VIETNAM NATIONAL INDUSTRY - ENERGY GROUP
PETROVIETNAM FERTILIZER AND CHEMICALS CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, 15 May 2026

REGULATIONS ON THE ORGANIZATION AND OPERATION OF COMMITTEES UNDER THE BOARD OF DIRECTORS

(Consolidated version of the Regulations promulgated under Decision No. 24-210/QĐ-PBHC dated 31 May 2024, as amended and supplemented by Decision No. 24-241/QĐ-PBHC dated 04 July 2024 and Decision No. 26-1401/QĐ-PBHC dated 15 May 2026 of the Board of Directors of Petrovietnam Fertilizer and Chemicals Corporation – JSC)

Chapter 1 – GENERAL PROVISIONS

Article 1. Scope of Regulation and Subjects of Application

1. Scope of regulation: These Regulations prescribe the organizational structure, personnel, operating principles, functions and duties of the supporting Committees under the Board of Directors of Petrovietnam Fertilizer and Chemicals Corporation (the "Corporation"/"PVFCCo") in support of the activities of the Board of Directors in accordance with the Law on Enterprises, the Corporation's Charter and other relevant provisions of law.
2. Subjects of application: These Regulations apply to the Planning & Business Committee, Audit & Risk Management Committee, Development Investment Committee and Sustainable Development Committee (collectively referred to as the "Committees"), members of the Committees, and other individuals, units and departments within the Corporation involved in the activities of the Committees.

Article 2. Operating Principles

1. A Committee is a specialized supporting body directly under the Board of Directors, with the function of advising and consulting the Board of Directors on matters falling within the functions and duties of each Committee, in line with the Corporation's strategy and development orientation.
2. The Committees report directly to the Board of Directors and shall not be subject to interference in the performance of their duties.
3. Committee members shall perform their duties in compliance with applicable laws and relevant regulations; fulfill the responsibilities of managers and professional ethics; and act honestly, objectively and independently in providing their opinions and conclusions.
4. Committee members shall maintain the confidentiality of information provided to them in accordance with the Corporation's regulations and applicable law.

5. Committee members shall have all rights of members of the Board of Directors as provided in the Corporation's Charter for the performance of their functions and duties.
6. Depending on work requirements, the Committees and their members shall be entitled to utilize the Corporation's professional functional apparatus and the functional departments supporting the Board of Directors in carrying out the Committees' activities.

Chapter 2 – FUNCTIONS AND DUTIES OF THE COMMITTEES

Article 3. Functions and Duties of the Planning & Business Committee

The Planning & Business Committee advises the Board of Directors in the following areas:

1. Development, monitoring and evaluation of the implementation results of the Corporation's strategy and operating plans:

- Review strategic development opportunities for the Corporation; study and propose medium- and long-term plans, with particular emphasis on reviewing the vision and priority areas for each period.
- Review and provide conclusions on operating plans and product business plans of the Corporation and its subsidiaries, and advise the Board of Directors in considering, approving and assigning annual plans.
- Evaluate operating performance and progress in achieving the short- and long-term objectives of the Corporation and its member units.

2. Supervision and direction of the Corporation's product business activities in alignment with its strategy, plans and market conditions:

- Evaluate the appropriateness and effectiveness of the system for implementing product business strategies and the existing evaluation and monitoring system.
- Supervise the formulation, implementation and execution of product business strategies/policies, marketing and communications, and brand management within the scope approved by the Board of Directors.
- Where necessary, recommend that the Board of Directors direct and decide on changes to product business strategies/policies in order to respond promptly to market changes.

Article 4. Functions and Duties of the Audit & Risk Management Committee

The Audit & Risk Management Committee advises the Board of Directors in the following areas:

1. Advising the Board of Directors on the Corporation's internal control activities and systems and enterprise risk management:

- Direct and supervise the activities of the Internal Audit and Risk Management – Compliance functions; review and assess the Corporation's internal control and risk management systems and report the assessment results to the Board of Directors together with recommendations and proposals, including monitoring the implementation of agreed remedial/improvement actions arising from audit findings.

- Review and advise the Board of Directors on the preparation of the Corporation's annual financial statements; the list of independent audit firms proposed by the Board of Supervisors; and supervise the evaluation, selection and recommendation of an audit firm for contracting in accordance with the Corporation's selection results.
- Monitor and assess the independence and objectivity of the audit firm and the effectiveness of the audit process, particularly where the Corporation uses non-audit services provided by the auditor.

2. Advising the Board of Directors on policies and matters relating to the Corporation's organization, personnel and training:

- Annually review and propose to the Board of Directors the development, amendment and supplementation of rules and regulations relating to the management of the Corporation's senior human resources, including but not limited to recruitment, training, evaluation, emulation and commendation policies, performance evaluation regulations, and regulations on salaries, bonuses and other income within the approval authority of the Board of Directors.
- Assist the Board of Directors in proposing strategic planning for senior human resource development (structure and number of positions/titles falling within the approval authority of the Board of Directors).
- Supervise the management and implementation of remuneration and benefit plans.

3. Corporate governance:

- Develop, recommend and annually evaluate corporate governance policies and supervise corporate governance matters.
- Propose solutions to enhance the effectiveness of the Board of Directors.

Article 5. Functions and Duties of the Development Investment Committee

The Development Investment Committee advises, consults and supports the Board of Directors in the following areas:

1. Investment activities:

- Monitor, supervise and direct the implementation of capital construction investment projects, acquisitions, mergers, etc. in accordance with approved strategies and plans.

2. Research and development, application of science and technology, innovation and digital transformation:

- Propose the development and updating of policies on research and development and the application of science and technology to the Corporation's products and production and business activities.
- Review strategic orientations, consider and endorse proposals to promote scientific research and development and the application of technology to products and production, for submission to the Board of Directors for approval within its authority.
- Supervise and evaluate the implementation of research and application policies and plans, science and technology activities, and the allocation of approved funding for

scientific and technological research, ensuring that such activities are aligned with the Corporation's established objectives.

- Supervise and evaluate the post-implementation effectiveness of scientific and technological applications to products and production processes, and make recommendations for improvement or commercialization of intellectual property rights.

Article 5a. Functions and Duties of the Sustainable Development Committee

The Sustainable Development Committee advises, consults and supports the Board of Directors in:

- Providing strategic orientation for the Corporation's sustainable development, greenhouse gas emission reduction and energy conservation strategies;
- Supervising the implementation of objectives, programs and policies relating to environmental, social and corporate governance (ESG) matters;
- Promoting the integration of sustainable development factors, ESG risk management and corporate responsibility into the Corporation's production, business and governance activities;
- Enhancing the Corporation's governance effectiveness, reputation, brand and long-term value for shareholders, investors and stakeholders.
- Supervising related-party transactions falling within the approval authority of the Board of Directors or the General Meeting of Shareholders and making recommendations on transactions requiring approval by the Board of Directors or the General Meeting of Shareholders
- in order to prevent conflicts of interest.

Chapter 3 – STRUCTURE, COMPOSITION AND WORKING REGIME OF THE COMMITTEES

Article 6. Structure and Number of Committee Members

1. Each Committee shall consist of three (03) to five (05) members; Committee members must be members of the Board of Directors.
2. The Committee Chair shall head the Committee and be responsible for the organization and operation of the Committee.
3. The term of office of a Committee member shall coincide with his/her term of office as a member of the Board of Directors as provided in the Corporation's Charter.
4. Each Committee shall have a Committee Secretary who is a management-level employee of the Corporation with work experience/expertise appropriate to the Committee's professional field, to assist and support the Committee and the Committee Chair in organizing and carrying out the Committee's work.

Article 7. Working Regime of the Committees

1. The Committees shall operate through regular meetings held at least once every quarter and at least two (02) working days before a regular meeting of the Board of Directors. An extraordinary Committee meeting may be convened upon: (i) a

written proposal of three-fifths (3/5) of the total members of the Planning & Business Committee, the Development Investment Committee or the Sustainable Development Committee, or two-thirds (2/3) of the total members of the Audit & Risk Management Committee; or (ii) a proposal of the Chairperson of the Board of Directors.

2. Participants in Committee meetings:

   a. Mandatory participants: Committee members and Deputy President & Chief Executive Officers in charge of relevant areas;

   b. Other participants: Regular invitees include the Chairperson of the Board of Directors, members of the Board of Directors, the President & Chief Executive Officer and representatives of the Board of Supervisors. Where necessary, the Committee Chair may decide to invite/convene other persons to attend the meeting according to work requirements.

3. Under the standing assignment and authorization of the Committee Chair, the Committee Secretary shall send meeting notices to participants no later than five (05) working days before the meeting date. The meeting notice must specify the time, venue and agenda (including matters requiring discussion, conclusions and decisions within the Committee's authority) and be accompanied by all relevant documents. Committee meeting notices may be sent by invitation letter, email or other appropriate methods in accordance with the Corporation's Charter.

4. The Committee Secretary shall fully perform the following duties:

   a. Assist the Committee Chair in drafting the agenda, contents, documents, etc. for consideration at the Committee meeting;

   b. Prepare minutes following the Committee meeting;

   c. Perform other necessary tasks as assigned by the Committee Chair.

5. Meeting minutes must be detailed and clear and shall be fully retained. The minute-taker and Committee members shall read, provide comments on and jointly sign the meeting minutes.

6. Committee meetings may be held in person or online. Matters requiring a vote shall be voted on by a show of hands and decided by majority vote.

7. The conclusions and proposals of the Committees shall be used for reporting to, advising and consulting the Board of Directors for consideration and decision on matters within its authority.

8. Coordination among the Committees, Committee Secretaries, Corporation Secretary, Executive Management and functional departments

8.1. Preparation of meeting schedules and agendas of the Committees and the Board of Directors:

- Based on the annual work program of the Board of Directors, the Committee Secretaries and the Corporation Secretary shall coordinate in drafting the regular meeting schedules and agendas of the Committees.

- The Committee Chairs shall discuss and agree on proposals regarding the meeting schedules and agenda contents of the Committees no later than fifteen (15) days before the regular meeting date of the Board of Directors.

- Based on the Committee meeting agenda contents proposed by the Committees and other contents, if any, the Corporation Secretary shall report to the Chairperson of the Board of Directors for the Chairperson to decide on the meeting schedules and agendas of the Committees and the agenda of the regular meeting of the Board of Directors.

8.2. Based on the meeting agendas of the Committees and the Board of Directors as decided by the Chairperson of the Board of Directors, the Corporation Secretary shall send the meeting notice together with the Board of Directors' meeting agenda to the President & Chief Executive Officer and other meeting participants, and simultaneously to the Committees.

8.3. The Committee Secretary shall send the meeting notice together with the Committee meeting agenda to participants for information and implementation in accordance with their assigned functions and duties.

8.4. The President & Chief Executive Officer shall assign the functional departments to coordinate in preparing documents and reports in accordance with the agenda of the Board of Directors' meeting, for submission to the Board of Directors and simultaneously to the Committees under the Board of Directors within the required timeframe. Documents prepared by the Executive Management for meetings of the Board of Directors and the Committees shall include:

- Documents for Committee meetings: The Executive Management shall fully prepare documents in accordance with the contents and deadlines specified in the Committees' meeting invitations. Such documents shall also be used for the corresponding agenda items at the Board of Directors' meeting, unless supplementation or updating is necessary.

- Documents for meetings of the Board of Directors: In addition to the documents prepared for Committee meetings, the Executive Management shall prepare documents for Board of Directors' meetings in respect of matters not included in the Committees' meeting agendas, in accordance with the Board of Directors' meeting notice (if any).

Article 8. Responsibilities for Reporting, Information Exchange and Operational Coordination

1. On a quarterly and annual basis, each Committee shall report to the Board of Directors on its activities, key issues requiring resolution and related proposals;
2. The Committees shall provide explanatory reports to the Board of Directors on assigned matters or as required by the Board of Directors or applicable law;
3. The Committees shall regularly coordinate and exchange information with one another and with the Executive Management to enhance the effectiveness of their advisory and recommendation activities for the Board of Directors.

Article 9. Responsibilities and Powers of the Board of Directors

1. Approve the designation of members and appointment of the Chairs of the Committees; appoint Committee Secretaries (after discussion and agreement with the President & Chief Executive Officer where a Committee Secretary is a management officer under the Executive Management).
2. Approve the Regulations on the Organization and Operation of the Committees and any amendments and supplements thereto.
3. Decide on salaries and remuneration of Committee members and the operating expenses of the Committees.

Article 10. Effectiveness

1. These Regulations on the Organization and Operation of Committees under the Board of Directors of the Corporation comprise ten (10) Articles and shall take effect from 01 June 2024.
2. During implementation, the Committees shall evaluate and review the implementation of these Regulations and propose that the Board of Directors consider amendments and supplements where necessary./.
