APPENDIX:

COMPARISON TABLE OF AMENDMENTS AND ADDITIONS TO THE DRAFT INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
SUBMITTED FOR APPROVAL AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
(Attached to Proposal No. 112/TTr-HDQT dated April 23, 2026)

Notes:

- This Appendix updates the principal amended contents of the Draft Internal Regulations on Corporate Governance of the Board of Directors submitted to the 2026 Annual General Meeting of Shareholders for approval, for shareholders' ease of reference and comparison.
- The proposed amendments under the section "Provisions of the Current Internal Regulations on Corporate Governance" are indicated by <u>underlined text</u>.
- The contents to be amended and supplemented under the section "Provisions of the Amended Internal Regulations on Corporate Governance" are presented in **bold black text**.

Provisions of the Current Internal Regulations on Corporate Governance	Provisions of the Amended Internal Regulations on Corporate Governance	Reasons/ Explanations/ Notes
PURSUANT TO – <u>*Enterprise Law No. 59/2020/QH14 was passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 03/2022/QH15 was passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and documents guiding its implementation;*</u> – <u>*Securities Law No. 54/2019/QH14 was passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019; Law No. 56/2024/QH15 was passed by the National Assembly*</u>	**PURSUANT TO** – ***Enterprise Law No. 59/2020/QH14 was passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 03/2022/QH15 was passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and amended by Law No. 76/2025/QH15 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and its guiding documents;*** – ***Securities Law No. 54/2019/QH14 was passed by the 14th National Assembly of the Socialist***	Update the references to the relevant information to reflect the revision date of the Regulations and clearly state the legal basis for their issuance.

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<u>*of the Socialist Republic of Vietnam on November 29, 2024 and documents guiding its implementation;*</u> – <u>*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.*</u> – <u>*Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law.*</u> – <u>*Charter of Organization and Operation of TNH Hospital Group Joint Stock Company;*</u> – <u>*Resolution of the General Meeting of Shareholders No. 508/NQ-DHDCD dated June 16, 2025.*</u>	***Republic of Vietnam on November 26, 2019; Law No. 56/2024/QH15 was passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024 and documents guiding its implementation;*** – ***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, amended and supplemented by Decree No. 245/2025/ND-CP issued by the Government on September 11, 2025;*** – ***Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law.*** – ***Charter of Organization and Operation of TNH Hospital Group Joint Stock Company;*** – ***Resolution of Shareholders' Meeting No. …. Dated …. Month …. Year …. ;***	

Provisions of the Current Internal Regulations on Corporate Governance	**Provisions of the Amended Internal Regulations on Corporate Governance**	**Reasons/ Explanations/ Notes**
Article 1. Scope of regulation and applicable subjects 1. Scope of regulation: Internal regulations on corporate governance stipulate the following contents: - Roles, rights and obligations of the General Meeting of Shareholders, Board of Directors, <u>CEO</u>; - Procedures for meetings of the General Meeting of Shareholders; Board of Directors; - Nomination, candidacy, election, dismissal and removal of members of the Board of Directors and <u>CEO</u> - Other issues related to the Company's internal management activities according to the provisions of law and the Company's Charter; 2. Applicable subjects: This regulation applies to members of the Board of Directors, <u>CEO and related persons.</u>	**Article 1. Scope of regulation and applicable subjects** 1. Scope of regulation: Internal regulations on corporate governance stipulate the following contents: - Roles, rights and obligations of the General Meeting of Shareholders, Board of Directors, **Executive Board**; - Procedures for meetings of the General Meeting of Shareholders; Board of Directors; - Nomination, candidacy, election, dismissal and removal of members of the Board of Directors **and Executive Board**; - Other issues related to the Company's internal management activities according to the provisions of law and the Company's Charter; 2. Applicable subjects: This regulation applies to members of the Board of Directors<u>**, Executive Board**</u>	The updated revisions are consistent with the Company's current management structure.
Article 2. Interpretation of terms ... <u>b) The Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on</u>	**Article 2. Interpretation of terms** ... **b) The Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of**	Update the legal basis for issuance and amendment to align with the Company's current management

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January 11, 2022 and implementing documents; ... i. “Enterprise manager” means the company manager, including the Chairman of the Board of Directors, members of the Board of Directors, Director (CEO) and individuals holding other management positions as prescribed in the Company Charter directly appointed by the Board of Directors; j. “Enterprise Executive” means the Director (CEO), Deputy Director (Deputy General Director), Chief Accountant, and other executives as prescribed in the Company Charter; k. “Non-executive Board Member” (hereinafter referred to as “non-executive member”) is a member of the Board of Directors who is not the Director (CEO), Deputy Director (Deputy General Director), Chief Accountant and other executives as prescribed in the Company Charter. ... n. “Insider” is a person holding an important position in the management and administration of an enterprise as prescribed in Clause 45, Article 4 of the Law on Securities;	**Vietnam on January 11, 2022 and amended by Law No. 76/2025/QH15 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and its guiding documents;** **...** **i. “Enterprise managers” means the company manager, including: the Chairman and members of the Board of Directors, the Chief Executive Officer (CEO), Deputy CEOs, Chief Financial Officer (CFO), Chief Medical Officer (CMO), and Chief Accountant;** **j. “Enterprise Executive” means the CEO, Deputy CEOs, CFO, CMO, and Chief Accountant.** **k. “Non-executive Board Member” (hereinafter referred to as “non-executive member”) is a member of the Board of Directors who is not the CEO, Deputy CEOs, CFO, CMO, or Chief Accountant;** **...** n. “Insider” refers to a person holding a key position **in the corporate governance and management structure** of a business as defined in Clause 45, Article 4 of the Securities Law;	structure.

Provisions of the Current Internal Regulations on Corporate Governance	Provisions of the Amended Internal Regulations on Corporate Governance	Reasons/ Explanations/ Notes
Article 3. Company management apparatus 1. General Meeting of Shareholders 2. Board of Directors 3. Audit Committee under the Board of Directors <u>4. Executive Management Board</u>	**Article 3. Company management apparatus** 1. General Meeting of Shareholders 2. Board of Directors 3. Audit Committee under the Board of Directors **4. The Executive Board includes: the Chief Executive Officer (CEO), the Deputy CEOs, Chief Financial Officer, Chief Medical Officer, Chief Accountant of the Company.**	The changes are to align with the Company's current management structure.
Article 25. Report on the activities of the Board of Directors at the annual General Meeting of Shareholders ... 7. Monitoring results for other <u>operators.</u> ...	**Article 25. Report on the activities of the Board of Directors at the annual General Meeting of Shareholders** ... 7. Monitoring results for other **managers**. ...	The changes are in line with the Company's current management structure.
Article 26. Report on the activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders ... 4. 4. Evaluation report on transactions between the Company, its subsidiaries, and companies controlled by the Company with ten percent (10%) or more of charter capital, with members of the Board of Directors, the CEO, other corporate <u>executives</u>, and their related parties; transactions between the Company and companies in which the members	**Article 26. Report on the activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders** ... 4. Evaluation report on transactions between the Company, its subsidiaries, and companies controlled by the Company with ten percent (10%) or more of charter capital, with members of the Board of Directors, the CEO, other	The changes are in line with the Company's current management structure.

Provisions of the Current Internal Regulations on Corporate Governance	Provisions of the Amended Internal Regulations on Corporate Governance	Reasons/ Explanations/ Notes
of the Board of Directors, the CEO, or other corporate executives are founders or managers within three (03) years prior to the transaction date. ... 6. Results of supervision of the Board of Directors, CEO and other executives of the enterprise; ...	corporate **managers**, and their related parties; transactions between the Company and companies in which the members of the Board of Directors, the CEO, or other corporate **managers** are founders or managers within three (03) years prior to the transaction date; ... 6. Results of supervision of the Board of Directors, CEO and other **managers** of the enterprise; ...	
Article 27. Role, rights and obligations of the Board of Directors 2. The rights and obligations of the Board of Directors shall be implemented in accordance with the provisions of law, Article 27 of the company charter, and the following contents: e. Appointment of a Corporate Governance Officer.	**Article 27. Role, rights and obligations of the Board of Directors** 2. The rights and obligations of the Board of Directors shall be implemented in accordance with the provisions of law, Article 27 of the company charter, and the following contents: **e. Elect, remove, and dismiss the Chairperson of the Board of Directors; appoint, remove, enter into, and terminate contracts with the CEO, Deputy CEOs, Chief Financial Officer, Chief Medical Officer, and issue job descriptions defining the functions, duties, powers, and responsibilities of the aforementioned positions; determine the salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Members' Council/Board of Directors or General Meeting of**	Amendments are made to align with the rights and obligations of the Board of Directors at the Company.

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	Shareholders of other companies, and decide on the remuneration and other benefits of such representatives.	
Article 28. Rights, obligations, and responsibilities of members of the Board of Directors ... 3. The company's independent Board of Directors must prepare an evaluation report on the Board of Directors' performance.	**Article 28. Rights, obligations, and responsibilities of members of the Board of Directors** ... 3. **Each independent** member of the company's Board of Directors must prepare an evaluation report on the Board's performance.	Amended according to Clause 80, Article 1 of Decree 245/2025/ND-CP amending and supplementing... Clause 3, Article 277 of Decree 155/2020/ND-CP
Article 30. Structure, standards and conditions for membership of the Board of Directors 2. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises and the Company Charter: ... <u>c. A member of the Board of Directors of a company may concurrently be a member of the Board of Directors of a maximum of 05 other companies.</u> ... 3. Non-executive members of the Board of Directors	**Article 30. Structure, standards and conditions for membership of the Board of Directors** 2. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises and the Company Charter: ... **c. A member of the Board of Directors of a company may concurrently be a member of the Board of Directors or the Members' Council of a maximum of 05 other companies.** ... **3. A non-executive member of the Board of Directors**	Amendments are made in accordance with Clause 78, Article 1 of Decree 245/2025/ND-CP, which amends and supplements Clause 3, Article 275 of Decree

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(hereinafter referred to as non-executive members) are members of the Board of Directors who are not the General Director, Deputy General Director, Chief Accountant, and other executives as stipulated in the company's charter.	**(hereinafter referred to as a non-executive member) is a member of the Board of Directors who is not the CEO, Deputy CEOs, CFO, CMO, or Chief Accountant.**	155/2020/ND-CP, and are adapted to the Company's current organizational structure.
Article 31. Nomination and candidacy of members of the Board of Directors 1. Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% or more may nominate up to five (05) candidates.	**Article 31. Nomination and candidacy of members of the Board of Directors** **1. Shareholders holding ordinary shares have the right to aggregate their voting shares to nominate candidates for the Board of Directors. Specifically, a shareholder or a group of shareholders holding from 5% to less than 15% of the total voting shares is entitled to nominate one (1) candidate; from 15% to less than 25% of the total voting shares is entitled to nominate up to two (2) candidates; from 25% to less than 35% of the total voting shares is entitled to nominate up to three (3) candidates; from 35% to less than 45% of the total voting shares is entitled to nominate up to four (4) candidates; from 45% to less than 55% of the total voting shares is entitled to nominate up to five (5) candidates; from 55% to less than 65% of the total voting shares is entitled to nominate up to six (6) candidates; and from 65% or more of the total voting shares is entitled to nominate up to seven (7) candidates.**	The amendment aims to specifically define the right of shareholders or groups of shareholders to nominate individuals to the Board of Directors in accordance with the Company's current regulations.

Provisions of the Current Internal Regulations on Corporate Governance	Provisions of the Amended Internal Regulations on Corporate Governance	Reasons/ Explanations/ Notes
Article 48. Role, responsibilities, rights and obligations of the CEO 2. The CEO has the following rights and responsibilities: ... d. Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors; ... i. Other rights and obligations as prescribed by law, the company's charter, and resolutions and decisions of the Board of Directors.	**Article 48. Role, responsibilities, rights and obligations of the CEO** 2. The CEO has the following rights and responsibilities: ... **đ. To appoint, dismiss, and remove the Chief Accountant, Chief Medical Officer, and all other managerial positions of the Company, its branches, and subsidiaries, except for those positions falling under the authority of the Board of Directors (including the Chief Financial Officer and Chief Medical Officer); and to issue job descriptions defining the functions, duties, powers, and responsibilities of such positions.** **With respect to the Chief Financial Officer and the Chief Medical Officer, the CEO shall have the authority to assign tasks, direct and manage their work, and evaluate their performance in accordance with their assigned functions and duties.** **...** **i. Exercise the rights and obligations of the legal representative as prescribed in the Company's Charter;** **j.** Other rights and obligations as prescribed by law, the company's charter, and resolutions and decisions of the Board of Directors.	Amend and supplement the rights and obligations of the General Director in accordance with current regulations of the Company.
CHAPTER VI. COORDINATION OF ACTIVITIES	**CHAPTER VI. COORDINATION OF ACTIVITIES**	The changes

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BETWEEN THE BOARD OF DIRECTORS AND <u>EXECUTIVE</u>	**BETWEEN THE BOARD OF DIRECTORS AND EXECUTIVE BOARD**	are in line with the Company's current management structure.
Article 53. Notification of resolutions and decisions of the Board of Directors to the CEO Resolutions and decisions of the Board of Directors, once issued, must be sent to the members of <u>the Executive Management Board</u> at the same time and in the same manner as they are sent to the members of the Board of Directors.	**Article 53. Notification of resolutions and decisions of the Board of Directors to the CEO** Resolutions and decisions of the Board of Directors, once issued, must be sent to the members of **the Executive Board** at the same time and in the same manner as they are sent to the members of the Board of Directors.	The changes are in line with the Company's current management structure.
Article 54. Cases in which the CEO proposes to convene a meeting of the Board of Directors and issues requiring the Board of Directors' opinion 1. The CEO may request a meeting of the Board of Directors in the following cases: ... b. When discovering violations of the law or violations of the Company Charter by other business <u>executives</u> after having notified the Board of Directors in writing but the violator has not yet stopped the violation or has a solution to remedy the consequences;	**Article 54. Cases in which the CEO proposes to convene a meeting of the Board of Directors and issues requiring the Board of Directors' opinion** 1. The CEO may request a meeting of the Board of Directors in the following cases: ... b. When discovering violations of the law or violations of the Company Charter by other **managers** after having notified the Board of Directors in writing but the violator has not yet stopped the violation or has a solution to remedy the consequences;	The changes are in line with the Company's current management structure.

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2. Issues requiring the Board of Directors' opinion: ... c. The CEO must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and business executives. ...	2. Issues requiring the Board of Directors' opinion: ... c. The CEO must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and **managers.** ...	
CHAPTER VII. REGULATIONS ON ANNUAL ASSESSMENT OF REWARDS AND DISCIPLINE FOR MEMBERS OF THE BOARD OF DIRECTORS, CEOS AND OTHER ENTERPRISE EXECUTIVES.	**CHAPTER VII. REGULATIONS ON ANNUAL ASSESSMENT OF REWARDS AND DISCIPLINE FOR MEMBERS OF THE BOARD OF DIRECTORS, CEOS AND OTHER MANAGERS OF THE ENTERPRISE.**	The changes are in line with the Company's current management structure.
Article 59. Regulations on performance assessment of members of the Board of Directors, CEO and other executives 1. The Board of Directors is responsible for establishing performance evaluation standards for all members of the Board of Directors, the CEO and other executives. 2. The performance evaluation criteria must harmonize the interests of the business operator with the long-term interests of the Company and shareholders. The financial	**Article 59. Regulations on performance assessment of members of the Board of Directors, CEO and other managers** 1. The Board of Directors is responsible for establishing performance evaluation standards for all members of the Board of Directors, CEO, **Deputy CEOs, the Chief Financial Officer and the Chief Medical Officer.** 2. The performance evaluation criteria must harmonize the interests of the **managers** with the long-term interests of the	The changes are in line with the Company's current management structure.

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and non-financial indicators used in the evaluation are carefully considered and decided by the Board of Directors at each time. In particular, non-financial indicators can be mentioned as: the interests of related parties, operational efficiency, progress and improvements achieved, etc. <u>...</u> 4. The evaluation of other <u>operators</u>' performance is carried out according to internal regulations or may be based on the self-evaluation of these <u>operators</u>' performance.	Company and shareholders. The financial and non-financial indicators used in the evaluation are carefully considered and decided by the Board of Directors at each time. In particular, non-financial indicators can be mentioned as: the interests of related parties, operational efficiency, progress and improvements achieved, etc. **...** 4. The evaluation of other **managers**' performance is carried out according to internal regulations or may be based on the self-evaluation of these **managers**' performance.	
Article 60. Awards 1. The Board of Directors or the Remuneration Subcommittee (if any) is responsible for developing a reward policy. Rewards are made based on the performance evaluation results of the Board members, the CEO and other executives. ... 4. For business executives: the bonus fund is drawn from the Company's Welfare Bonus Fund and other legal sources. The bonus level is based on actual annual business results. The CEO will propose to the Board of Directors for approval. In case of exceeding authority, it will be submitted to the General Meeting of Shareholders for approval.	**Article 60. Awards** 1. 1. The Board of Directors or the Remuneration Subcommittee (if any) is responsible for developing a reward policy. Rewards are made based on the performance evaluation results of the Board members, the CEO and other **managers.** ... 4. For **managers**: the bonus fund is drawn from the Company's Welfare Bonus Fund and other legal sources. The bonus level is based on actual annual business results. The CEO will propose to the Board of Directors for approval. In case of exceeding authority, it will be submitted to the General Meeting of Shareholders for approval.	The changes are in line with the Company's current management structure.

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Article 61. Discipline ... 2 Members of the Board of Directors and company executives who fail to fulfill their duties with honesty, diligence, and prudence shall be personally liable for any damages caused. 3. Members of the Board of Directors and company executives who, in performing their duties, commit violations of legal regulations or Company rules shall be subject to disciplinary actions, administrative penalties, or criminal prosecution in accordance with the law and the Company's Charter. In cases where such violations cause harm to the interests of the Company, shareholders, or others, compensation must be made according to legal provisions.	**Article 61. Discipline** ... 2. Members of the Board of Directors and company **managers** who fail to fulfill their duties with honesty, diligence, and prudence shall be personally liable for any damages caused. 3. Members of the Board of Directors and company **managers** who, in performing their duties, commit violations of legal regulations or Company rules shall be subject to disciplinary actions, administrative penalties, or criminal prosecution in accordance with the law and the Company's Charter. In cases where such violations cause harm to the interests of the Company, shareholders, or others, compensation must be made according to legal provisions.	The changes are in line with the Company's current management structure.
Article 63. Entry into force 1. This Regulation consists of 8 chapters and 63 Articles and was unanimously approved by the General Meeting of Shareholders of TNH Hospital Group Joint Stock Company on June 16, 2025 and jointly accept the full text of this Regulation. ...	**Article 63. Entry into force** 1. This Regulation consists of 8 chapters and 63 Articles and was unanimously approved by the General Meeting of Shareholders of TNH Hospital Group Joint Stock Company on **May 15, 2026** and jointly accept the full text of this Regulation. **...**	Update the effective date of the Regulations and amend them to reflect the Company's current management structure.

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3. The Board of Directors, Executive Management Board and other relevant individuals and organizations of TNH Hospital Group Joint Stock Company are responsible for implementing this Regulation.	3. The Board of Directors, **Executive Board** and other relevant individuals and organizations of TNH Hospital Group Joint Stock Company are responsible for implementing this Regulation.	
Other detailed adjustments include the order of Articles and Clauses; sentence structure, wording, abbreviations, and references in the Internal Regulations on Corporate Governance to ensure consistency in form and content of the Internal Regulations on Corporate Governance. but this does not change the main content of the articles and clauses.		