HANOI BEER ALCOHOL AND BEVERAGE JOINT STOCK CORPORATION
HANOI – THANH HOA BEER JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

DRAFT

THE OPERATION REGULATIONS OF THE BOARD OF DIRECTORS

Pursuant to:

- Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025 and its guiding documents;

- Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and its guiding documents;

- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government providing detailed regulations on the implementation of certain articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated September 11, 2025, and other amending, supplementing, and guiding documents.

- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government providing detailed regulations on the implementation of certain articles of the Law on Securities.- Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;

- Resolution of the General Meeting of Shareholders No. ……………………… dated September 11, 2026

The Board of Directors issues the The Operation Regulations of the Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company.
The operating regulations of the Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company include the following contents:

Chapter I
GENERAL REGULATIONS

Article 1. Scope of Regulation and Scope of Application
1. Scope of application: 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 Law on Enterprises, the company's charter, and other relevant legal provisions.

2. Scope of Application: This regulation applies to the Board of Directors and its members.

Article 2. Principles of operation of the Board of Directors

1. The Board of Directors operates on the principle of collective decision-making. Members of the Board of Directors are individually responsible for their assigned tasks and are jointly accountable to the General Meeting of Shareholders and to the law for the resolutions and decisions of the Board of Directors concerning the Company's development.
2. The Board of Directors assigns responsibility to the Director to organize and implement the resolutions and decisions of the Board of Directors.

Chapter II
MEMBER OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. The Board of Directors has full rights as stipulated in the Law on Enterprises, relevant legal documents, and the company's charter, especially 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 are responsible as stipulated in the Law on Enterprises and the company's charter.
3. Members of the Board of Directors are responsible for attending all Board meetings and providing clear opinions on the issues discussed.
4. Members of the Board of Directors are responsible for promptly and fully reporting to the Board of Directors any remuneration they receive from subsidiaries, affiliated companies, and other organizations in which they represent the company's capital contributions.
5. Members of the Board of Directors are responsible for reporting to the Board of Directors at the nearest meeting the transactions between the company, its subsidiaries, or companies in which the company holds control of more than fifty percent (50%) of the charter capital with the members of the Board of Directors and their related parties; transactions between the company and companies in which the members of the Board of Directors are founding members or business managers in the three (03) years immediately preceding the transaction; and transactions between the company and companies in which the related parties of the aforementioned members are members of the Board of Directors, Directors, or major shareholders.
6. Members of the Board of Directors and related parties are responsible for reporting to the State Securities Commission and the Stock Exchange, and for disclosing information when conducting transactions in the company's shares in accordance with the law.
7. Board members may be insured by the company for liability insurance after approval by 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.
8. Independent members of the Board of Directors must prepare a report evaluating the performance of the Board of Directors.

Article 4. Right of Board of Directors members to access information

1. Members of the Board of Directors have the right to request Director, Deputy Director, other managers in the Company to provide information and documents regarding the financial situation and business operations of the Company and its units.
2. Managers are required to provide timely, complete, and accurate information and documents as requested by members of the Board of Directors. The procedures for requesting and providing information are stipulated in the company's charter.

Article 5. Term of office and number of members of the Board of Directors
1. The number of members of the Board of Directors is at least three (03) people and at most eleven (11) people. The composition and term of the Board of Directors are stipulated in Article 27 of the Company's Charter.
2. The structure of the Board of Directors must ensure a balance between members with knowledge and experience in law, finance, and the company's business activities, taking into account gender; and ensure a balance between executive members and non-executive/independent members.
The total number of independent board members must account for at least one-third (1/3) of the total number of board members. The minimum number of independent board members must comply with the provisions of clause 3 Article 27 of the Company's Charter.
3. The company should minimize the number of Board members holding executive positions within the company to ensure the independence of the Board of Directors.

Article 6. Standards and conditions for membership of the Board of Directors
1. Members of the Board of Directors must meet the standards and conditions stipulated in the Law on Enterprises and the Company's Charter.
2. Non-executive members of the Board of Directors (hereinafter referred to as non-executive members) are members of the Board of Directors who are not Director, Deputy Director, the Chief Accountant and other executives as stipulated in the company's Charter.
3. Independent members of the Board of Directors are members who meet the following standards and conditions, unless otherwise provided by Law on securities:
a) Not currently employed by the company, its parent company, or its subsidiary; not previously employed by the company, its parent company, or its subsidiary for at least three (03) consecutive years prior to this;
b) Not a person currently receiving a salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to according to regulations;
c) Not being a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the company; or is a manager of the company or its subsidiary;
d) Not being a person who directly or indirectly owns at least one percent (01%) of the total voting shares of the company;
e) Not having been a member of the Board of Directors or Board of Supervisors of the company for at least five (05) consecutive years before, except in the case of being appointed for two (02) consecutive terms.
An independent member of the Board of Directors must notify the Board of Directors that they no longer meet the standards and conditions to be an independent member of the Board

of Directors 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 six (06) months from the date of receiving the notification from the relevant independent member of the Board of Directors.

Article 7. 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.

2. The Chairman of the Board of Directors of the Company may not also hold the position of Director (General Director).

3. The Chairman of the Board of Directors has the following rights and obligations:

a) Develop the program and plan of activities for the Board of Directors;

b) Prepare the agenda, content, and documents for the meeting; convene, preside over, and chair the Board of Directors meeting;

c) Organizing the adoption of resolutions and decisions by the Board of Directors;

d) Monitoring the implementation of resolutions and decisions of the Board of Directors;

(d) Presiding over the General Meeting of Shareholders;

e) Other rights and obligations as stipulated in the Law on Enterprises and the company's charter.

4. 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.

5. When deemed necessary, the Board of Directors shall appoint a company secretary. The company secretary shall have the following rights and obligations:

a) Assisting in organizing and convening General Meetings of Shareholders and Board of Directors; recording meeting minutes;

b) To assist members of the Board of Directors in exercising their assigned rights and obligations;

c) Assisting the Board of Directors in applying and implementing corporate governance principles;
d) Assisting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; ensuring compliance with information provision obligations, information disclosure, and administrative procedures;
d) Other rights and obligations as stipulated in the company's charter.

Article 8. Dismissal, removal, replacement, and appointment of members of the Board of Directors

1. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
a) Does not meet the standards and conditions as stipulated in Article 27 of the Company's Charter;
b) A resignation letter has been submitted and accepted;
c) The person suffers from a mental disorder and another member of the Board of Directors has professional evidence demonstrating that the person is no longer capable of acting;
d) Other cases as stipulated in the company's charter.
2. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
a) Not participating in the activities of the Board of Directors for six (06) consecutive months, except in case of force majeure;
b) Other cases as stipulated in the company's charter.
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 General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
a) The number of remaining Board of Directors members is less than the minimum number of members required by law. In this case, the Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of Board of Directors members is not as required ;
b) The number of Board of Directors members is reduced by more than one-third (1/3) compared to the number stipulated in the company's charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third (1/3) ;
c) Except for the cases specified 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 from office at the most recent meeting.
5. Election, removal, and dismissal of the Chairman of the Board of Directors
a) The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the same percentage of votes, the members shall

elect by majority to choose one (01) person among them to convene the meeting of the Board of Directors.

b) The Chairman of the Board of Directors may be dismissed or removed from office by decision of the Board of Directors. In the event that the Chairman of the Board of Directors resigns or is removed from office, the Board of Directors must elect a replacement within ten (10) days.

Article 9. Procedures for electing, dismissing, and removing members of the Board of Directors

1. Shareholders or groups of shareholders owning five percent (05%) or more of the total number of common shares have the right to nominate candidates for the Board of Directors. The nomination process for the Board of Directors is as follows :

a) Common shareholders forming a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group meeting 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 shall have the right to nominate one or more persons as candidates for the Board of Directors in accordance with Clause 2, Article 26 of the Company Charter and the resolution of the General Meeting of Shareholders. In the event that the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate according to the resolution of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. In the event that the number of candidates for the Board of Directors nominated and proposed remains insufficient (the number of candidates must be equal to or greater than the number of members of the Board of Directors approved by the General Meeting of Shareholders for election at the meeting), the incumbent Board of Directors may introduce and nominate additional candidates in a manner consistent with the provisions of the Company Charter and Clause 2, Article 4 of Appendix II issued together with the Internal Regulations on Corporate Governance.

3. Voting for the election of members of the Board of Directors may be conducted by one of the methods specified in Clause 5, Article 21 of the Company Charter and Article 5 of Appendix II issued together with the Internal Regulations on Corporate Governance.

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

Article 10. Notification of election, dismissal, and removal of members of the Board of Directors

After a decision is made to elect, dismiss, or remove a member of the Board of Directors, the Company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the company's website in accordance with the procedures and regulations of current law.

Chapter III
BOARD OF DIRECTORS

Article 11. Rights 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 that do not fall under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be prescribed by laws, the Company Charter, the Internal Regulations on Corporate Governance, and resolutions of the General Meeting of Shareholders.

3. The Board of Directors adopts resolutions and decisions by voting at meetings, obtaining opinions in writing, or through other forms as stipulated in the company's charter. Each member of the Board of Directors has one vote.

4. In cases where a resolution or decision passed by the Board of Directors is contrary to the law, a resolution of the General Meeting of Shareholders, or the Company's Charter, and causes damage to the Company, the members who approved the resolution or decision shall be jointly and severally liable for the individual consequences and shall compensate the Company for the damages; members who opposed the resolution or decision shall be exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend or annul the aforementioned resolution or decision.

Article 12. Duties and powers of the Board of Directors in approving and signing transaction contracts.

1. The Board of Directors approves contracts and transactions with a value less than thirty-five percent (35%) of the total value of the company's assets, or resulting in a total transaction value arising within 12 months from the date of the first transaction with a value less than thirty-five percent (35%) of the total value of the company's assets as recorded in the most recent financial statement, between the company and one of the entities specified in point n, clause 2, article 15 of the Company's Charter.

2. The company's representative signing the contract or transaction must notify the members of the Board of Directors and the members of the Board of Supervisors about the parties involved in that contract or transaction and send a 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 days from the date of receiving the notification, unless the company's charter stipulates a different period; members of the Board of Directors with an interest related to the parties in the contract or transaction do not have the right to vote.

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

1. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 14 of the Company Charter.

2. The convening of an extraordinary General Meeting of Shareholders shall comply with the provisions of the Law on Enterprises and Clause 4, Article 14 of the Company Charter.

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) Providing information and resolving complaints related to the shareholder list;

c) Develop the agenda and content for the meeting;

d) Prepare documents for the meeting;
d) 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, members of the Board of Supervisors;
e) Determine the time and place of the meeting;
g) Send meeting notices to each shareholder entitled to attend the meeting as stipulated in the Law on Enterprises;
h) Other tasks related to the meeting.

Article 14. 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 each subcommittee is determined by the Board of Directors and must be at least three, including members of the Board of Directors and external members. The subcommittee's activities must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when a majority of members attend and vote in favor at the subcommittee meeting.
2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with applicable laws and regulations and the provisions of the company's charter and internal regulations on corporate governance.

Chapter IV
BOARD OF DIRECTORS MEETING

Article 15. Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one (01) member has the highest number of votes or the same percentage of votes, the members shall vote by majority to choose one (01) person among them to convene the meeting of the Board of Directors.
2. Regular Meetings: The Chairman of the Board of Directors must convene Board meetings, set the agenda, time, and place of the meeting at least 07 (seven) days before the scheduled meeting date. The Chairman may convene a meeting whenever necessary, but at least one meeting must be held every quarter.
3. Extraordinary Meetings: The Chairman must convene a meeting of the Board of Directors, without delay unless there is a valid reason, when one of the following parties submits a written request outlining the purpose of the meeting, the issue to be discussed, and the decision falling within the authority of the Board of Directors:
a) The Board of Supervisors or independent members of the Board of Directors;
b) The Director or at least five (05) other executives;
c) At least two (02) members of the Board of Directors;
d) The Chairman of the Board of Directors.
4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the proposal specified

in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the company; the person making the request has the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

5. If requested by an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.

6. Meeting Location. Board of Directors meetings shall be held at the Company's registered address or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the unanimous consent of the Board of Directors.

7. Notices and meeting agenda. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send the notice of meeting at least three (03) working days before the meeting date. Board members may refuse the notice of meeting in writing, and this refusal may have retroactive effect. The notice of the Board of Directors meeting must be in writing in Vietnamese and must fully inform the agenda, time, place of the meeting, issues to be discussed and decisions to be made, along with necessary documents on the issues to be discussed and voted on at the Board meeting and voting slips for Board members who cannot attend the meeting.

Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the company's charter, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.

8. The Chairman of the Board of Directors or the convener shall send notices of meetings and accompanying documents to the Supervisors as with the members of the Board of Directors. Supervisors have the right to attend Board of Directors meetings; they have the right to participate in discussions but are not entitled to vote.

9. Minimum attendance: Board of Directors meetings may only be held and decisions made when at least three-quarters (3/4) of the Board members are present or through their representatives.

If the required number of members are not present, the meeting must be reconvened within 07 (seven) days from the date of the first scheduled meeting. The reconvened meeting will be held if more than 1/2 (half) of the members of the Board of Directors are present.

10. A member of the Board of Directors shall be deemed to have attended and voted at the meeting in the following circumstances:

a) Attend and vote directly at the meeting;

b) Authorize another person to attend the meeting and vote on their behalf if approved by a majority of the Board of Directors.

c) Attend and vote via online conference, electronic voting, or other electronic means;

d) Send the ballot to the meeting via mail, fax, or email.

11. Voting.

a) Except as provided in Point b of this Clause, each member of the Board of Directors or authorized person attending the meeting in an individual capacity at the Board of Directors meeting has one (01) voting right;

b) Board members shall not vote on contracts, transactions, or proposals in which they or persons related to them have an interest that conflicts with, or may conflict with, the interests of the Company. A Board member shall not be counted toward the minimum number of representatives required to convene a Board meeting on decisions in which they do not have the right to vote;
c) When issues arise during a meeting of the Board of Directors concerning the interests of a Board member or the voting rights of a member, and such issues cannot be resolved by the voluntary waiver of voting rights by the relevant Board member, the issues shall be referred to the chair of the meeting for decision. The chair's decision on such matters shall be final unless the nature or scope of the interests of the relevant Board member has not been fully disclosed;
d) A member of the Board of Directors who derives benefits from a contract specified in Points a) and b) of Clause 8, Article 44 of the Company Charter shall be deemed to have a material interest in such contract.
12. Disclosure of Interest. A Board member who directly or indirectly benefits from a contract or transaction concluded or intended to be concluded with the Company and is aware of having an interest therein shall disclose the nature and content of that interest at the first meeting of the Board of Directors considering the conclusion of such contract or transaction. Alternatively, such member may disclose it at the first meeting of the Board of Directors held after the member becomes aware of having or will have an interest in the relevant transaction or contract.
13. Majority Voting. The Board of Directors adopts decisions and resolutions based on the approval of a majority of the Board members present at the meeting (over 50%). In the event of a tie vote, the vote of the Chairman of the Board of Directors is the deciding vote.
14. Meetings by telephone or other means. Board meetings may be held in the form of a deliberative session among the members of the Board when all or some members are in different locations, provided that each member participating in the meeting is able to:
a) Listen to each of the other Board members who are participating in the meeting speak;
b) If they wish, they may speak to all other attendees simultaneously.
Communication between members may take place directly by telephone or by other means of communication (including whether such means are used at the time of adopting the Charter or later), or a combination of all these methods. According to the Company's Charter, a Board member attending such a meeting is considered to be "present" at that meeting. The meeting location as stipulated in this provision is the location where the largest group of Board members gathers, or, if no such group exists, the location where the meeting chair is present.
Decisions made during a formally organized and conducted telephone meeting will take effect immediately upon the conclusion of the meeting, but must be confirmed by the signatures in the minutes of all Board members present at the meeting.
15. Resolutions passed by written consultation. Resolutions passed by written consultation must be signed by all of the following members of the Board of Directors:
a) Members have the right to vote on resolutions at the Board of Directors meeting;
b) The number of members exercising their voting rights must not be lower than the minimum number of members required to hold a Board of Directors meeting.

Resolutions of this type have the same effect and value as resolutions adopted by the members of the Board of Directors at a meeting convened and held in accordance with established practice. Resolutions may be adopted using multiple copies of the same document if each copy bears at least one member's signature.

16. Minutes of Board Meetings: The Chairman of the Board of Directors is responsible for forwarding the minutes of the Board meetings to the members, and these minutes shall be considered as authentic evidence of the work performed in those meetings unless objections to the content of the minutes are raised within ten days of forwarding. Minutes of Board meetings shall be prepared in Vietnamese and must be signed by the chairman and the person recording the minutes. The regulations regarding minutes of Board meetings are stipulated in Article 158 of the Law on Enterprises.

17. Subcommittees of the Board of Directors: The Board of Directors may establish and delegate authority to subcommittees. Subcommittee members may consist of one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In exercising their delegated authority, subcommittees must comply with the regulations set forth by the Board of Directors. These regulations may be amended or may allow the inclusion of non-members of the Board of Directors into the aforementioned subcommittees and grant them the right to vote as members of the subcommittee, but (a) the number of external members must be less than half the total number of members of the subcommittee, and (b) resolutions of the subcommittees shall only be effective when a majority of the members present and voting at the subcommittee meeting are members of the Board of Directors.

18. Legal validity of actions: Actions taken to implement decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of persons holding membership in subcommittees of the Board of Directors shall be deemed legally valid even if the election or appointment of members of the subcommittee or the Board of Directors may have been flawed.

Article 17. Meeting Minutes of the Board of Directors

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 a foreign language, including the following main contents:

a) Name, address of head office, business registration number;

b) Time and place of the meeting;

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

d) The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting and the reasons for absence;

d) Issues discussed and voted on at the meeting;

e) Summarize the statements made by each meeting participant in chronological order of the meeting's proceedings;

g) The voting results clearly indicate which members approved, disapproved, and abstained;

h) The issue that was 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 the minutes are signed and approved by all other attending members of the Board of Directors and contain all contents required under Points a), b), c), d), đ), e), g), and h) of Clause 1 of this Article, such minutes shall remain valid. The meeting minutes shall clearly state the refusal of the Chairperson or the person recording the minutes to sign the minutes. The signatories to the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the contents of the Board of Directors' meeting minutes. The Chairperson and the person recording the minutes shall be personally liable for any damage caused to the Company due to their refusal to sign the meeting minutes in accordance with this Law, the Company Charter, and relevant laws. The matters approved by the majority of attending members of the Board of Directors as recorded in the meeting minutes shall be issued as a Resolution for approval.
3. The chairperson, the person recording the minutes, and those signing the minutes are responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.
4. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.
5. Minutes drawn up in Vietnamese and in a foreign language have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign language minutes, the content in the Vietnamese minutes shall prevail.
6. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and these minutes serve as authentic evidence of the work done at the meeting unless there is an objection to the content of the minutes within ten (10) 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 person recording the minutes.

Chapter V
REPORT AND DISCLOSURE OF BENEFITS

Article 18. Submission of Annual Reports

1. At the end of the fiscal year, the Board of Directors must submit the following report to the General Meeting of Shareholders:
a) Report on the company's business results;
b) Financial statements;
c) Report evaluating the company's management and operations;
d) The Board of Supervisors's assessment report.
2. The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Board of Supervisors for review 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 Board of Supervisors's appraisal report, 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 of the Company for at least one year have the right to personally or together with a lawyer, accountant, or auditor holding a professional certificate directly review the reports stipulated in this Article.

Article 19. Remuneration, bonuses and other benefits of members of the Board of Directors

Remuneration, bonuses, and other benefits of members of the Board of Directors shall be implemented in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance, and relevant legal documents.

Article 20. Disclosure of related interests

Unless otherwise stipulated in the company's charter, the disclosure of the company's interests and related parties shall be carried out in accordance with the following regulations:

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

a) Name, business registration number, head office address, business sector and activities of the enterprise in which they own capital contributions or shares; 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 the related parties jointly or individually own more than 10% of the charter capital.

2. The declarations stipulated in Clause 1 of this Article must be made within 7 working days from the date the relevant benefit arises; any amendments or additions must be notified to the Company within 7 working days from the date of the corresponding amendments or additions.

3. Members of the Board of Directors who, in their own name or on behalf of others, perform any work in any form within the scope of the Company's business activities must explain the nature and content of such work to the Board of Directors and may only perform it 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.

Chapter VI
RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 21. Relationship between members of the Board of Directors

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

2. During the course of work, the Board member assigned primary responsibility must proactively coordinate and handle any issues that relate to the area of responsibility of another Board member. In cases where there are differing opinions among Board members, the member primarily responsible shall report to the Chairman of the Board for consideration and decision within his/her authority, or organize a meeting or seek the

opinions of the Board members in accordance with the law, the company's charter, and these Regulations.

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

Article 22. Relationship with the Board of Management

In its governance role, the Board of Directors issues resolutions for Director the executive body to implement. At the same time, the Board of Directors monitors and supervises the implementation of these resolutions.

Article 23. Relationship with the Board of Supervisors

1. The relationship between the Board of Directors and the Board of Supervisors is one of collaboration. The working relationship between the Board of Directors and the Board of Supervisors 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 Board of Supervisors, the Board of Directors is responsible for studying them and directing relevant departments to develop plans and implement timely corrective actions.

Chapter VII
IMPLEMENTATION PROVISIONS

Article 24. Effective Date

The operating regulations of the Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company consist of 7 chapters and 24 articles and are effective from September 11, 2026

O/B. THE BOARD OF DIRECTORS,
CHAIRMAN
(Signature, full name and seal)