SEAREFICO CORPORATION

ENGLISH TRANSLATION

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, ..29 May.... 2026

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
SEAREFICO CORPORATION

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of 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;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, guiding corporate governance applicable to public companies under Decree No. 155/2020/ND-CP detailing a number of articles of the Law on Securities;
- Pursuant to the Charter of SEAREFICO Corporation; and
- Pursuant to the Resolution of the General Meeting of Shareholders No.001/NQ/SRF/ĐHĐCĐ/26 dated May 29, 2026.

TABLE OF CONTENTS

CHAPTER 1 – GENERAL PROVISIONS

Article 1. Scope of regulation

1. These Regulations are formulated in accordance with Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance, guiding corporate governance applicable to public companies.
2. These Regulations set forth provisions on the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the sequences and procedures for meetings of the General Meeting of Shareholders; nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the General Director, and other activities as prescribed in the Company Charter and other current laws.
3. These Regulations apply to members of the Board of Directors, the Audit Committee, committees and subcommittees under the Board of Directors, the General Director, Enterprise Executives, and related persons.

Article 2. Interpretation of terms and abbreviations

1. The following terms and abbreviations shall be understood as follows:
   a. **A related person** is an individual or organization defined in Clause 23, Article 4 of the Law on Enterprises, and Clause 46, Article 4 of the Law on Securities.
   b. **An independent member of the Board of Directors** (hereinafter referred to as an independent member) is a member defined in Clause 2, Article 155 of the Law on Enterprises.
   c. **The Company** is SEAREFICO Corporation.
   d. **HĐQT / BOD** is the Board of Directors.
   e. **Candidacy** means self-nomination.
   f. **UBKT / AC** is the Audit Committee.
   g. **VSDC** is the Vietnam Securities Depository and Clearing Corporation.
   h. **A delegate** is a shareholder or a representative (an authorized individual or organization).
   i. **The Person in charge of corporate governance** is a person with responsibilities and authorities specified in Clause 4, Article 33 of the Company Charter and Article 281 of Decree No. 155/2020/ND-CP.
   j. **SRF Group** is the abbreviation for Searefico Group, which includes the Company, its subsidiaries, and associated companies.
   k. **Enterprise Executives** include the General Director, Deputy General Directors, Business Development Director, Chief Financial Officer, Chief Investment Officer, Human Resources Director, Chief Accountant, and other managerial positions decided by the BOD from time to time.
   l. **Enterprise Managers** include the Chairman of the BOD, BOD members, General Director, and other individuals holding managerial positions approved by the BOD from time to time.
   m. **A subsidiary** is a company of which the Company is the parent company according to Clause 1, Article 195 of the Law on Enterprises.
   n. **An affiliated company** is a company in which the Company directly or indirectly holds from twenty percent (20%) to less than fifty percent (50%) of its charter capital.

2. Terms not interpreted in these Regulations shall be understood in accordance with the Company Charter and current laws.
3. In these Regulations, references to one or more articles or legal documents shall include any amendments, supplements, or replacement documents from time to time.

CHAPTER 2 – GENERAL MEETING OF SHAREHOLDERS AND REGULATIONS ON ORGANIZING THE GENERAL MEETING OF SHAREHOLDERS

The General Meeting of Shareholders is the highest decision-making body of the Company, having the rights and obligations prescribed by the Law on Enterprises and Article 15 of the Company Charter.

Article 3. Notice of finalization of the list of shareholders entitled to attend the General Meeting of Shareholders

The notification of finalizing the list of shareholders entitled to attend the General Meeting of Shareholders shall be carried out in accordance with the Company Charter and securities laws applicable to listed companies.

Article 4. Notice of convening the General Meeting of Shareholders

1. The BOD convenes the General Meeting of Shareholders, or the meeting is convened under the circumstances specified in Article 14 of the Company Charter.
2. The preparation of the list of shareholders entitled to attend the meeting, notification of convening the General Meeting of Shareholders, and other tasks related to convening the meeting shall be conducted according to Article 18 of the Company Charter.
3. A shareholder or a group of shareholders specified in Clause 4, Article 12 of the Company Charter has the right to propose matters to be included in the agenda.
4. The proposal must meet the format and content requirements specified in Clause 4, Article 18 of the Company Charter and must be sent to the Company at least three (03) working days prior to the opening date of the meeting.
5. The convener has the right to reject the proposal specified in Clause 3 of this Article and must respond in writing stating the reasons at least two (02) working days prior to the opening date of the meeting if it falls under one of the cases specified in Clause 5, Article 18 of the Company Charter.

Article 5. Registration to attend the General Meeting of Shareholders and procedures for conducting the General Meeting of Shareholders

1. Methods of registering to attend the General Meeting of Shareholders before the opening date of the meeting:
   a. The method of registering to attend the meeting shall be clearly stated in the Notice of Invitation, including contact information for the Person in charge of corporate governance or the address to send the Meeting Registration Form back to the Company.
   b. Shareholders shall choose the method to register as stated in the notice, including the methods prescribed in Clause 2, Article 13 of the Company Charter.
   The Company must strive to apply modern information technology so that shareholders can best attend and express their opinions, including guiding shareholders to vote through online meetings, electronic voting, or other electronic methods in accordance with Article 144 of the Law on Enterprises and the Company Charter.

2. Regulations on authorization to attend the meeting
   Shareholders may attend the meeting in person or authorize one or several other individuals or organizations in writing to attend in accordance with Article 16 of the Company Charter.
3. The method of registration and verification of delegates' eligibility on the day of the meeting shall be conducted in accordance with Clauses 1, 2, and 3, Article 20 of the Company Charter.
4. The General Meeting of Shareholders shall be conducted under the conditions specified in Article 19 of the Company Charter.
5. In case of necessity, the BOD may decide to hold the General Meeting of Shareholders via an online conference or a combination of in-person and online conference. Meetings held via these methods will employ modern technology to allow shareholders to attend, express opinions at the General Meeting of Shareholders, and vote via electronic ballots or other electronic methods.
   The meeting invitation and related documents will be sent to all shareholders via secured methods in accordance with Article 14 of these Regulations.
   Shareholders, authorized representatives of shareholders, or authorized organizations/individuals will use an access account (including username, password, and other identifying elements) provided by the Company according to the Company's stipulated methods to attend the online meeting and cast electronic votes for all voting sessions of the Company. Shareholders bear full responsibility for the electronic voting results executed via their access accounts on the Company's online meeting system.
   The BOD shall issue Regulations on attending online General Meetings of Shareholders and electronic voting and notify shareholders along with the General Meeting of Shareholders documents.

Article 6. Voting methods

1. General Principles:
   - The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. Voting shall be conducted by raising voting cards, direct paper ballots, electronic voting, or other electronic forms.
   - Delegates shall vote to Approve, Disapprove, or Abstain on an issue by raising the Voting Card high or selecting options on the Voting Ballot.
2. Forms of voting:
   a. Voting by voting card: When voting by raising the Voting Card, the front of the Voting Card must be raised high facing the Presidium. If a delegate does not raise the Voting Card in all three calls for Approve, Disapprove, or Abstain on an issue, it is considered as an Approve vote for that issue. If a delegate raises the Voting Card more than once (01) when voting Approve, Disapprove, or Abstain on an issue, the vote is considered invalid. Under the method of voting by raising Voting Cards, members of the Delegate Eligibility Checking Committee/Vote Counting Committee shall record the delegate code and corresponding voting shares of each shareholder who Approves, Disapproves, Abstains, or casts an Invalid vote.
   b. Voting by voting ballot: When voting by filling out the Voting Ballot, for each issue, the delegate selects one of the three pre-printed options: "Approve", "Disapprove", or "Abstain" by marking an "X" or "✓" in their chosen box. After completing all issues, delegates shall drop the ballots into the sealed ballot box according to the instructions of the Vote Counting Committee.

The ballot must contain the signature and full name of the delegate.

Article 7. Election methods

1. General Principles
   - Conducted strictly in accordance with legal regulations and the Company Charter.
   - Members of the Vote Counting Committee must not be on the list of nominated or self-nominated candidates for the BOD.
2. Forms of election voting:
   a. Election via cumulative voting:
   - Accordingly, each delegate has a total number of votes corresponding to the total number of shares owned or represented multiplied by the number of members to be elected;
   - A delegate has the right to pool all of their votes for one or several candidates or only cast a portion of their total votes for one or several candidates, while the remaining votes may not be cast for any candidate. The total number of votes cast for candidates by a delegate must not exceed the total number of votes possessed by that delegate;
   - If additional candidates arise on the day of the meeting, the delegate may contact the Vote Counting Committee to be issued a new election ballot and must return the old ballot (before dropping it into the ballot box);
   - In case of a mistaken selection, the delegate shall contact the Vote Counting Committee to receive a new ballot and must return the old ballot;
   - How to fill out the election ballot: Each delegate is provided with election ballots. Instructions for filling out the ballot are detailed as follows:
     + Delegates vote for a maximum number of candidates equal to the number of seats available;
     + If cumulatively casting all votes for one or more candidates, the delegate checks the "Cumulative vote" box for the respective candidate(s);
     + If distributing an unequal number of votes among multiple candidates, the delegate specifies the number of votes in the "Number of votes" box for the respective candidate(s).

   Note: If a delegate both checks the "Cumulative vote" box and writes a quantity in the "Number of votes" box, the result will be taken based on the number in the "Number of votes" box
   - Election principles:
     + Elected candidates are determined based on the number of votes received from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is met.
     + If two (02) or more candidates receive an equal number of votes for the final member seat, a re-election will be held among the candidates with equal votes.
     + If the first round of voting does not yield the required number of elected members, subsequent voting rounds will be conducted until the required number of members is filled.

   b. Election by approval voting: Carried out in accordance with Point b, Clause 2, Article 6 of these Regulations.

Article 8. Vote counting methods

The vote counting method is conducted by collecting election ballots/cards/voting ballots for Approval of the Resolution, followed by collecting cards/voting ballots for Disapproval, and finally compiling the total number of Approval, Disapproval, and Abstention votes.

For sensitive issues, and if requested by shareholders, the Company must appoint an independent organization to collect and count the votes.

Article 9. Notification of vote counting results

The Vote Counting Committee shall check, summarize, and report the results for each issue to the Chairperson. The results will be announced by the Chairperson or an authorized person immediately before the closing of the meeting.

Article 10. Objections to the decisions of the General Meeting of Shareholders

1. Shareholders who vote against a Resolution on reorganizing the Company or changing the rights and obligations of shareholders specified in the Company Charter have the right to demand the Company repurchase their shares. The demand must be made in writing, clearly stating the name and address of the shareholder, the number of shares of each class, the intended selling price, and the reason for demanding the repurchase. The demand must be sent to the Company within ten (10) days from the date the Resolution is passed.
2. The Company must repurchase shares at market price or a price calculated according to principles stipulated in the Company Charter within ninety (90) days from the date of receiving the request. If an agreement on the price cannot be reached, the parties may request an appraisal organization to value the shares. The Company shall introduce at least three (03) appraisal organizations for the shareholder to choose from, and that choice shall be the final decision.

Article 11. Minutes of the General Meeting of Shareholders

1. General Meeting of Shareholders meetings must be minuted and may be recorded or stored in other electronic forms. The minutes must be prepared in Vietnamese, may additionally be prepared in a foreign language, and contain principal contents as required by Article 158 of the Law on Enterprises.
2. Minutes prepared in Vietnamese and a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the contents of the Vietnamese minutes shall prevail.
3. The General Meeting of Shareholders meeting minutes must be completed and approved before the closing of the meeting. The Chairperson and the secretary of the meeting, or another person signing the minutes, must bear joint responsibility for the truthfulness and accuracy of the minutes.
4. The General Meeting of Shareholders meeting minutes must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the end of the meeting.
5. The General Meeting of Shareholders meeting minutes, the annex detailing the list of attending shareholders, the adopted Resolutions, and related documents attached to the meeting invitation must be retained at the Company's head office.

Article 12. Adoption and disclosure of Resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders adopts resolutions within its authority by voting at the meeting or collecting written opinions.
2. Conditions for passing Resolutions of the General Meeting of Shareholders are carried out according to Article 21 of the Company Charter.
3. BOD members are elected via cumulative voting, in accordance with Clause 3, Article 21 of the Company Charter.
4. Resolutions of the General Meeting of Shareholders passed by one hundred percent (100%) of the total voting shares are lawful and effective even if the procedures for convening the meeting and passing such Resolutions violate the Law on Enterprises and the Company Charter.
5. Resolutions of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the end of the meeting.
6. Request to annul Resolutions of the General Meeting of Shareholders
   Shareholders or groups of shareholders defined in Clause 4, Article 12 of the Company Charter have the right to request a Court or Arbitration body to review and annul a Resolution of the General Meeting of Shareholders or a part thereof according to Article 24 of the Company Charter.

Article 13. Adoption of Resolutions of the General Meeting of Shareholders by written consent

The BOD has the right to collect shareholders' written opinions to adopt a decision when deemed necessary for the benefit of the Company. Decisions on matters stipulated in Clause 1, Article 22 of the Company Charter are permitted to be collected via written opinions.

Article 14. Procedures for collecting shareholders' written opinions

The sequence and procedures for collecting shareholders' written opinions to adopt resolutions shall be carried out according to Article 22 of the Company Charter.

CHAPTER 3 – BOARD OF DIRECTORS AND MEETINGS OF THE BOARD OF DIRECTORS

The BOD is the management body of the Company, holding rights and obligations in accordance with the Law on Enterprises, Article 28 of the Company Charter, and the internal regulations of the Company. BOD members have rights and obligations in accordance with Vietnamese law, the Company Charter, and the internal regulations of the Company.

Article 15. Criteria for Board of Directors members

1. The number of Board of Directors members shall be five (05). The term of office of Board of Directors members shall be five (05) years and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors for no more than two (02) consecutive terms.
2. A BOD member must meet the following criteria and conditions:
   a. Possess full civil act capacity and does not belong to the category of individuals prohibited from enterprise management according to Clause 2, Article 17 of the Law on Enterprises;
   b. Hold a university degree, possessing sound knowledge in politics, economics, law, and society;
   c. Have an understanding of the Company's business lines; demonstrate leadership and enterprise management capabilities; and not necessarily be a shareholder of the Company;

d. A BOD member may concurrently serve as a BOD member of another company;
e. Must not concurrently hold the position of General Director or other executive titles in the Company, unless approved by the BOD;
f. Must not simultaneously be a shareholder/authorized representative of a shareholder holding over five percent (5%) of the charter capital, a BOD member/Members' Council member, Company President, internal auditor/ supervisor, Director, or Enterprise Executive of other enterprises operating in the core business lines of SRF Group, unless approved by the BOD of the Company;

3. The BOD member and their related persons must not have potential conflicts of interest with SRF Group. An independent BOD member must meet the following criteria and conditions:
   a. Not be a person currently working for the Company or its subsidiaries; and not be a person who has worked for the Company or its subsidiaries for at least three (03) consecutive years immediately prior;
   b. Not be a person currently receiving a salary or remuneration from the Company, excluding allowances entitled to a BOD member;
   c. Not be a person whose spouse, biological parents, adoptive parents, biological children, adoptive children, or siblings are major shareholders of the Company, or serve as an Enterprise 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;
   e. Not be a major shareholder, a representative of a major shareholder, or a related person of a major shareholder of the Company; and
   f. Not have served as a member of the BOD or Supervisory Board of the Company for at least five (05) consecutive years immediately prior, except when appointed continuously for two (02) terms.
4. The number and structure of BOD members shall be implemented in accordance with the Company Charter.
5. A BOD member of the Company must not concurrently serve as a BOD member for more than five (05) other companies.
6. The Chairman of the BOD must not concurrently serve as the General Director of the Company.
7. BOD members are entitled to receive remuneration and other benefits as stipulated in Article 29 of the Company Charter.

Article 16. Methods for shareholders, groups of shareholders to nominate and run for the position of Board of Directors member in accordance with the law and the Company Charter

1. A shareholder or group of shareholders holding from eight percent (8%) to less than fifteen percent (15%) of the total voting shares may nominate one (01) candidate; from fifteen percent (15%) to less than thirty-five percent (35%) may nominate up to two (02) candidates; from thirty-five percent (35%) or more may nominate up to three (03) candidates.
2. If the number of BOD candidates through nomination and candidacy is still insufficient, the incumbent BOD may nominate additional candidates or organize nominations via the mechanism stipulated in Clause 4, Article 20 of these Regulations. The procedure for the incumbent BOD to

introduce candidates shall be executed according to Article 20 of these Regulations and must be clearly announced.

Article 17. Methods of electing Board of Directors members

1. The election of BOD members must be conducted via cumulative voting, whereby each shareholder has a total number of votes equal to their total owned shares multiplied by the number of BOD members to be elected, and the shareholder may pool all or a portion of their total votes for one or several candidates. Elected BOD members are determined based on the number of votes received from highest to lowest, starting from the candidate with the highest number of votes until the required number of members stipulated in the Company Charter is met.
   If two (02) or more candidates receive an equal number of votes for the final BOD seat, a re-election will be conducted among those tied candidates or a selection will be made based on election regulation criteria.
2. If the number of candidates is less than or equal to the number of BOD members to be elected, the election may be carried out via cumulative voting as above or via approval voting (approval, disapproval, abstention). The voting approval ratio under the approval voting method shall be implemented according to Clause 2, Article 21 of the Company Charter.
3. The Chairman of the BOD is elected by the BOD from among the BOD members.

Article 18. Cases of dismissal, removal, and supplementation of Board of Directors members

1. BOD members are dismissed or removed in cases specified in Clause 3, Article 27 of the Company Charter.
2. In the event a BOD member is dismissed or removed, the General Meeting of Shareholders is responsible for electing a supplementary BOD member at the nearest meeting.
3. The Chairman of the BOD may be dismissed, removed, or elected as a replacement according to Clause 4, Article 30 of the Company Charter.

Article 19. Notice of election, dismissal, and removal of Board of Directors members

Following a decision to elect, dismiss, or remove a BOD member, the Company is responsible for disclosing the information internally and to relevant authorities, on mass media, and on the Company's website in accordance with the sequences and regulations of current laws.

Article 20. Methods of introducing candidates for Board of Directors members

1. The BOD or other subjects specified in Clause 3, Article 21 of these Regulations shall convene a BOD meeting regarding the election of BOD members to disseminate election contents: quantity, criteria for candidates, methods of nomination, and candidacy according to Article 16 of these Regulations. The election will be held at the nearest General Meeting of Shareholders.
2. The Company shall issue a public notice regarding the election of BOD members, clearly stating the reason for election, quantity, criteria and conditions, election methods, procedures for candidacy and nomination, etc.
3. The BOD compiles a list of candidates from nominations and self-nominations and appraises information on each candidate to ensure they meet the criteria and conditions to be a BOD member.
4. If the number of BOD candidates via nomination and candidacy remains insufficient, the BOD shall prepare a candidate list based on the following criteria:
   + Quantity of candidates: the remaining shortfall after compiling the valid candidate list via

nomination and candidacy under Clause 3 of this Article;

+ Candidates introduced by the BOD must be approved by a majority vote of incumbent BOD members;
+ Candidates introduced by the BOD must meet the minimum conditions and criteria set forth in Article 155 of the Law on Enterprises.

Article 21. Meetings of the Board of Directors

1. General regulations on BOD meetings
   a. The BOD must hold a meeting at least once (01) per quarter following the sequence specified in the Company Charter and Article 22 of these Regulations. The organization of a BOD meeting, meeting agenda, and related documents shall be notified to BOD members in advance within the timeframes stipulated by law and the Company Charter.
   b. BOD meeting minutes must be prepared in a detailed and clear manner; the meeting Chairperson and minute-taker must sign the minutes, except in cases specified in Clause 15, Article 31 of the Company Charter. BOD meeting minutes must be archived according to the law and the Company Charter.
2. Regulations on regular and extraordinary meetings
   The Chairman of the BOD must convene regular and extraordinary BOD meetings according to Article 31 of the Company Charter.
3. The BOD may decide to establish subcommittees to oversee the Company's development policies, human resources, remuneration, internal audit, and risk management. Subcommittees under the BOD will be specified in the Company's internal regulations.

Article 22. Regulations on the sequence and procedures for organizing Board of Directors meetings

1. The sequence, procedures for convening a meeting, conditions for conducting a BOD meeting, voting methods, and methods of passing BOD resolutions are carried out according to Article 31 of the Company Charter.
2. Decisions passed during online conferences or hybrid in-person/online conferences are lawfully organized and conducted, becoming effective immediately upon the closing of the meeting, provided they are confirmed by the signatures of all attending BOD members in the minutes, using multiple copies of the same document if each copy contains the signature of at least one BOD member, the Chairperson, and the secretary. Persons signing the Meeting Minutes may use electronic signatures.
3. Recording BOD meeting minutes:
   a. BOD meetings must be minuted and may be recorded or archived in other electronic forms. The minutes must be prepared in Vietnamese and may additionally be in a foreign language, containing primary contents according to Article 158 of the Law on Enterprises;
   b. BOD meeting minutes and materials used in the meeting must be archived at the Company's head office;
   c. Minutes in Vietnamese and a foreign language have equal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version shall prevail;
   d. The Chairman of the BOD is responsible for sending Resolutions and BOD meeting minutes to the BOD members.

4. After issuing a BOD Resolution, the Company is responsible for disclosing the information internally and to relevant authorities, on mass media, and on the Company's website in accordance with the sequences and regulations of current laws.

CHAPTER 4 – AUDIT COMMITTEE

Article 23. Audit Committee, criteria, and conditions for Audit Committee members

1. The minimum number of Audit Committee members is hai (02).
2. Audit Committee members must meet the criteria and conditions set in Clause 2, Article 39 of the Company Charter.
3. The Chairperson of the Audit Committee must be an independent BOD member, and other members of the Audit Committee must be non-executive BOD members.
4. The Chairperson of the Audit Committee must hold a university degree or higher in one of the fields of economics, finance, accounting, auditing, law, or business administration, meeting the criteria and conditions prescribed by law and the Company's internal regulations.

Article 24. Structure of committees and subcommittees under the Board of Directors

The quantity and structure of members for each committee and subcommittee under the BOD are stipulated in Article 32 of the Company Charter and the operational regulations of each respective committee/subcommittee.

Article 25. Appointment of Audit Committee members

The appointment of the Chairperson of the Audit Committee and other members of the Audit Committee must be approved by the BOD at a BOD meeting.

Article 25a. Requirements for Committee Chairpersons, Subcommittee Heads, and members of committees and subcommittees

1. Committee Chairpersons and Subcommittee Heads must report to the BOD at least quarterly on all material issues related to the work of the committee or subcommittee.
2. Provide sufficient and timely data and information within their scope of responsibility to the BOD.
3. Take necessary legal measures to ensure the fulfillment of assigned responsibilities and duties.
4. Master business ethics principles, legal regulations related to the domains overseen by the committee/subcommittee and possess experience in the Company's fields of operation.

Article 26. Remuneration of Audit Committee members

The remuneration, operating expenses, and other benefits of the Audit Committee and each individual member must be reported at the Annual General Meeting of Shareholders.

Article 27. Rights and obligations of the Audit Committee

1. The Audit Committee is a specialized body under the BOD, holding rights and obligations as stipulated in Clause 1, Article 40 of the Company Charter.
2. The independent BOD member serving on the Audit Committee is responsible for reporting on the Audit Committee's activities, supervision results, and evaluations of Company operations at the Annual General Meeting of Shareholders.

Article 28. Operations of the Audit Committee

1. The Audit Committee must meet at least hai (02) times a year. Meeting minutes shall be detailed, clear, and fully archived. The minute-taker and attending Audit Committee members must sign the

meeting minutes.

2. The Audit Committee adopts decisions by voting at a meeting, written consent, or other forms as prescribed in the Charter or Audit Committee operational regulations. Each Audit Committee member has one vote. Decisions of the Audit Committee are passed if approved by a majority of attending members; in case of a tie, the final decision belongs to the side with the opinion of the Chairperson of the Audit Committee.

CHAPTER 5 - ENTERPRISE EXECUTIVES

Enterprise Executives of the Company include the General Director, Deputy General Directors, Business Development Director, Chief Financial Officer, Chief Investment Officer, Human Resources Director, Chief Accountant, and other titles decided by the BOD from time to time.

The General Director manages the day-to-day business operations of the Company, operates under the supervision of the BOD, and holds rights and obligations prescribed in Article 162 of the Law on Enterprises, Article 36 of the Charter, and the internal regulations of the Company.

Article 29. Criteria and remuneration of Enterprise Executives

1. Enterprise Executives must meet the criteria prescribed by the Law on Enterprises, the Law on Accounting, and other regulations.
2. Enterprise Executives must act with due diligence to help the Company achieve its operational and organizational goals.
3. Enterprise Executives must work full-time at the Company.
4. Enterprise Executives must hold a university degree; have good health, possess knowledge of politics, economics, and law; have suitable professional qualifications, understand the Company's business lines; and possess leadership and enterprise management capabilities.
5. Enterprise Executives shall not concurrently serve as BOD members unless approved by the General Meeting of Shareholders.
6. Enterprise Executives shall not simultaneously be a shareholder/authorized representative of a shareholder holding over five percent (5%) of the charter capital, a BOD member/Members' Council member, Company President, Internal Auditor/Supervisor, or enterprise executive of another company operating in the core business lines of SRF Group, unless approved by the BOD of the Company.
7. Enterprise Executives and their related persons must not possess potential conflicts of interest with SRF Group.

The remuneration of executives is accounted for as a business expense of the Company in accordance with corporate income tax laws, presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 30. Appointment of Enterprise Executives

1. Appointment of the General Director:
   a. The BOD shall appoint one (01) BOD member or hire another person as the General Director; and sign a contract specifying remuneration, salary, and other benefits. The remuneration, salary, benefits, and other terms in the contract for the General Director shall be decided by the BOD and must be reported at the Annual General Meeting of Shareholders, presented as a

separate item in the annual Financial Statements, and disclosed in the Company's Annual Report.

b. The term of office of the General Director shall not exceed five (05) years and they may be reappointed. The appointment may expire based on the provisions in the labor contract or other contracts/agreements signed with the Company. The General Director must not be a person prohibited by law from holding this position and must meet the criteria and conditions prescribed by law and the Company Charter.

c. In addition to the criteria and conditions set out in Article 29 of these Regulations, the General Director shall not concurrently hold the title of General Director/Director of any subsidiary or associated company, unless approved by the Company's BOD.

2. Appointment of Deputy General Directors, Chief Accountant, or other Enterprise Executives:
   a. Upon the recommendation of the General Director and with the approval of the BOD, the Company may employ Deputy General Directors, a Chief Accountant, or other executives in quantities and with criteria appropriate to the Company's structure and management regulations determined by the BOD. Enterprise Executives must act with due diligence to help the Company achieve its operational and organizational goals.
   b. The remuneration, salary, benefits, and other terms in the labor contracts for the Executive Deputy General Director, Chief Accountant, or other executives shall be decided by the BOD after consulting the General Director.

Article 31. Signing contracts with Enterprise Executives

The authority to sign and determine contract terms is specified in Point u, Clause 3, Article 28 and Article 35 of the Company Charter. An authorized BOD member shall sign contracts with the General Director, Deputy General Directors, Chief Accountant, or other Enterprise Executives. The BOD may consider including additional terms and conditions in the contracts, compliant with legal regulations, when signing with the General Director, Deputy General Directors, Chief Accountant, or other Enterprise Executives.

Article 32. Cases of dismissal of Enterprise Executives

The General Director and other Enterprise Executives may be dismissed and have their contracts terminated in the following cases:

1. No longer meeting the criteria and conditions specified in Articles 29 and 30 of these Regulations;
2. Submitting a resignation letter that is accepted;
3. Falling under categories prohibited from enterprise management according to Clause 2, Article 17 of the Law on Enterprises.
4. The BOD may dismiss the General Director when at least two-thirds (2/3) of the attending BOD members with voting rights approve and appoint a new replacement General Director.

Article 33. Notice of appointment and dismissal of Enterprise Executives

Following a decision to appoint or dismiss an Enterprise Executive, the Company is responsible for disclosing the information internally and to relevant authorities, on mass media, and on the Company's website in accordance with the sequences and regulations of current laws.

CHAPTER 6 – CAPITAL REPRESENTATIVES

Article 34. Capital Representatives

1. The BOD, after consulting the General Director, designates a minimum of two (02) and a maximum of three (03) capital representatives at subsidiaries and associated companies, specifically determining the capital portion represented by each representative.
2. Capital representatives must meet the following criteria and conditions:
   a. Hold a university degree, possess knowledge of politics, economics, law, and business administration;
   b. Have suitable professional qualifications, understand the core business lines of SRF Group, and master corporate governance principles;
   c. Not simultaneously be a shareholder/authorized representative of a shareholder holding over five percent (5%) of the charter capital, a BOD member/Members' Council member, Company President, internal auditor/ supervisor, Director, or enterprise executive of other enterprises operating in the core business lines of SRF Group, unless approved by the Company's BOD; and
   d. Other criteria and conditions prescribed by law, and the Company's internal regulations.
3. Capital representatives have the following obligations:
   a. Fully attend the General Meeting of Shareholders/ Members' Council meetings at subsidiaries;
   b. execute delegated rights and obligations honestly, carefully, and to the best of their abilities to protect the legitimate interests of the Company;
   c. bear responsibility to the Company for violations of duties specified in this Article;
   d. and other obligations under the law and the Company's internal regulations.

CHAPTER 7 – REGULATIONS ON COORDINATION BETWEEN THE BOARD OF DIRECTORS AND THE GENERAL DIRECTOR

Article 35. Procedures and sequences for convening, sending meeting invitations, recording minutes, and notifying meeting results between the Board of Directors and the General Director

The procedures and sequences for convening, sending meeting invitations, recording minutes, and notifying meeting results between the BOD and the General Director shall follow the sequences and procedures for convening a BOD meeting stipulated in Article 22 of these Regulations.

Article 36. Notification of Resolutions of the Board of Directors to the General Director

BOD Resolutions (containing content relating to the responsibilities, powers, and obligations of the General Director) upon issuance must be sent to the General Director at the same time and via the same methods as for BOD members.

Article 37. Cases where the General Director requests a Board of Directors meeting and matters requiring the Board of Directors' opinions

The General Director may request to convene a BOD meeting in the following cases:

+ When considering that the rights of the General Director as prescribed in Article 36 of the Company Charter are not being enforced;

+ Upon discovering any violation of the law or the Company Charter committed by other Enterprise Executives, after having submitted a written notice to the BOD but the violator has not ceased such violation or provided any remedial solutions.

Matters requiring the BOD's opinion:

a. Recommending to the BOD the organizational structure plans and internal management regulations of the Company;
b. Proposing measures to improve the Company's operations and management;
c. Recommending the quantity and Enterprise Executives the Company needs to recruit for the BOD to appoint or dismiss per internal regulations, and recommending remuneration, salaries, and other benefits for Enterprise Executives for BOD decision;
d. Consulting the BOD to decide on the number of employees, appointment, dismissal, salary levels, allowances, benefits, and other terms relating to their labor contracts;
e. Seeking BOD approval on the detailed business plan for the upcoming financial year in alignment with the (05) year financial plan orientation;
f. Recommending dividend payment plans or methods to handle business losses;
g. Other contents when deemed to be in the interest of the Company.

Article 38. Reports by the General Director to the Board of Directors on the implementation of assigned duties and powers

1. Reporting on the execution status of Resolutions of the BOD and the General Meeting of Shareholders, as well as the Company's business and investment plans approved by the BOD and the General Meeting of Shareholders;
2. Quarterly and annually reporting and evaluating the financial situation and the production and business operations of the Company;
3. Reporting on improvements in organizational structure, policies, and management;
4. Reporting annually on the implementation of obligations toward the environment, the community, and employees;
5. Reporting on the execution status of other contents as requested by the BOD; and matters authorized by the Board of Directors and the General Meeting of Shareholders (if any);
6. Reporting on other issues as requested by the BOD.

Article 39. Review of the implementation of Resolutions and other authorized matters of the Board of Directors towards the General Director

Based on the General Director's report on the execution of assigned duties and powers as regulated, the BOD shall review the implementation results of Resolutions and other authorized matters of the BOD concerning the General Director.

Article 40. Matters the General Director must report, provide information on, and methods of notification to the Board of Directors

1. The General Director shall report to the BOD on matters related to the execution of BOD Resolutions and matters authorized by the BOD to the General Director, report on the Company's production and business status, and issues requiring directives from the BOD.

2. If identifying risks that could significantly impact the reputation and operations of the Company, the General Director must immediately report to the BOD. The General Director is responsible for facilitating optimal conditions for the BOD to access information and reports in the fastest time upon BOD request.

Article 41. Coordination of control, operation, and supervision activities among members of the Board of Directors and the General Director according to specific assigned tasks

The BOD and the General Director coordinate their work relations based on the following principles:

- Always serving the common interests of the Company.
- Strictly complying with relevant legal provisions, the Charter, and the Company's regulations.
- Adhering to principles of centralization, democracy, openness, and transparency.
- Coordinating duties with the highest sense of responsibility, honesty, and cooperation, while regularly and proactively working together to resolve obstacles and difficulties.

CHAPTER 8 – REGULATIONS ON ANNUAL EVALUATION REGARDING REWARDS AND DISCIPLINE FOR BOARD OF DIRECTORS MEMBERS, THE GENERAL DIRECTOR, AND OTHER ENTERPRISE EXECUTIVES

Article 42. Regulations on evaluating the performance of Board of Directors members, the General Director, and other Enterprise Executives

1. The BOD is responsible for developing performance evaluation criteria for all subjects, including BOD members, the General Director, and other executives.
2. Performance evaluation criteria must balance the interests of Enterprise Executives with the long-term interests of the Company and shareholders. Financial and non-financial metrics used in evaluations shall be carefully considered and decided by the BOD from time to time. Among these, non-financial metrics may include: the interests of related parties, operational efficiency, achieved progress and improvements, etc.
3. Annually, based on assigned functions, duties, and established evaluation criteria/achieved results, the BOD shall conduct performance evaluations for BOD members.
4. The Company's BOD conducts the evaluation as follows:
    a. Self-evaluating activities based on annual goals and operational plans; and the regulations within the Company Charter and the Company's internal regulations;
    b. Conducting the evaluation of BOD members, the General Director, and other Enterprise Executives of the Company within thirty (30) days from the end of the financial year;
    c. Enterprise Managers and Enterprise Executives of the Company perform written self-evaluations on their performance during the financial year according to the Company's internal regulations and send them to the Company's BOD at least fifteen (15) days before the evaluation meeting; and
    d. The BOD consults the General Director during the evaluation process of the Company's Enterprise Managers and Enterprise Executives.
5. Annual evaluation results are archived and serve as a basis for decisions on rewards, discipline, appointment, transfer, and dismissal; and determining remuneration, salaries, bonuses, and other benefits for the Company's Enterprise Managers and Enterprise Executives.

6. Evaluating the performance of other Enterprise Executives is conducted in accordance with internal regulations or may rely on the self-evaluation forms of these Enterprise Executives, along with comments from the Chairman of the BOD and/or their direct superiors.

Article 43. Rewards

The BOD approves the reward regulations proposed by the General Director. Rewards are executed based on the performance evaluation results under Article 42 of these Regulations.

Article 44. Discipline

1. The BOD is responsible for building a disciplinary system based on the nature and severity of the violation. The highest disciplinary actions shall be removal or dismissal.
2. BOD members, the General Director, Enterprise Managers, and other Enterprise Executives who fail to fulfill their duties to the required standards of honesty, diligence, and care must bear personal responsibility for any damage they cause.
3. BOD members, the General Director, Enterprise Managers, and other Enterprise Executives who, while performing their duties, commit acts violating the law or Company regulations shall be subjected to disciplinary action, administrative penalties, or criminal prosecution depending on the severity of the violation as prescribed by law and the Company Charter. In cases where damages are caused to the interests of the Company, shareholders, or other persons, compensation must be paid in accordance with the law.

CHAPTER 9 - SELECTION, APPOINTMENT, AND DISMISSAL OF THE PERSON IN CHARGE OF CORPORATE GOVERNANCE

Article 45. Person in charge of corporate governance

1. The Person in charge of corporate governance must meet the following criteria:
   a. Possess an understanding of the law;
   b. Must not concurrently work for an approved auditing firm currently auditing the Company's financial statements;
   c. Other criteria as required by law, the Company Charter, and BOD decisions.
2. The Person in charge of corporate governance has the rights and obligations specified in Clause 4, Article 33 of the Company Charter.

Article 46. Appointment of the Person in charge of corporate governance

1. The BOD shall appoint at least one (01) individual to serve as the Person in charge of corporate governance to effectively support corporate governance activities. The term of the Person in charge of corporate governance is decided by the BOD, up to a maximum of five (05) years. The Person in charge of corporate governance may concurrently serve as the Company Secretary according to Clause 5, Article 156 of the Law on Enterprises and Article 37 of the Company Charter.
2. The BOD may appoint an Assistant to the Person in charge of corporate governance from time to time.

Article 47. Cases of dismissal of the Person in charge of corporate governance

1. The BOD may dismiss the Person in charge of corporate governance when necessary but without contradicting current labor laws.

2. The Person in charge of corporate governance may be dismissed pursuant to a Resolution of the General Meeting of Shareholders.

Article 48. Notice of appointment and dismissal of the Person in charge of corporate governance

Following a decision to appoint or dismiss the Person in charge of corporate governance, the Company is responsible for disclosing the information internally and to relevant authorities, on mass media, and on the Company's website in accordance with the sequences and regulations of current laws.

CHAPTER 10 - AMENDMENT AND SUPPLEMENTATION OF THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

Article 49. Amendment and supplementation of the Internal Regulations on corporate governance

1. Any supplements or amendments to these Regulations must be reviewed and decided by the Company's General Meeting of Shareholders.
2. In cases where relevant legal provisions concerning the Company's operations are not mentioned in these Regulations, or in cases where new legal provisions differ from the clauses herein, those legal provisions shall automatically apply and govern the Company's operations.

CHAPTER 11 - EFFECTIVE DATE

Article 50. Effective Date

1. These Regulations consist of 11 Chapters and 51 Articles, unanimously adopted by the General Meeting of Shareholders of SEAREFICO Corporation on 29 May 2026, fully accepting the validity of this text in its entirety, and replacing the prior Internal Regulations on corporate governance of the Company.
2. Any extract of the Internal Regulations on corporate governance must bear the signature of the Chairman of the BOD.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

CÔNG TY CỔ PHẦN SEAREFICO
SEAREFICO
HOSE: SRF
M.S.D.N: 0301825452

LE TAN PHUOC