Controllers, Chief Accountant, Heads of professional departments, Heads of member units, other managers, agencies inside and outside the Group, etc.

b) Notify the Group Office to prepare the venue, facilities, and equipment for meetings of the Board of Directors;

c) Prepare ballots and necessary documents related to the content for seeking opinions from members of the Board of Directors;

d) Record meeting minutes, participate in vote counting, and prepare minutes of vote counting for seeking opinions from members of the Board of Directors;

e) Receive, draft, submit for signature, and circulate relevant documents of the Board of Directors;

f) Transfer files and documents of the Board of Directors to the Group's Archives department for storage;

g) Schedule weekly work for the Chairman of the Board of Directors and members of the Board of Directors to arrange coordination with relevant departments;

h) Participate in business trips with the Chairman of the Board of Directors or members of the Board of Directors if requested;

i) Perform other tasks assigned by the Board of Directors or the Head of the Governance and General Advisory Board.

4. Sub-committees under the Board of Directors

a) The establishment, organization, membership, authority, operating principles, and evaluation of performance results of the Sub-committees under the Board of Directors are carried out in accordance with Article 15 of these Regulations, Article 20 of the Group's Internal Regulations on Corporate Governance, and the decision of the Board of Directors regarding their establishment.

b) The Board of Directors is responsible for evaluating the performance of subcommittees and their members to consider the fulfillment of tasks according to the set requirements.

5. In addition to the assisting apparatus mentioned in Clauses 1, 2, 3, and 4 of this Article, the Board of Directors may have assistants, specialists, utilize the executive apparatus, the Group's assisting apparatus, or use professional consulting services (if necessary) to exercise the rights and duties of the Board of Directors.

Chapter VII
IMPLEMENTATION PROVISIONS

Article 27. Amendment and supplementation of Regulations

1. Any amendment or supplementation to the Regulation on Operation of the Board of Directors shall be decided by the General Meeting of Shareholders of Vietnam Rubber Group - Joint Stock Company in accordance with the Charter of the Group and the provisions of law.

2. Any legal provisions relating to the organization and operation of the Board of Directors which are not provided for in this Regulation, or any newly issued legal provisions that differ from the specific contents of this Regulation, shall automatically apply immediately upon taking effect and be implemented in accordance with the applicable laws.

Article 28. Effectiveness

1. Vietnam Rubber Group – Joint Stock Company serve as the legal basis for the organization and operation of the Board of Directors, members of the Board of Directors, the Person in charge of corporate governance, and the Group's Governance and General Advisory Board.

2. These Operating Regulations of the Board of Directors of Vietnam Rubber Group – Joint Stock Company, after being amended and supplemented, consist of 07 Chapters and 28 Articles, which were unanimously approved by the 2026 Annual General Meeting of Shareholders on June 17, 2026 and shall take effect from the date of signing.

3. The Operating Regulations of the Board of Directors approved by the General Meeting of Shareholders on November 05, 2025, shall expire on the effective date of these amended and supplemented Operating Regulations of the

Board of Directors.

4. The Board of Directors, the Board of Supervisors, the Board of General Directors, Heads of the Group's professional departments, leaders of member units, and relevant organizations and individuals are responsible for implementing these Regulations./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN