

**PROPOSAL**

**Regarding the amendment and supplementation of the Regulations on the  
Organization and Operation of the Board of Directors**

**To: General Meeting of Shareholders**

**Pursuant to:**

Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic Of Vietnam on June 17, 2020;

Law on Securities No. 54/2019/QH14 approved by the National Assembly on November 26, 2019;

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

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

Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies;

Charter on organization and operation of Saigon Traffic Construction Joint Stock Company;

Resolution No. 04/NQ-HĐQT-CTGTSG dated March 23, 2026 of the Company's Board of Directors regarding the approval of contents to be submitted to the 2026 Annual General Meeting of Shareholders

In order to amend and supplement in accordance with the provisions of current law and the practical situation at the enterprise; Now, the Board of Directors of the Company hereby respectfully submits to the General Meeting of Shareholders for approval the amendment of several contents in the Regulations on the Organization and Operation of the Board of Directors of Saigon Traffic Construction Joint Stock Company issued under Decision No. 12/QĐ-HĐQT-CTGTSG dated November 19, 2021 of the Board of Directors of Saigon Transportation Construction Corporation. Specifically:

CURRENT REGULATIONS	DRAFT	NOTE
- <b>Point d, Article 6:</b> A member of the Board of Directors of the Company may concurrently serve as a member of the Board of Directors of another company, but in no more than five	<b>Adjusted to:</b> Members of the Board of Directors may <i>only concurrently serve as members of the Board of Directors or Members' Council at</i>	Article 275 of Decree 245/2025/NĐ-CP



(05) other companies.	<i>a maximum of 05 other companies.</i>	
- <b>Clause 2, Article 5:</b> The total number of non-executive members of the Board of Directors must account for at least one-third (1/3) of the total number of members of the Board of Directors.	<b>Adjusted to:</b> <i>There is at least 01 non-executive member in the Board of Directors.</i>	Article 276 of Decree 245/2025/NĐ-CP
- <b>Point t, Clause 2, Article 11:</b> Organize training and capacity building on corporate governance and necessary skills for members of the Board of Directors, the General Director, and other managers of the Company.	<b>Adjusted to:</b> Organize training and capacity building on corporate governance and necessary skills for members of the Board of Directors, the General Director, <i>the Person in Charge of Corporate Governance</i> , and other managers of the Company.	Article 278 of Decree 245/2025/NĐ-CP

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Sincerely././ *h*

**Recipients:**

- As above
- Board of Supervisors
- Archived: Administrative Office, Board of Directors.

**ON BEHALF OF THE BOARD  
OF DIRECTORS  
CHAIRMAN**



*h*  
**Hoang Ngoc Hung**

