

Ho Chi Minh City, 18th June 2026



OPERATIONAL REGULATIONS OF THE BOARD OF DIRECTORS

Pursuant to the prevailing Law on Securities;

Pursuant to the prevailing Law on Enterprises;

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

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance, providing guidance on a number of provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and its amendments and supplements;

Pursuant to the Company Charter of Saigon Ground Services JSC;

Pursuant to Resolution No.02/NQ-DHDCD, dated 18th June, 2026 of the Annual General Meeting of Shareholders of 2026;

The Board of Directors (BOD) hereby publishes the Operational Regulations of the BOD of SAGS.

The Operational Regulations of the BOD of SAGS comprise the following:

SECTION I GENERAL

Article 1. Scope of Regulation and Applicable Subjects

1. Scope of Regulation: These Regulations stipulate the organizational and personnel structure, operational principles, rights and obligations of the BOD and its members to ensure operation in accordance with the provisions of the prevailing Law on Enterprises, the Company Charter, and other relevant laws and regulations.

2. Applicable Subjects: These Regulations shall apply to the BOD and members of the BOD.

Article 2. Principles of Operation of the BOD

1. The BOD shall operate on the principle of collective decision-making. Members of the BOD shall bear individual responsibility for their respective duties and jointly assume responsibility before the General Meeting of Shareholders and before the Law

for resolutions and decisions of the BOD in relation to the development of the Company.

2. The BOD shall assign the Chief Executive Officer (CEO) the responsibility for organizing and administering the implementation of resolutions and decisions of the BOD

SECTION II MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and Obligations of Members of the BOD

1. Members of the BOD shall be entitled to all rights in accordance with the provisions of the Law on Securities, relevant laws and regulations, and the Company Charter, including the right to be provided with information and documents relating to the financial status and business operations of the Company and its affiliated units.

2. Members of the BOD shall have obligations as prescribed in the Company Charter and the following obligations:

a) To perform their duties honestly and prudently in the best interests of the shareholders and the Company;

b) To attend all meetings of the BOD and provide opinions on matters submitted for discussion;

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

d) To report to the BOD at the nearest meeting any transactions between the Company, subsidiaries, or other companies in which the Company holds controlling rights over 50% or more of the charter capital, and the Board member and his/her related persons; as well as transactions between the Company and companies in which such Board member has been a founding member or enterprise manager during the three (03) years immediately preceding the transaction date;

d) To make information disclosure when conducting transactions involving the Company's shares in accordance with applicable laws and regulations.

3. Independent members of the BOD of a listed company shall prepare an assessment report on the activities of the BOD.

Article 4. Right to Access Information of Members of the BOD

1. Members of the BOD shall have the right to request the CEO, Deputy CEOs, and other Corporate Directors and Officers of the Company to provide information and documents relating to the financial status and business operations of the Company and its affiliated units.

2. The requested Corporate Directors and Officers shall provide information and documents in a timely, complete, and accurate manner as requested by members of the BOD. The order and procedures for requesting and providing information shall be governed by the Company Charter.

Article 5. Term of Office and Number of Members of the BOD

1. The BOD shall consist of five (05) members.

2. The term of office of a member of the BOD shall not exceed five (05) years and such member may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the BOD of a company for no more than two (02) consecutive terms. A member of the BOD is not required to be a shareholder of the Company, to hold Vietnamese nationality, or to reside in Vietnam. The Board of Directors must have at least 01 non-executive member, including at least one (01) independent member.

A member of the BOD may concurrently serve as a member of the BOD or the Members' Council of no more than five (05) other companies.

3. In the event that the terms of office of all members of the BOD expire simultaneously, such members shall continue to serve as members of the BOD until new members are elected to replace them and assume their duties.

4. The Company Charter shall specifically stipulate the number, rights, obligations, organizational structure, and coordination mechanism of independent members of the BOD.

Article 6. Standards and Conditions for Members of the BOD

1. A member of the BOD must satisfy the following standards and conditions:

- a. Have full civil act capacity and not fall within the categories of persons prohibited from managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
- b. Possess professional qualifications and experience in business administration or in the principal business lines and sectors of the Company.

2. An independent member of the BOD as prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises must satisfy the following standards and conditions:

- a. Not be a person currently employed by the Company, its parent company, or subsidiaries; and not have been employed by the Company, its parent company, or subsidiaries for at least three (03) consecutive years immediately preceding such appointment;
- b. Not be a person currently receiving salary or remuneration from the Company, except for allowances to which members of the BOD are entitled in accordance with applicable regulations;

- c. Not be a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological sibling is a major shareholder of the Company, or a manager of the Company or its subsidiaries;
 - d. Not directly or indirectly own one percent (1%) or more of the total voting shares of the Company;
 - d. Not have served as a member of the BOD or the Board of Supervisors of the Company for at least five (05) consecutive years immediately preceding such appointment, except in the case of continuous appointment for two (02) terms.
3. An independent member of the BOD must notify the BOD upon no longer satisfying the standards and conditions prescribed in Clause 2 of this Article and shall automatically cease to be an independent member of the BOD from the date on which such standards and conditions are no longer satisfied. The BOD must notify the nearest General Meeting of Shareholders of the case where an independent member of the BOD no longer satisfies the required standards and conditions, or convene a General Meeting of Shareholders to elect an additional or replacement independent member of the BOD within six (06) months from the date of receipt of notification from the relevant independent member of the BOD.

Article 7. Standards and Conditions for Chairman

1. The Chairman shall be elected, removed, or dismissed by the BOD from among its members. The person holding the position of Chairman must be the representative of the capital contribution of the ACV in cases where ACV holds at least twenty-five percent (25%) of the charter capital of the Company.
2. The Chairman of the BOD of the Company shall not concurrently hold the position of CEO.
3. The Chairman of the BOD shall have the following rights and obligations:
 - a) To formulate programs and plans for the activities of the BOD;
 - b) To prepare or organize the preparation of agendas, contents, and documents for meetings; to convene and preside over meetings of the General Meeting of Shareholders and the BOD;
 - c) To ensure that the BOD submits the annual financial statements, reports on the Company's operations, audit reports, and inspection reports of the BOD to shareholders at the General Meeting of Shareholders;
 - d) To organize the adoption of resolutions and decisions of the BOD; and, on behalf of the BOD, to sign resolutions/decisions of the BOD;
 - d) To monitor and supervise the implementation of decisions of the BOD;
 - e) To propose to the BOD the appointment, dismissal, or removal of the CEO; and, on behalf of the BOD, to execute the labor contract with the CEO;

g) Where necessary, the Chairman may temporarily suspend decisions of the CEO in order to mitigate losses and shall subsequently submit a written report to the BOD for an official decision on the suspension or revocation of such temporary suspension within fifteen (15) days from the date of issuance of the temporary suspension decision;

h) Other rights and obligations as prescribed by law and the Company Charter.

4. In the event that the Chairman submits a resignation letter or is removed or dismissed, the BOD shall elect a replacement within ten (10) days from the date the Company receives the written resignation or from the date the BOD adopts the resolution on the removal or dismissal of the Chairman. Where the Chairman is absent or unable to perform his/her duties, he/she shall authorize in writing another member to exercise the rights and perform the obligations of the Chairman in accordance with the principles set forth in the Company Charter. In the absence of an authorized person, or where the Chairman passes away, is declared missing, is placed in temporary detention, is serving a prison sentence, is subject to administrative measures at a compulsory detoxification establishment or compulsory educational institution, absconds from his/her place of residence, has limited or lost civil act capacity, experiences difficulties in cognition or behavioral control, or is prohibited by a court from holding certain positions, practicing a profession, or performing certain work, the remaining members shall elect one among themselves to serve as Chairman of the BOD based on the approval of the majority of the remaining members until a new decision of the BOD is issued.

5. Where deemed necessary, the BOD shall decide on the appointment of a Company Secretary. The Company Secretary shall have the following rights and obligations:

a) To assist in organizing the convening of meetings of the General Meeting of Shareholders and the BOD, and in recording the minutes of meetings;

b) To assist members of the BOD in performing their assigned rights and obligations;

c) To assist the BOD in the application and implementation of corporate governance principles;

d) To assist the Company in developing shareholder relations and protecting the lawful rights and interests of shareholders; ensuring compliance with obligations relating to information provision, information disclosure, and administrative procedures;

d) Other rights and obligations as prescribed in the Company Charter.

Article 8. Removal, Dismissal, and Addition of Members of the BOD

1. The General Meeting of Shareholders shall remove a member of the BOD in the following cases:

- a) Such member no longer satisfies the standards and conditions prescribed in Article 6 of these Regulations;
 - b) Such member submits a written resignation letter to the Company's head office and such resignation is accepted;
 - c) Other cases where deemed necessary by the General Meeting of Shareholders.
2. The General Meeting of Shareholders shall dismiss a member of the BOD in the following cases:
- a) Failure to participate in the activities of the BOD for six (06) consecutive months, except in cases of force majeure;
 - b) Provision of dishonest personal information when nominated as a candidate for membership of the BOD;
 - c) Other cases where deemed necessary by the General Meeting of Shareholders.
3. The BOD shall convene a meeting of the General Meeting of Shareholders to elect additional members of the BOD in the following cases:
- a) The number of members of the BOD decreases by more than one-third of the number prescribed in the Company Charter. In such case, the BOD shall convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the number of members decreases by more than one-third;
 - b) The number of independent members of the BOD falls below the ratio prescribed in Clause 1, Article 32 of the Company Charter;
 - c) Except for the cases prescribed in Points a and b of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the BOD who have been removed or dismissed at the nearest meeting.
- Article 9. Method of Election, Removal, and Dismissal of Members of the BOD**
1. Shareholders or groups of shareholders holding five percent (5%) or more of the total ordinary shares shall have the right to nominate candidates to the BOD. The nomination of candidates to the BOD shall be conducted as follows:
- a) Ordinary shareholders forming a group to nominate candidates to the BOD must notify attending shareholders of the group meeting prior to the opening of the General Meeting of Shareholders;
 - b) Based on the number of members of the BOD, shareholders or groups of shareholders specified in this Clause shall have the right to nominate one or more persons, as determined by the General Meeting of Shareholders, as candidates for the BOD. Where the number of candidates nominated by shareholders or groups of shareholders is fewer than the number they are entitled to nominate under the decision

of the General Meeting of Shareholders, the remaining candidates shall be nominated by the BOD and other shareholders.

2. Where the number of candidates for the BOD nominated through nomination and self-nomination remains insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD or other shareholders may nominate additional candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the BOD. The introduction of additional candidates by the incumbent BOD must be clearly disclosed prior to the General Meeting of Shareholders voting on the election of members of the BOD in accordance with the law.

3. The election of members of the BOD shall be conducted by the cumulative voting method, whereby each shareholder shall have a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to BOD, and each shareholder shall have the right to allocate all or part of his/her total votes to one or more candidates. Elected members of the BOD shall be determined based on the number of votes received, in descending order from the candidate receiving the highest number of votes until the number of members prescribed in the Company Charter is filled. Where two (02) or more candidates receive an equal number of votes for the final seat on the BOD, a re-election shall be conducted among the tied candidates or selection shall be made in accordance with the criteria set out in the election regulations or the Company Charter.

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

Article 10. Notification of Election, Removal, and Dismissal of Members of the BOD

1. Where candidates for the BOD have been identified, the Company shall disclose information relating to such candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may review information regarding the candidates before voting. Candidates for membership of the BOD must provide a written commitment to the truthfulness and accuracy of the disclosed personal information and undertake to perform their duties honestly, prudently, and in the best interests of the Company if elected as members of the BOD. Information relating to candidates for the BOD to be disclosed shall include:

- a) Full name, DOB;
- b) Professional qualifications;
- c) Employment history;
- d) Other managerial positions held (including positions on the BOD of other companies);

d) Interests related to the Company and related parties of the Company;

e) Other information (if any) as prescribed in the Company Charter.

2. Notification of the results of the election, removal, and dismissal of members of the BOD shall be carried out in accordance with regulations guiding information disclosure.

SECTION III THE BOARD OF DIRECTOR

Article 11. Rights and Obligations of the BOD

1. The BOD shall be the management body of the Company and shall have full authority, on behalf of the Company, to decide and exercise the rights and perform the obligations of the Company, except for those rights and obligations falling within the authority of the General Meeting of Shareholders.

2. The rights and obligations of the BOD shall be prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the BOD shall have the following rights and obligations:

a) To decide on the Company's strategy, medium-term development plan, and annual business plan;

b) To recommend the classes of shares and the total number of shares authorized to be offered for each class;

c) To decide on the offering of shares within the scope of the number of shares authorized to be offered for each class; and to decide on additional capital mobilization in other forms;

d) To decide on the offering prices of bonds, shares, and convertible securities where authorized by the General Meeting of Shareholders;

đ) To decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Law on Enterprises;

e) To decide on investment plans and investment projects within its authority and limits as prescribed by law;

g) To decide on solutions for market development, marketing, and technology;

h) To decide on investments in technical infrastructure and financial investments, and to decide on the purchase and sale of assets with a value of less than thirty-five percent (35%) of the total asset value recorded in the Company's most recent audited financial statements;

i) To approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value equal to or exceeding thirty-five percent (35%) of the total asset value recorded in the Company's most recent financial statements, except for

contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

k) To elect, remove, and dismiss the Chairman of the BOD; to appoint, remove, enter into contracts with, and terminate contracts of the CEO and other key Corporate Directors and Officers as prescribed by the Company Charter; to decide on salaries, remuneration, bonuses, and benefits for other positions in accordance with internal management regulations issued by the BOD. To appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, and to determine their remuneration and other benefits;

l) To supervise and direct the CEO and other Corporate Directors and Officers in the conduct of the Company's day-to-day business operations;

m) To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches, and representative offices, and on capital contributions to or acquisition of shares in other enterprises;

n) To approve agendas, contents, and documents for meetings of the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or collect shareholders' written opinions for the adoption of resolutions by the General Meeting of Shareholders;

o) To submit the annual audited financial statements to the General Meeting of Shareholders;

p) To recommend dividend rates; to decide on the timeline and procedures for dividend payment or the handling of losses incurred during business operations;

q) To recommend the reorganization or dissolution of the Company; and to request the bankruptcy of the Company;

r) To decide on the issuance of the Regulations on the Operation of the BOD, the Internal Regulations on Corporate Governance following approval by the General Meeting of Shareholders, and the Company's Information Disclosure Regulations;

s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other applicable laws and regulations, and the Company Charter.

3. The BOD shall adopt resolutions and decisions by voting at meetings, collecting written opinions, or other methods as prescribed by the Company Charter. Each member of the BOD shall have one (01) vote.

4. Where a resolution or decision adopted by the BOD is contrary to the provisions of law, resolutions of the General Meeting of Shareholders, or the Company Charter, and causes damage to the Company, members voting in favor of such resolution or decision shall be jointly and severally liable for such resolution or decision and shall

compensate the Company for any damages incurred; members voting against the adoption of such resolution or decision shall be exempt from liability. In such case, shareholders of the Company shall have the right to request the Court to suspend the implementation of or invalidate such resolution or decision.

Article 12. Duties and Authority of the BOD in Approving and Executing Contracts and Transactions

1. The BOD shall approve contracts and transactions with a value of less than thirty-five percent (35%), or transactions resulting in the aggregate value of transactions arising within twelve (12) months from the date of the first transaction being less than thirty-five percent (35%) of the total asset value recorded in the most recent financial statements, between the Company and one of the following parties:

- Members of the BOD, members of the Board of Supervisors, the CEO, other Corporate Directors and Officers, and related persons of such individuals;
- Shareholders or authorized representatives of shareholders holding more than ten percent (10%) of the total ordinary shares of the Company, and their related persons;
- Enterprises related to the entities specified in Clause 2, Article 164 of the Law on Enterprises.

2. The representative of the Company signing a contract or transaction shall notify members of the BOD and members of the Board of Supervisors of the related parties involved in such contract or transaction and provide the draft contract or the principal contents of the transaction. The BOD shall decide on the approval of such contract or transaction within fifteen (15) days from the date of receipt of the notice. Members of the BOD having interests related to the parties involved in such contract or transaction shall not have voting rights.

Article 13. Responsibilities of the BOD in Convening Extraordinary General Meetings of Shareholders

1. The BOD shall convene an extraordinary General Meeting of Shareholders in the following cases:

- a) Where the BOD deems it necessary for the interests of the Company;
- b) Where the annual balance sheet, six (06)-month or quarterly reports, or the audited financial statements for the fiscal year indicate that the Company's equity has decreased by one-half (1/2) compared to the opening balance;
- c) Where the number of remaining members of the BOD or the Board of Supervisors falls below the minimum number prescribed by law;
- d) Upon request of shareholders or a group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises and Clause 3, Article 19 of the Company

Charter. A request for convening a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and bear the signatures of the relevant shareholders; alternatively, the request may consist of multiple documents collectively containing sufficient signatures of the relevant shareholders;

- d) Upon request of the Board of Supervision;
- e) Other cases as prescribed by law and the Company Charter.

2. Convening an Extraordinary General Meeting of Shareholders

The BOD shall convene a General Meeting of Shareholders within thirty (30) days from the date on which the number of remaining members of the BOD, independent members of the BOD, or members of the Board of Supervision falls below the minimum number prescribed in the Company Charter, or from the date of receipt of the request specified in Points d and e, Clause 1 of this Article.

Where the BOD fails to convene a General Meeting of Shareholders, such matter shall be handled in accordance with Clause 3, Article 22 of the Company Charter.

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

- a) Preparing the list of shareholders entitled to attend the meeting;
- b) Providing information and resolving complaints relating to the list of shareholders;
- c) Preparing the agenda and contents of the meeting;
- d) Preparing documents for the meeting;
- d) Preparing draft resolutions of the General Meeting of Shareholders according to the proposed agenda of the meeting; and preparing the list and detailed information of candidates in the event of election of members of the BOD or members of the Board of Supervision;
- e) Determining the time and venue of the meeting;
- g) Sending meeting invitations to each shareholder entitled to attend the meeting in accordance with the Law on Enterprises;
- h) Performing other tasks in service of the meeting.

Article 14. Committees Assisting the BOD

1. The BOD may establish subordinate committees to oversee development policy, personnel, remuneration, internal audit, and risk management matters. The number of committee members shall be determined by the BOD and must consist of at least three (03) members, including members of the BOD and external members. The operation of such committees shall comply with the regulations issued by the BOD. Resolutions

of a committee shall only be valid when approved by a majority of members attending and voting at the committee meeting.

2. The implementation of decisions of the BOD or committees under the BOD shall comply with applicable laws and regulations, the Company Charter, and the Internal Regulations on Corporate Governance.

SECTION IV MEETINGS OF THE BOARD OF DIRECTOR

Article 15. Meetings of the BOD

1. The Chairman of the BOD shall be elected at the first meeting of the BOD within seven (07) working days from the completion of the election of the BOD for such term. This meeting shall be convened and chaired by the member receiving the highest number of votes or the highest voting ratio. In the event that more than one member receives the same highest number of votes or equal highest voting ratio, the members shall elect, based on the majority principle, one among them to convene the meeting of the BOD.

2. The BOD shall convene at least one (01) meeting every quarter and may hold extraordinary meetings when necessary.

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

- a) Upon request of the Board of Supervision or an independent member of the BOD;
- b) Upon request of the CEO or at least five (05) other Corporate Directors and Officers;
- c) Upon request of at least two (02) members of the BOD.

4. Requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose of the meeting, matters to be discussed, and decisions falling within the authority of the BOD.

5. The Chairman shall convene a meeting of the BOD within seven (07) working days from the date of receipt of a request specified in Clause 3 of this Article. In the event that the Chairman fails to convene the meeting as requested, he/she shall be liable for any damages incurred by the Company; the requesting party shall have the right to replace the Chairman in convening the meeting of the BOD.

6. The Chairman or the person convening the meeting of the BOD shall send the notice of meeting no later than five (05) working days prior to the meeting date. The notice of meeting must specify the time and venue of the meeting, the agenda, matters to be discussed, and decisions to be made. The notice of meeting must be accompanied by documents to be used at the meeting and voting ballots of members.

The notice of meeting of the BOD may be sent by post, fax, electronic mail, or other means, provided that it is delivered to the registered addresses of each member of the BOD and Board of Supervision members as registered with the Company.

7. The Chairman or the convener shall send the notice of meeting and accompanying documents to members of the Board of Supervision in the same manner as to members of the BOD. Members of the Board of Supervision shall have the right to attend meetings of the BOD and participate in discussions but shall not have voting rights.

8. A meeting of the BOD shall be conducted when at least three-fourths (3/4) of the total number of members are present. Where a meeting convened in accordance with this Clause does not meet the required quorum, a second meeting shall be convened within seven (07) days from the intended date of the first meeting. In such case, the meeting shall be conducted if more than one-half of the members of the BOD are present.

9. A member of the BOD shall be deemed present and voting at a meeting in the following cases:

a) Attending and voting directly at the meeting;

b) Authorizing another person to attend and vote on his/her behalf in accordance with Clause 11 of this Article;

c) Attending and voting through videoconference, electronic voting, or other electronic means;

d) Sending voting ballots to the meeting by post, fax, or electronic mail.

10. Where voting ballots are sent to the meeting by post, such ballots must be enclosed in a sealed envelope and delivered to the Chairman of the BOD no later than one (01) hour prior to the opening of the meeting. Voting ballots shall only be opened in the presence of all attendees.

11. Members must attend all meetings of the BOD in full. A member may authorize another person to attend and vote on his/her behalf if approved by the majority of members of the BOD.

12. Resolutions and decisions of the BOD shall be adopted if approved by the majority of members attending the meeting; in the event of an equal number of votes, the final decision shall rest with the opinion supported by the Chairman of the BOD.

Article 16. Minutes of Meetings of the BOD

1. Meetings of the BOD must be recorded in minutes and may be audio recorded, recorded, and retained in other electronic forms. The minutes shall be prepared in Vietnamese and may additionally be prepared in a foreign language, and shall include the following principal contents:

- a) Name, address of the head office, number and date of issuance of the Enterprise Registration Certificate, and place of business registration;
- b) Time and venue of the meeting;
- c) Purpose, agenda, and contents of the meeting;
- d) Full names of each attending member or authorized representative attending the meeting; full names of absent members and the reasons for absence;
- d) Matters discussed and voted on at the meeting;
- e) Summary of opinions expressed by each attending member in chronological order of the meeting proceedings;
- g) Voting results, clearly indicating members voting in favor, against, or abstaining/no opinion;
- h) Decisions adopted at the meeting;
- i) Full names and signatures of all attending members or their authorized representatives;
- k) Full names and signatures of the chairperson of the meeting and the minute-taker, except as provided in Clause 2 of this Article.

2. In the event that the chairperson of the meeting or the minute-taker refuses to sign the meeting minutes, such minutes shall nevertheless be valid if signed by all other members of the BOD attending the meeting and containing all contents prescribed in Clause 1 of this Article.

3. The chairperson of the meeting, the minute-taker, and persons signing the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the BOD meeting.

4. Minutes of meetings of the BOD and documents used at such meetings shall be retained at the Company's head office.

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

SECTION V

REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of Annual Reports

1. At the end of each fiscal year, the BOD shall submit the following reports to the General Meeting of Shareholders:

- a) Report on the Company's business performance;

- b) Financial statements;
- c) Report on the assessment of the management and operation of the Company;
- d) Appraisal report of the Board of Supervision.

2. The reports specified in Points a, b, and c of Clause 1 of this Article must be submitted to the Board of Supervision for appraisal no later than thirty (30) days prior to the opening date of the Annual General Meeting of Shareholders.

3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervision, and the audit report must be retained at the Company's head office no later than ten (10) days prior to the opening date of the Annual General Meeting of Shareholders. Shareholders who have continuously held shares of the Company for at least one (01) year shall have the right, either personally or together with licensed lawyers, accountants, or auditors, to directly examine the reports specified in this Article.

Article 18. Remuneration, Bonuses, and Other Benefits of Members of the BOD

1. The Company shall have the right to provide remuneration and bonuses to members of the BOD based on business results and operational efficiency.

2. Members of the BOD shall be entitled to remuneration and bonuses. Remuneration shall be calculated on a monthly basis according to the fulfillment of duties by members of the BOD. In cases where a member of the BOD is assigned concurrent duties by the BOD, such member shall be paid salary based on the number of working days necessary to fulfill such concurrent duties. The BOD shall determine the estimated remuneration for each member and salary for concurrently serving members of the BOD based on the principle of unanimity. The aggregate remuneration and salary for concurrently serving members of the BOD shall be decided by the General Meeting of Shareholders at the annual meeting.

3. Members of the BOD shall be reimbursed for accommodation, travel, meal expenses, and other reasonable expenses incurred in performing assigned duties.

4. The remuneration of each member of the BOD shall be recorded as a business expense of the Company in accordance with the laws on corporate income tax, separately presented in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

5. Members of the BOD may be covered by directors' liability insurance purchased by the Company subject to approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities of members of the BOD arising from violations of law or the Company Charter.

Article 19. Disclosure of Related Interests

1. Members of the BOD of the Company shall declare to the Company their related interests, including:

a) Name, address of the head office, business lines, number and date of issuance of the Enterprise Registration Certificate, and place of business registration of enterprises in which such member owns contributed capital or shares; and the ownership ratio and date of acquisition of such contributed capital or shares;

b) Name, address of the head office, business lines, number and date of issuance of the Enterprise Registration Certificate, and place of business registration of enterprises in which such member's related persons jointly own or separately own shares or contributed capital representing more than ten percent (10%) of the charter capital.

2. The declaration specified in Clause 1 of this Article must be made within seven (07) working days from the date the related interest arises. Any amendment or supplementation must be notified to the Company within seven (07) working days from the date of such amendment or supplementation.

3. Any member of the BOD who, in his/her own name or on behalf of another person, performs work in any form within the scope of the Company's business activities must disclose and explain the nature and contents of such work to the BOD and the Board of Supervision, and may only proceed upon approval by the majority of the remaining members of the BOD. If such work is carried out without disclosure or without approval of the BOD, all income derived from such activities shall belong to the Company.

SECTION VI RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 20. Relationship among Members of the BOD

1. The relationship among members of the BOD shall be one of coordination. Members of the BOD shall be responsible for informing one another of matters related to the performance of assigned duties.

2. In the course of handling assigned duties, the member of the BOD primarily responsible for a matter shall proactively coordinate with other members where such matter relates to areas under the responsibility of other members of the BOD. In the event of differing opinions among members of the BOD, the member primarily responsible shall report to the Chairman of the BOD for consideration and decision within his/her authority, or for convening a meeting or obtaining opinions from members of the BOD in accordance with the law, the Company Charter, and these Regulations.

3. In the event of reassignment of responsibilities among members of the BOD, members shall hand over relevant work, files, and documents. Such handover must be documented in writing and reported to the Chairman of the BOD.

Article 21. Relationship with the Executive Management

In its governance role, the BOD shall issue resolutions for implementation by the CEO and the executive management apparatus. At the same time, the BOD shall inspect and supervise the implementation of such resolutions.

Article 22. Relationship with the Board of Supervision or Audit Committee

1. The relationship between the BOD and the Board of Supervision shall be one of coordination. The working relationship between the BOD and the Board of Supervision shall be based on the principles of equality and independence, while maintaining close coordination and mutual support in the performance of their duties.

2. Upon receipt of inspection minutes or consolidated reports from the Board of Supervision, the BOD shall be responsible for reviewing them and directing relevant departments to formulate and promptly implement corrective action plans.

SECTION VII IMPLEMENTATION PROVISIONS

Article 23. Effectiveness

This Operational Regulations of the BOD of Saigon Ground Services Joint Stock Company consist of seven (07) chapters and twenty-three (23) articles and shall take effect from 18th June, 2026.

**OB. BOARD OF DIRECTORS
CHAIRMAN**

(Signed)

NGUYEN CAO CUONG

