

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

CHARTER

VIETTHAI ELECTRIC CABLE CORPORATION

(Promulgated pursuant to Resolution No. 04/2026/NQ-HĐQT of the Board of Directors dated 03 February 2026)

Dong Nai, February 2026

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FOREWORDS

This Charter is adopted by the Company pursuant to Resolution No. 04/2026/NQ-HĐQT of the Board of Directors dated 03 February 2026.

CHAPTER I: DEFINITION

Article 1. Interpretation of Terms

1. In this Charter, the following terms shall be construed as follows:
 - a) Charter Capital is the total par value of shares sold or registered for purchase upon establishment of the joint stock company and as stipulated in Article 6 of this Charter;
 - b) Voting Capital is the share capital, whereby the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;
 - c) Enterprise Law is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
 - d) Securities Law is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
 - e) Vietnam is the Socialist Republic of Vietnam;
 - f) Establishment Date is the date the Company is first issued the Enterprise Registration Certificate (Business Registration Certificate);
 - g) Enterprise Manager is the General Director, Deputy General Director; Chief Accountant and other managers as stipulated in the Company's Charter;
 - h) Enterprise Executive is the company executive, including the Chairman of the Board of Directors, members of the Board of Directors, General Director and other managerial titles as stipulated in the company charter;
 - i) Related Person is an individual or organization as stipulated in Clause 23, Article 4 of the Enterprise Law and Clause 46, Article 4 of the Securities Law;
 - j) Shareholder is an individual or organization owning at least one share of the joint stock company;
 - k) Major Shareholder is a shareholder as stipulated in Clause 18, Article 4 of the Securities Law;
 - l) Operation Term is the operating period of the Company as stipulated in Article 2 of this Charter and any extension period (if any) approved by the Company's General Meeting of Shareholders by resolution.
2. In this Charter, references to one or more provisions or other documents include amendments or replacements thereof.

3. The headings (Sections, articles of this Charter) are used for convenience of understanding the content and do not affect the content of this Charter.

CHAPTER II: NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, OPERATION TERM AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2: Name, Legal Form, Head Office, Branches, Representative Offices and Operation Term of the Company

1. Company Name:
 - a) Vietnamese Name: **CÔNG TY CỔ PHẦN DÂY CÁP ĐIỆN VIỆT THÁI**
 - b) English Name: **VIETTHAI ELECTRIC CABLE CORPORATION**
 - c) Abbreviated Name: **VIETTHAICABLE**
2. The Company is a joint stock company with legal person status in accordance with the current laws of Vietnam.
3. The registered head office of the Company is:
 - a) Address: Lot No. 6, Road No. 2&5, Giang Dien Industrial Park, Trang Bom District, Dong Nai Province, Vietnam.
 - b) Telephone: (0251) 383 6158 - 383 6204
 - c) Fax: (0251) 383 6297
 - d) E-mail: vt@vietthaicable.vn
 - e) Website: www.vietthaicable.vn
4. The Company may establish branches and representative offices within its business area to implement the Company's operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.
5. Unless terminated prior to the term according to Clause 2, Article 53 of this Charter or the operation term is extended according to Article 54 of this Charter, the Company's operation term commences from the establishment date and is indefinite.

Article 3: Legal Representative of the Company

1. The Company has one (01) legal representative who is the General Director.
2. The rights and obligations of the legal representative are stipulated in accordance with this Charter and legal regulations
3. The legal representative of the Company is an individual representing the Company in exercising rights and obligations arising from the Company's transactions, representing the Company as the party requesting civil matter resolution, plaintiff, defendant, or party with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law. The responsibilities of the legal representative shall be

performed in accordance with Article 13 of the Enterprise Law, other rights and obligations as prescribed by law, the Company's Charter, and the Company's internal regulations.

4. The legal representative of the Company must reside in Vietnam. In case the legal representative exits Vietnam, they must authorize in writing another individual residing in Vietnam to perform the rights and obligations of the legal representative. In this case, the legal representative remains responsible for the performance of the authorized rights and obligations
5. In case the authorization period expires and the Company's legal representative has not returned to Vietnam and there is no other authorization, the authorized person shall continue to perform the rights and obligations of the Company's legal representative within the authorized scope until the legal representative returns to work at the Company or until the Board of Directors decides to appoint another person as the legal representative of the Company.
6. In case of absence from Vietnam for more than thirty (30) days without authorizing another person to perform the rights and duties of the Company's legal representative; or in case of death, missing, being prosecuted for criminal liability, detained, serving a prison sentence, serving administrative handling measures at compulsory detoxification establishments, compulsory education establishments; having restricted or lost civil act capacity, having difficulties in perception and behavior control; being banned by the Court from holding positions, practicing professions, or performing certain jobs; then the Board of Directors shall appoint another person as the legal representative of the Company.
7. The legal representative of the Company represents the Company in signing contracts, transactions with other organizations and individuals, or delegates, authorizes others to sign according to the delegation specified in the Financial Regulations and in accordance with legal regulations.

CHAPTER III. OBJECTIVES, BUSINESS SCOPE AND ACTIVITIES OF THE COMPANY

Article 4: Business Objectives of the Company

1. The business lines of the Company are:

No.	Business Line	Industry Code
1	Manufacture of other electrical and electronic wires and cables. Detail: Manufacture of electrical wires and cables.	2732 (Main)
2	Manufacture of non-ferrous and precious metals. Detail: Manufacture of copper, brass, aluminum.	2420
3	Wholesale of metals and metal ores. Detail: Wholesale of copper, brass, aluminum products.	4662
4	Agency, brokerage, auction of goods. Detail: Sales and commercial service agency (excluding real estate brokerage, insurance brokerage, auction).	4610
5	Wholesale of other machinery, equipment and spare parts. Detail: Wholesale of electrical wires and cables. Trading of supplies, machinery, equipment, and spare parts.	4659
6	Trading and leasing of real estate, factories.	6810
7	Electricity trading.	3512

2. The Company's operational objectives are: To mobilize and efficiently use capital sources for investment, production, and business activities aiming to achieve maximum lawful profits; to create stable employment for laborers; to ensure lawful interests for shareholders; to fulfill tax obligations and other financial obligations in accordance with legal regulations

Article 5: Business and Activity Scope of the Company

1. The Company is permitted to plan and conduct all business activities according to the business lines announced on the National Business Registration Portal and in this Charter, in compliance with current legal regulations, and to implement appropriate measures to achieve the Company's objectives.
2. The Company may conduct business in other lines and sectors permitted by law and approved by the General Meeting of Shareholders.

CHAPTER IV: CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6: Charter Capital, Shares, Founding Shareholders

1. The Charter Capital of the Company is VND 108,999,890,000 (In words: One hundred eight billion, nine hundred ninety-nine million, eight hundred ninety thousand dong). The

total charter capital of the Company is divided into 10,899,890 shares with a par value of VND 10,000 per share.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with legal regulations.
3. The shares of the Company as of the date of adoption of this Charter are ordinary shares. The accompanying rights and obligations of shareholders holding shares are stipulated in Articles 12 and 13 of this Charter.
4. The Company may issue other types of preferred shares after approval by the General Meeting of Shareholders and in accordance with legal regulations.
5. Ordinary shares must be preferentially offered to existing shareholders in proportion to the percentage of ownership of their ordinary shares in the Company, unless otherwise specified by the General Meeting of Shareholders. The number of shares fully not subscribed by the shareholders shall be decided by the Company's Board of Directors. The Board of Directors may distribute such shares to the subjects under more favorable conditions than the conditions offered to the existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
6. The Company may acquire shares issued by the Company in accordance with the manner specified in this Charter and applicable laws.

Article 7: Share Certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number and type of shares owned.
2. Shareholders of the Company shall be issued share certificates corresponding to the number and type of shares owned.
3. Within thirty (30) days from the date of submitting a complete dossier requesting share ownership transfer as prescribed by the Company or within sixty (60) days (or another term according to issuance terms) from the date of full payment for share purchase as stipulated in the Company's share issuance plan, the owner of the shares shall be issued a share certificate. The share owner is not required to pay the Company for share certificate printing costs.
4. In case a share certificate is lost, damaged, or destroyed in another form, the shareholder shall be reissued a share certificate by the Company upon request of that shareholder. The shareholder's request must include the following contents:
 - a) Information about the lost, damaged, or destroyed share certificate;
 - b) Commitment to be responsible for any disputes arising from the reissuance of the new share certificate.

Article 8: Other Securities Certificates

The General Meeting of Shareholders of the Company decides on the issuance of bonds and other securities. Bonds or other securities certificates of the Company (excluding offering letters, temporary certificates, and similar documents) shall be issued with the signature of the legal representative and the seal of the Company.

Article 9: Share Transfer

1. All shares are freely transferable unless otherwise prescribed by this Charter and law. Shares listed on the Stock Exchange are transferred in accordance with regulations on securities and the securities market.
2. Shares not fully paid-up are not transferable and do not enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity sources, the right to purchase newly offered shares, and other rights as prescribed by law.

Article 10: Share Repurchase

1. In case a shareholder fails to pay fully and on time the amount payable for share purchase, the Board of Directors shall notify and has the right to request that shareholder to pay the remaining amount and be responsible corresponding to the total par value of shares registered for purchase for the financial obligations of the Company arising due to non-full payment.
2. The aforementioned payment notice must specify the new payment deadline (minimum seven (07) days from the date of sending the notice), payment location, and must clearly state that in case of non-payment as requested, the shares not fully paid-up will be repurchased.
3. The Board of Directors has the right to repurchase shares not fully and timely paid-up in case the requirements in the aforementioned notice are not fulfilled.
4. Repurchased shares are considered shares authorized for offering as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorizedly sell, reallocate them under conditions and methods deemed appropriate by the Board of Directors.
5. The shareholder holding repurchased shares must relinquish shareholder status for those shares but remains responsible corresponding to the total par value of shares registered for purchase for the financial obligations of the Company arising at the time of repurchase

as decided by the Board of Directors from the repurchase date until the payment date. The Board of Directors has full authority to decide on compulsory payment of the full share value at the time of repurchase.

6. A repurchase notice is sent to the holder of the shares to be repurchased before the repurchase time. The repurchase remains effective even if there are errors or negligence in sending the notice.

CHAPTER V: ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11: Organizational Structure, Governance and Control

The management, governance, and control organizational structure of the Company includes:

1. General Meeting of Shareholders;
2. Board of Directors;
3. Audit Committee;
4. General Director Board.

CHAPTER VI: SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12: Rights of Shareholders

1. Ordinary shareholders have the following rights:
 - a) Attend and speak at General Meetings of Shareholders and exercise voting rights directly at the General Meeting of Shareholders or through authorized representatives or other forms as stipulated by the Company's Charter and law. Each ordinary share has one vote;
 - b) Receive dividends at the rate decided by the General Meeting of Shareholders;
 - c) Priority purchase of new shares in proportion to their respective ordinary shareholding ratio in the Company;
 - c) Priority purchase of new shares in proportion to their respective ordinary shareholding ratio in the Company;
 - d) Freely transfer their shares to others, except in cases stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Enterprise Law and other relevant legal regulations;
 - e) Inspect, inquire, and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information;
 - f) Inspect, inquire, extract, or copy the Company's Charter, minutes of General Meetings of Shareholders, and resolutions of the General Meeting of Shareholders;

- g) In case the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to their shareholding ratio in the Company after the Company has paid off all debts (including state obligations, taxes, fees) and paid shareholders holding other types of shares of the Company as prescribed by law;
 - h) Request the Company to repurchase their shares in cases stipulated in Article 132 of the Enterprise Law;
 - i) Receive equal treatment. Each share of the same type confers equal rights, obligations, and benefits on the shareholder. In case the Company has preferred share types, the rights and obligations attached to the preferred share types must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
 - j) Have full access to periodic information and unusual information disclosed by the Company as prescribed by law;
 - k) Have their lawful rights and interests protected; propose suspension, cancellation of resolutions, decisions of the General Meeting of Shareholders, Board of Directors as prescribed by the Enterprise Law;
 - l) Other rights as prescribed by law and this Charter.
 - m) Rights regarding other share types (if any) are exercised in accordance with current laws.
2. Shareholder(s) holding from 5% of the total ordinary shares upward have the following rights:
- a) Request the Board of Directors to convene a General Meeting of Shareholders in cases stipulated in Clause 3, Article 115 and Article 140 of the Enterprise Law;
 - b) Inspect, inquire, extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, contracts, transactions requiring Board of Directors approval, and other documents, except documents related to trade secrets, business secrets of the company;
 - c) Request the Audit Committee to inspect specific issues related to the management, administration of the company's activities when deemed necessary. The request must be in writing and include the following contents: full name, contact address, nationality, personal legal document number for individual shareholders; name, enterprise code or organization's legal document number, head office address for organizational shareholders; number of shares and share registration time of each shareholder, total shares of the shareholder group and ownership ratio in the total shares of the company; issues to be inspected, inspection purpose;
 - d) Propose issues to be included in the General Meeting of Shareholders agenda. The proposal must be in writing and sent to the Company no later than 03 working days before

the opening date. The proposal must specify the shareholder's name, number of each type of shares held by the shareholder, the proposed issue to be included in the meeting agenda;

- e) Other rights as prescribed by law.
- 3. Shareholder(s) owning from 10% of the total ordinary shares upward have the right to nominate persons to the Board of Directors, Audit Committee. Unless the Company Charter provides otherwise, the nomination of persons to the Board of Directors and Audit Committee is carried out as follows:
 - a) Ordinary shareholders forming a group to nominate persons to the Board of Directors and Audit Committee must notify the group meeting to attending shareholders before the opening of the General Meeting of Shareholders;
 - b) Based on the number of Board members and Audit Committee members, shareholder(s) or group of shareholders stipulated in this Clause are entitled to nominate one or a number of persons as decided by the General Meeting of Shareholders to be candidates for the Board of Directors. If the number of candidates nominated by the shareholder(s) or group of shareholders is lower than the number they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates are nominated by the Board of Directors and other shareholders;

Article 13: Obligations of Shareholders

Ordinary shareholders have the following obligations:

- 1. Pay fully and on time for the shares committed to be purchased;
- 2. Must not withdraw contributed capital in the form of ordinary shares from the company in any form, except when the shares are repurchased by the company or others. If a shareholder withdraws part or all of the contributed share capital contrary to this clause, that shareholder and related interested persons in the company shall be jointly liable for the company's debts and other property obligations within the value of the withdrawn shares and any damages incurred;
- 3. Comply with the Company's Charter and internal regulations;
- 4. Implement Resolutions, decisions of the General Meeting of Shareholders, Board of Directors;
- 5. Maintain confidentiality of information provided by the Company as stipulated in the company charter and law; only use provided information to implement and protect their

lawful rights and interests; strictly prohibited from disseminating or copying, sending information provided by the Company to other organizations, individuals;

6. Attend the General Meeting of Shareholders and exercise voting/election rights through the following forms:
 - a) Attend and vote directly at the meeting;
 - b) Authorize other individuals, organizations to attend and vote/elect at the meeting;
 - c) Attend and vote/elect via online meeting, electronic voting or other electronic forms;
 - d) Send voting/election ballots to the meeting via mail, fax, email.
7. Bear personal responsibility when acting in the name of the Company in any form to perform one of the following acts:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or serving the interests of other organizations, individuals;
 - c) Paying debts not yet due before financial risks to the Company.
8. Fulfill other obligations as prescribed by current laws.

Article 14: General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, and is the highest decision-making body of the Company. The Annual General Meeting is held once a year. The General Meeting of Shareholders must hold its annual meeting within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the Annual General Meeting if necessary, but not exceeding six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.
2. The Board of Directors convenes the Annual General Meeting and selects a suitable location. The Annual General Meeting decides on matters as prescribed by law and the company charter, particularly approving the audited annual financial report and budget for the next fiscal year. In case the Audit Report on the Company's annual financial statements contains material exceptions, adverse opinion, or disclaimer, the Company must invite a representative of the approved audit firm performing the audit of the Company's financial statements to attend the Annual General Meeting, and the representative of the said approved audit organization is responsible for attending the Company's Annual General Meeting.

3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) Quarterly financial reports, six-month financial reports, or audited annual financial reports reflect that equity has been lost by half (1/2) compared to the beginning period;
 - c) The number of remaining Board members, independent Board members is less than the minimum number prescribed by law;
 - d) Upon request of shareholder(s) or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law. The request to convene a General Meeting of Shareholders must be in writing, stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or the request document is prepared in multiple copies and gathers sufficient signatures of relevant shareholders;
 - e) Other cases as prescribed by law.
4. Convening Extraordinary General Meeting of Shareholders
 - a) The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining Board members, independent Board members is as stipulated in point c, Clause 3 of this Article or upon receiving a request as stipulated in points d and d, Clause 3 of this Article;
 - b) If the Board of Directors does not convene a General Meeting of Shareholders as stipulated in point a, Clause 4 of this Article, then within the next thirty (30) days, the shareholder(s) or group of shareholders with the request stipulated in point d, Clause 3 of this Article have the right to replace the Board of Directors to convene the General Meeting of Shareholders as stipulated in Clause 4, Article 140 of the Enterprise Law. In this case, the shareholder(s) or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and decision-making of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.
 - c) Procedures for organizing the General Meeting of Shareholders as stipulated in Clause 5, Article 140 of the Enterprise Law.

Article 15: Rights and Obligations of the General Meeting of Shareholders

1. The Annual General Meeting of Shareholders has the following rights and obligations:
 - a) Approve the Company's development orientation;

- b) Decide the types of shares and the total number of shares of each type authorized for offering; decide the annual dividend rate for each type of share;
 - c) Elect, dismiss, remove members of the Board of Directors;
 - d) Decide on investment or sale of assets valued from 35% of the total asset value upward as recorded in the Company's latest financial statement;
 - e) Decide on amendments, supplements to the company charter;
 - f) Approve annual financial reports;
 - g) Decide on repurchase of over 10% of the total sold shares of each type;
 - h) Consider, handle violations by Board members causing damage to the Company and the Company's shareholders;
 - i) Decide on reorganization, dissolution of the Company;
 - j) Decide the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors;
 - k) Approve Internal Corporate Governance Regulations; Regulations on Operation of the Board of Directors;
 - l) Approve the list of approved audit firms; decide on the approved audit firm to inspect the Company's activities, dismiss the approved auditor when deemed necessary;
 - m. Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discusses and adopts the following matters:
- a) The Company's annual business plan;
 - b) Audited annual financial reports;
 - c) Report of the Board of Directors on governance and operational results of the Board of Directors and each Board member (independent Board members are responsible for reporting at the Annual General Meeting as stipulated in Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Securities Law);
 - d) Annual dividend payment rate for each type of share in accordance with the Enterprise Law and the rights attached to that share type. This dividend rate shall not be higher than the rate proposed by the Board of Directors after consulting shareholders at the General Meeting of Shareholders;
 - e) Number of members of the Board of Directors;
 - f) Elect, dismiss, remove members of the Board of Directors;
 - g) Decide the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors;

- h) Approve the list of approved audit firms; decide on the approved audit firm to inspect the Company's activities when deemed necessary;
 - i) Supplement and amend the company charter;
 - j) Types of shares and number of new shares issued for each type of share and transfer of shares by founding members within the first 03 years from the establishment date;
 - k) Division, separation, consolidation, merger, or conversion of the Company;
 - l) Reorganization and dissolution (liquidation) of the Company and appointment of liquidator;
 - m) Decide on investment transactions or sale of Company assets valued from 35% upward of the total asset value of the Company as recorded in the latest financial statement;
 - n) Decide on repurchase of over 10% of the total issued shares of each type;
 - o) The Company enters into contracts, transactions with subjects as stipulated in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total asset value of the Company as recorded in the latest financial statement;
 - p) Approve transactions as stipulated in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Securities Law;
 - q) Approve Internal Corporate Governance Regulations, Regulations on Operation of the Board of Directors;
 - r) Other matters as prescribed by law;
3. All resolutions and matters included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16: Authorization to Attend General Meeting of Shareholders

1. Shareholders, authorized representatives of organizational shareholders may attend meetings directly or authorize one or more other individuals, organizations to attend meetings or attend meetings through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.
2. Authorization for individuals, organizations to represent attendance at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be made in writing. The authorization document shall be prepared in accordance with civil law and must specify the name of the authorizing shareholder, name of the authorized individual/organization, number of shares authorized, content of authorization, scope of authorization, authorization period, signatures of the authorizing and authorized parties. The authorized person attending the General Meeting of Shareholders must submit the authorization document when registering for attendance. In case of sub-authorization, the

meeting attendee must additionally present the original authorization document of the shareholder, authorized representative of the organizational shareholder (if not previously registered with the Company).

3. The voting ballot of the authorized meeting attendee within the authorized scope remains valid upon occurrence of one of the following cases unless:

- a) The authorizer has died, has restricted civil act capacity, or lost civil act capacity;
- b) The authorizer has revoked the appointment authorization;
- c) The authorizer has revoked the authority of the person performing the authorization.

This clause does not apply if the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17: Change of Rights

1. Change or cancellation of special rights associated to a preference share is effective when it is approved by participatory shareholders, representing for 65% of total voting shares. The Resolutions of the General Meeting of Shareholders on contents, changing the rights and obligations preference shareholders are only adopted if the preference shareholders of the same class holding 75% of total preference shares or more agrees or the preference shareholders of the same class holding 75% of total preference shares or more agree in the event that the resolutions are available at the written consultation form.
2. Organizing a meeting of shareholders holding a type of preferred share to approve the aforementioned right alteration is only valid with a minimum of two (02) shareholders (or their authorized representatives) holding at least 1/3 of the par value of issued shares of that type. If the required number of delegates is not met, the meeting shall be reconvened within the next thirty (30) days and holders of that type of shares (regardless of number of persons and shares) present directly or through authorized representatives are deemed to meet the required delegate quantity. At such meetings of shareholders holding preferred shares, holders of that type of shares present directly or through representatives may request secret ballot. Each share of the same type has equal voting rights at the aforementioned meetings.
3. Procedures for conducting such separate meetings are implemented similarly to the provisions in Articles 19, 20, and 21 of this Charter.
4. Unless otherwise stipulated by the terms of issuing of shares, special rights attached to various classes of shares with preference rights regarding some or all issues on distribution of profits or assets of the Company may not be changed when the Company issues additional shares of the same class.

Article 18: Convening Meeting, Meeting Agenda and Notice of General Meeting of Shareholders

1. The Board of Directors convenes annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes extraordinary General Meetings of Shareholders in cases stipulated in Clause 3, Article 14 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare the list of shareholders eligible to participate and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders is prepared no more than ten (10) days before the date of sending the meeting invitation notice. The preparation of such list must be released at least 20 days before the final registration deadline;
 - b) Prepare the meeting agenda and contents;
 - c) Prepare the meeting materials;
 - d) Draft the resolutions of the General Meeting of Shareholders in accordance with the expected meeting contents;
 - e) Identify the time and venue to hold the meeting;
 - f) Make announcement on organization of General Meeting of Shareholders and send notices of meeting to all eligible shareholders;
 - g) Other tasks to serve for the meeting.

Article 19. Conditions for Conducting the General Meeting of Shareholders

1. A General Meeting of Shareholders shall be conducted when attending shareholders represent more than 50% of the total shares with voting rights.
2. If the first meeting cannot be convened due to failure to meet the conditions stipulated in Clause 1 of this Article, a second meeting invitation notice shall be sent within thirty (30) days from the originally scheduled date of the first meeting. The second General Meeting of Shareholders shall be conducted when attending shareholders represent at least 33% of the total voting shares.
3. If the first meeting cannot be convened due to failure to meet the conditions stipulated in Clause 1 of this Article, a second meeting invitation notice shall be sent within thirty (30) days from the originally scheduled date of the first meeting. The second General Meeting of Shareholders shall be conducted when attending shareholders represent at least 33% of the total voting shares.

Article 20: Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Prior to opening the meeting, the Company must conduct shareholder registration and continue registration until all shareholders entitled to attend have registered according to the following order:
 - a) During registration, the Company shall issue one voting card to each shareholder or authorized representative with voting rights. The card shall note the registration number, shareholder's full name (or the authorized representative's full name), and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each agenda item. Voting shall be conducted by vote of approval, disapproval, and abstention. At the Meeting, cards approving the resolution are collected first, followed by cards disapproving the resolution, and finally, the total number of approval or disapproval votes is counted for decision-making. The ballot counting results shall be announced by the Chairperson immediately before adjourning the meeting. The General Meeting shall elect persons responsible for ballot counting or supervising the ballot counting upon the Chairperson's proposal. The number of members of the ballot counting committee shall be decided by the General Meeting of Shareholders based on the Chairperson's proposal;
 - b) A shareholder, the authorized representative of an organizational shareholder, or an authorized person who arrives after the meeting has commenced has the right to register immediately and thereafter has the right to participate and vote at the meeting immediately after registration. The Chairperson is not obligated to adjourn the meeting to allow late-arriving shareholders to register, and the validity of matters already voted upon remains unchanged.
2. The election of the Chairperson, Secretary, and Ballot Counting Committee is stipulated as follows:
 - a) The Chairman of the Board of Directors acts as the Chairperson or authorizes another Board member to act as the Chairperson of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining Board members shall elect one among them to be the meeting chairperson by majority rule. If no chairperson can be elected, the General Meeting of Shareholders shall elect the meeting chairperson from among the attendees, with the person receiving the highest number of votes acting as the meeting chairperson;
 - b) Except for the case stipulated in point a of this Clause, the person whose signature convenes the General Meeting of Shareholders shall preside to enable the General

Meeting of Shareholders to elect the meeting chairperson, and the person receiving the highest number of votes shall act as the meeting chairperson;

- c) The Chairperson shall appoint one or more persons as meeting secretary(ies);
 - d) The General Meeting of Shareholders shall elect one or more persons to the Ballot Counting Committee upon the proposal of the meeting chairperson.
3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically define the time allocated to each agenda item.
 4. The Meeting Chairperson has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees.
 - a) Arrange seating at the General Meeting of Shareholders venue;
 - b) Ensure the safety of all persons present at the meeting venue(s);
 - c) Facilitate shareholder attendance (or continued attendance) at the meeting. The person convening the General Meeting of Shareholders has full authority to change the aforementioned measures and apply all necessary measures. Applicable measures may include issuing entrance passes or using other selection methods.
 5. The General Meeting of Shareholders discusses and votes on each agenda item. Voting shall be conducted by vote of approval, disapproval, and abstention. The ballot counting results shall be announced by the chairperson immediately before adjourning the meeting.
 6. A shareholder or authorized attendee arriving after the meeting has commenced may still register and has the right to participate and vote immediately after registration; in this case, the validity of matters already voted upon remains unchanged.
 7. The person convening the meeting or the Chairperson of the General Meeting of Shareholders has the following rights:
 - a) Require all attendees to submit to inspection or other lawful, reasonable security measures;
 - b) Request the competent authority to maintain meeting order; expel from the General Meeting of Shareholders any person who fails to comply with the chairperson's direction, intentionally disrupts order, impedes the normal progress of the meeting, or fails to comply with security inspection requirements.
 8. The Chairperson has the right to postpone a General Meeting of Shareholders for which sufficient registration has been received for a maximum of 03 working days from the

originally scheduled opening date, and may only postpone the meeting or change the meeting venue in the following cases:

- a) The meeting venue lacks sufficient and convenient seating for all attendees;
 - b) Communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;
 - c) An attendee obstructs, disrupts order, posing a risk that the meeting cannot be conducted fairly and lawfully.
9. If the Chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson and preside over the meeting until its conclusion; all resolutions passed at that meeting shall be effective.
10. In case the Company applies modern technology to organize the General Meeting of Shareholders online, the Company is responsible for ensuring shareholders can attend and vote via electronic voting or other electronic forms as stipulated in Article 144 of the Enterprise Law and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Securities Law.

Article 21. Conditions for Adoption of Resolutions of the General Meeting of Shareholders

1. Resolutions on the following contents shall be adopted if approved by shareholders representing at least 65% of the total voting shares of all shareholders attending and voting at the meeting, except for cases stipulated in Clauses 3, 4, and 6 of Article 148 of the Enterprise Law:
 - a) Types of shares and the total number of shares of each type;
 - b) Change of business lines and sectors;
 - c) Change of the Company's management organizational structure;
 - d) Investment project or sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statement;
 - e) Reorganization or dissolution of the Company.
2. Resolutions shall be adopted if approved by shareholders representing at least 50% of the total voting shares of all shareholders attending and voting at the meeting, except for

cases stipulated in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Enterprise Law.

3. Resolutions of the General Meeting of Shareholders adopted by 100% of the total shares with voting rights are lawful and effective even if the procedures for convening the meeting and adopting such resolutions violate the provisions of the Enterprise Law and this Charter.

Article 22. Authority and Procedures for Seeking Shareholders' Written Opinions to Adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for seeking shareholders' written opinions to adopt Resolutions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the authority to seek shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for cases stipulated in Clause 2, Article 147 of the Enterprise Law.
2. The Board of Directors must prepare opinion polling forms, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions, and send them to all shareholders with voting rights no later than 10 days before the deadline for returning the completed opinion forms. Requirements and methods for sending opinion forms and accompanying documents shall be implemented as stipulated in Clause 3, Article 18 of this Charter.
3. The opinion form must contain the following main contents:
 - a) Name, head office address, enterprise code;
 - b) Purpose of seeking opinions;
 - c) For individual shareholders: Full name, contact address, nationality, personal legal document number; for organizational shareholders: Name, enterprise code or organization's legal document number, head office address; or for representatives of organizational shareholders: Full name, contact address, nationality, personal legal document number; number of shares of each type and number of voting shares of the shareholder;
 - d) Issues requiring opinions for decision adoption;

- e) Voting options including approval, disapproval, and abstention for each issue on which opinions are sought;
 - f) Deadline for returning the completed opinion form to the Company;
 - g) Full name and signature of the Chairman of the Board of Directors.
4. Shareholders may send completed opinion forms to the Company by mail, fax, or email according to the following provisions:
- a) In case of mailing, the completed opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The opinion form sent to the Company must be enclosed in a sealed envelope, and no one is permitted to open it before ballot counting;
 - b) In case of sending by fax or email, the opinion form sent to the Company must remain confidential until the time of ballot counting;
 - c) Opinion forms received by the Company after the deadline specified in the form, or opened in case of mailing, or disclosed in case of fax or email are invalid. Opinion forms not returned are considered non-participation votes.
5. The Board of Directors shall count the ballots and prepare a ballot counting minutes in the presence of shareholders not holding management positions in the Company. The ballot counting minutes must contain the following main contents:
- a) Name, head office address, enterprise code;
 - b) Purpose and issues requiring opinions for resolution adoption;
 - c) Number of shareholders with the total number of voting shares that have participated, distinguishing valid and invalid voting shares and the method of sending voting forms, including an appendix list of shareholders participating in the vote;
 - d) Total number of approval, disapproval, and abstention votes for each issue;
 - e) Issues that have been adopted and the corresponding adoption voting ratio;
 - f) Full names and signatures of the Chairman of the Board of Directors, the ballot counters, and the ballot counting supervisors.

Members of the Board of Directors, ballot counters, and ballot counting supervisors are jointly liable for the truthfulness and accuracy of the ballot counting minutes; jointly liable for damages arising from decisions adopted due to untruthful or inaccurate ballot counting.

6. The ballot counting minutes and resolution must be sent to shareholders within fifteen (15) days from the date of concluding the ballot counting. Sending the ballot counting minutes and resolution may be replaced by posting them on the Company's electronic information page within 24 hours from the time of concluding the ballot counting.
7. The completed opinion forms, ballot counting minutes, adopted resolutions, and relevant documents attached to the opinion forms must be kept at the Company's head office.
8. A resolution is adopted by means of seeking shareholders' written opinions if approved by shareholders owning over 50% of the total voting shares of all shareholders with voting rights and has the same validity as a resolution adopted at a General Meeting of Shareholders.

Article 23. Resolutions and Minutes of the General Meeting of Shareholders

1. A General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may also be prepared in English, and contain the following main contents:
 - a) Name, head office address, enterprise code;
 - b) Time and venue of the General Meeting of Shareholders;
 - c) Meeting agenda and content;
 - d) Full name of the Chairperson and Secretary;
 - e) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each agenda item;
 - f) Number of shareholders and total number of voting/election ballots of attending shareholders, appendix list of registered shareholders/representatives attending the meeting with corresponding number of shares and ballots;
 - g) Total number of voting shares for each voted issue, clearly stating the voting method, total valid, invalid, approval, disapproval, and abstention votes; corresponding ratio to the total voting shares of attending shareholders;
 - h) Issues that have been adopted and the corresponding adoption voting ratio;
 - i) Full names and signatures of the Chairperson and Secretary. In case the Chairperson or Secretary refuses to sign the meeting minutes, these minutes are valid if signed by all

other attending Board members and contain all contents as stipulated in this Clause. The meeting minutes must clearly note the refusal of the Chairperson or Secretary to sign.

2. Minutes of the General Meeting of Shareholders must be completed and approved before concluding the meeting. The Chairperson and Secretary of the meeting are jointly liable for the truthfulness and accuracy of the minutes' content.
3. Minutes prepared in Vietnamese and a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the content in the Vietnamese version shall apply.
4. Resolutions, Minutes of the General Meeting of Shareholders, appendix list of registered shareholders with their signatures, authorization documents for meeting attendance, all documents attached to the Minutes (if any), and documents related to the meeting invitation notice must be disclosed on the securities market and must be kept at the Company's head office.

Article 24. Request for Cancellation of Decisions of the General Meeting of Shareholders

Within ninety (90) days from receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the ballot counting results of the written opinion polling of the General Meeting of Shareholders, a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law has the right to request the Court or Arbitration to review and cancel the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and this Charter, except for the case stipulated in Clause 3, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

Article 25. Candidacy, Nomination of Members of the Board of Directors:

1. In case candidates have been identified in advance, information related to candidates for the Board of Directors shall be included in the meeting documents of the General Meeting of Shareholders and disclosed on the Company's electronic information page at least ten (10) days before the opening date of the General Meeting of Shareholders so that shareholders can learn about these candidates before voting. A candidate for the Board of Directors must provide a written commitment regarding the truthfulness, accuracy,

and reasonableness of the disclosed personal information and must commit to performing duties honestly if elected as a Board member. Information related to the Board of Directors candidate to be disclosed includes at least the following contents:

- a) Full name, date of birth (day, month, year);
 - b) Educational qualifications;
 - c) Professional qualifications;
 - d) Work history;
 - e) Other management titles (including Board of Directors titles at other companies);
 - f) Interests related to the Company and the Company's related parties;
 - g) Other information (if any);
 - h) The public company must disclose information about companies where the candidate currently holds Board of Directors positions, other management titles, and the candidate's related interests with the company (if any).
2. Shareholder(s) owning from 10% of the total ordinary shares upward have the right to nominate candidates for the Board of Directors, specifically: Shareholder(s) holding from 10% to 20% of the total shares with voting rights may nominate one (01) candidate; from over 20% to 30% may nominate a maximum of two (02) candidates; from over 30% to 50% may nominate a maximum of three (03) candidates; from over 50% to 65% may nominate a maximum of four (04) candidates; from over 65% may nominate a maximum of five (05) candidates.
 3. In case the number of Board of Directors candidates through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall introduce additional candidates or organize nomination as stipulated in the Company Charter, Internal Corporate Governance Regulations, and Regulations on Operation of the Board of Directors. The incumbent Board of Directors' introduction of additional candidates must be clearly disclosed before the General Meeting of Shareholders votes to elect Board members as prescribed by law.
 4. Members of the Board of Directors must meet the standards and conditions stipulated in Clause 1 and Clause 2, Article 155 of the Enterprise Law.

Article 26. Composition and Term of Members of the Board of Directors

1. The number of members of the Board of Directors is five (05) persons.
2. The term of a Board member does not exceed five (05) years and can be re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors of one company for no more than two (02) consecutive terms. In case all Board members' terms end simultaneously, those members continue to be Board members until new members are elected to replace them and take over their work.
3. The composition of the Board of Directors is as follows:

The composition of the Company's Board of Directors must ensure at least 1/3 of the total Board members are non-executive members and at least 1/5 of the total Board members are independent members. In case the Company's Board of Directors has fewer than five (05) persons, the Company must ensure having one (01) Board member who is an independent member.

4. A Board member ceases to be a Board member in case of being dismissed, removed, or replaced by the General Meeting of Shareholders as stipulated in Article 160 of the Enterprise Law.
5. The appointment of a Board member must be disclosed in accordance with regulations on information disclosure on the securities market.
6. A member of the Board of Directors does not necessarily have to be a shareholder of the Company.

Article 27. Powers and Obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, having full authority to act in the name of the Company to decide and perform the rights and obligations of the company, except for rights and obligations within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
 - a) Decide on the Company's strategy, medium-term development plan, and annual business plan;

- b) Propose types of shares and the total number of shares of each type authorized for offering;
- c) Decide on the sale of unsold shares within the number of shares of each type authorized for offering; decide on raising additional capital by other forms;
- d) Decide on the selling price of the Company's shares and bonds;
- e) Decide on share repurchase as stipulated in Clause 1 and Clause 2, Article 133 of the Enterprise Law;
- f) Decide on investment plans and investment projects within its authority and limits as prescribed by law;
- g) Decide on solutions for market development, marketing, and technology;
- h) Approve purchase, sale, borrowing, lending contracts, and other contracts or transactions valued at 35% or more of the total asset value recorded in the Company's latest financial statement, and contracts or transactions within the decision-making authority of the General Meeting of Shareholders as stipulated in point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Enterprise Law;
- i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other key managers as stipulated in the company charter; decide on salaries, remuneration, bonuses, and other benefits for those managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of another company, decide on the level of remuneration and other benefits for those persons;
- j) Supervise and direct the General Director and other managers in the daily business operations of the Company;
- k) Decide on the Company's organizational structure, internal management regulations, decide on establishment of subsidiaries, branches, representative offices, and capital contribution or share purchase of other enterprises;
- l) Approve the program, content, documents serving the General Meeting of Shareholders, convene the General Meeting of Shareholders or seek opinions for the General Meeting of Shareholders to adopt resolutions;
- m) Submit the audited annual financial report to the General Meeting of Shareholders;

- n) Propose the dividend payout rate; decide on the timeline and procedures for dividend payment or handling losses incurred during business operations;
 - o) Propose reorganization or dissolution of the Company; request bankruptcy of the Company;
 - p) Decide to promulgate Regulations on Operation of the Board of Directors, Internal Corporate Governance Regulations after being approved by the General Meeting of Shareholders; decide to promulgate Regulations on Operation of the Audit Committee under the Board of Directors, Regulations on Information Disclosure of the company.
 - q) Other rights and obligations as stipulated by the Enterprise Law, Securities Law, and other legal regulations.
3. The Board of Directors must report to the General Meeting of Shareholders on the performance results of the Board of Directors as stipulated in Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of some articles of the Securities Law.

Article 28. Remuneration, Salaries and Other Benefits of Members of the Board of Directors

- 1. The Company has the right to pay remuneration and bonuses to Board members based on business results and performance.
- 2. Board members are entitled to receive work remuneration and bonuses. Work remuneration is calculated based on the number of working days necessary to complete a Board member's duties and the daily remuneration rate. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.
- 3. The remuneration of each Board member is included in the Company's business expenses according to regulations on corporate income tax law, shown as a separate item in the Company's annual financial report, and must be reported to the General Meeting of Shareholders at the annual meeting.
- 4. Board members holding executive positions or Board members working in committees of the Board of Directors or performing other work beyond the ordinary scope of duties of a Board member may receive additional remuneration in the form of a lump-sum fee,

salary, commission, percentage of profit, or other forms as decided by the Board of Directors.

5. Board members have the right to be reimbursed for all travel, accommodation, meal expenses, and other reasonable expenses they have incurred while performing their Board member responsibilities, including expenses incurred in attending meetings of the General Meeting of Shareholders, Board of Directors, or committees of the Board of Directors.
6. Board members may have liability insurance purchased by the Company after approval by the General Meeting of Shareholders. This insurance does not include insurance for Board members' liabilities related to violations of the law and this Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among its members.
2. The Chairman of the Board of Directors may not concurrently hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Develop the program and plan for activities of the Board of Directors;
 - b) Prepare the program, content, documents for meetings; convene and chair meetings of the Board of Directors;
 - c) Organize the adoption of resolutions and decisions of the Board of Directors;
 - d) Supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;
 - e) Chair meetings of the General Meeting of Shareholders;
 - f) Other rights and obligations as stipulated by the Enterprise Law.
4. In case the Chairman of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or being dismissed or removed.
5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to perform the rights and obligations of the Chairman of the Board of Directors according to the principles

stipulated in this Charter. In case there is no authorized person, or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving administrative handling measures at compulsory detoxification establishments, compulsory education establishments, flees from residence, has restricted or lost civil act capacity, has difficulties in perception and behavior control, is banned by the Court from holding positions, practicing professions, or performing certain jobs, the remaining members shall elect one among them to hold the position of Chairman of the Board of Directors by majority approval of the remaining members until there is a new decision of the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors is elected at the first meeting of the Board of Directors within seven (07) working days from the date of concluding the election of that Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or highest voting ratio. In case more than one member has the highest number of votes or highest voting ratio and they are equal, the members shall vote by majority to select one (01) among them to convene the Board of Directors meeting.
2. The Board of Directors must meet at least once per quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
 - a) At the request of an independent Board member;
 - b) At the request of the General Director or at least five (05) other managers;
 - c) At the request of at least two (02) Board members.
4. The request stipulated in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues for discussion, and decisions within the authority of the Board of Directors.
5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from receiving the request stipulated in Clause 3 of this Article. If the Chairman does not convene the Board of Directors meeting as requested, the Chairman must be liable for any damages incurred by the Company; the requester has the right to replace the Chairman to convene the Board of Directors meeting.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send the meeting invitation notice no later than three (03) working days before the meeting date. The meeting invitation notice must clearly specify the time and venue of the meeting, agenda, issues for discussion and decision. The meeting invitation notice must be accompanied by documents to be used at the meeting and the voting ballot of members.

The Board of Directors meeting invitation notice may be sent by invitation letter, telephone, fax, electronic means, and must ensure delivery to the contact address of each Board member registered with the Company.

7. A Board of Directors meeting shall be conducted when at least 3/4 of the total members are present. If a meeting convened according to this Clause does not have the required number of attending members, it shall be reconvened for a second time within seven (07) days from the originally scheduled date of the first meeting. In this case, the meeting shall be conducted if more than half of the Board members attend.
8. A Board member is considered to have attended and voted at the meeting in the following cases:
 - a) Attending and voting directly at the meeting;
 - b) Authorizing another person to attend the meeting and vote as stipulated in Clause 10 of this Article;
 - c) Attending and voting via online conference, electronic voting, or other electronic forms;
 - d) Sending a voting ballot to the meeting via mail, fax, email;
 - e) Sending a voting ballot by other means.
9. In case of sending a voting ballot to the meeting via mail, the voting ballot must be enclosed in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than one (01) hour before the opening. The voting ballot may only be opened in the presence of all attendees.
10. Members must fully attend all Board of Directors meetings. A member may authorize another person to attend the meeting and vote if approved by the majority of the Board of Directors.

11. Resolutions and decisions of the Board of Directors are adopted if approved by the majority of attending members; in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Article 31. Committees under the Board of Directors

1. The Board of Directors may establish subordinate committees responsible for development policy, human resources, remuneration, internal audit, risk management. The number of committee members is decided by the Board of Directors, with a minimum of three (03) persons including Board members and external members. Independent Board members/non-executive Board members should constitute the majority in the committee, and one of these members shall be appointed as the Committee Head as decided by the Board of Directors. The committee's activities must comply with the Board of Directors' regulations. A committee's resolution is only valid when adopted by the majority of members attending and voting at the committee meeting.
2. The implementation of decisions of the Board of Directors, or of committees under the Board of Directors, must comply with current legal regulations and the provisions in the company charter and Internal Corporate Governance Regulations.

Article 32. Person in Charge of Corporate Governance

1. The Company's Board of Directors must appoint at least one (01) person in charge of corporate governance to support corporate governance work at the enterprise. The person in charge of corporate governance may concurrently serve as the Company Secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.
2. The person in charge of corporate governance may not concurrently work for the approved audit organization that is auditing the Company's financial reports.
3. The person in charge of corporate governance has the following rights and obligations:
 - a) Advise the Board of Directors on organizing the General Meeting of Shareholders according to regulations and related work between the Company and shareholders;
 - b) Prepare Board of Directors and General Meeting of Shareholders meetings as requested by the Board of Directors;
 - c) Advise on meeting procedures;
 - d) Attend meetings;

- e) Advise on procedures for drafting Board of Directors resolutions;
- f) Provide financial information, copies of Board of Directors meeting minutes, and other information to Board members;
- f) Monitor and report to the Board of Directors on the Company's information disclosure activities;
- g) Serve as the contact point for stakeholders;
- h) Maintain information confidentiality as prescribed by law;
- i) Other rights and obligations as prescribed by Law.

CHAPTER VII: GENERAL DIRECTOR, OTHER MANAGERS AND COMPANY SECRETARY

Article 33. Management Organizational Structure

The Company's management system must ensure the management apparatus is responsible to the Board of Directors and subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a General Director, Deputy General Directors, Chief Accountant, and other management titles appointed by the Board of Directors. The appointment, dismissal, or removal of the aforementioned titles must be approved by a resolution of the Board of Directors.

Article 34. Company Managers

1. Company Managers include the General Director, Deputy General Directors, Chief Accountant.
2. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other managers in numbers and with standards suitable to the Company's structure and management regulations as stipulated by the Board of Directors. Enterprise managers have the responsibility to assist the Company in achieving set objectives in operations and organization.
3. The General Director receives salary and bonuses. The salary and bonuses of the General Director are decided by the Board of Directors.
4. The salary of managers is included in the Company's business expenses according to regulations on corporate income tax law, shown as a separate item in the Company's annual financial report, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, Dismissal, Duties and Powers of the General Director

1. The Board of Directors appoints one (01) Board member or hires another person as General Director.
2. The General Director is the person managing the daily business operations of the Company; subject to the supervision of the Board of Directors; responsible to the Board of Directors and before the law for the exercise of assigned rights and obligations.
3. The term of the General Director does not exceed five (05) years and can be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by law and the company charter.
4. The General Director has the following rights and obligations:
 - a) Decide on matters related to the daily business operations of the Company that are not within the authority of the Board of Directors;
 - b) Organize the implementation of resolutions and decisions of the Board of Directors;
 - c) Organize the implementation of the Company's business plan and investment plan;
 - d) Propose plans for the Company's organizational structure and internal management regulations;
 - e) Appoint, dismiss, remove management titles within the Company, except for titles within the authority of the Board of Directors;
 - f) Decide on salaries and other benefits for employees in the Company, including managers within the General Director's appointment authority;
 - g) Recruit employees;
 - h) Propose plans for dividend payment or handling of business losses;\
 - i) Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.
5. The Board of Directors may dismiss the General Director when the majority of Board members with voting rights attending the meeting approve and appoint a new General Director as replacement.

CHAPTER VIII: AUDIT COMMITTEE OF THE BOARD OF DIRECTORS

Article 36. Candidacy, Nomination of Audit Committee Members

1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not Company managers.
2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a Board of Directors meeting.

Article 37. Composition of the Audit Committee

1. The Audit Committee has two (02) or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive Board members.
2. Audit Committee members must have knowledge of accounting and auditing, a general understanding of law and the Company's operations, and must not fall into the following categories:
 - a) Working in the accounting or finance department of the Company;
 - b) Being a member or employee of the approved audit organization that audited the company's financial reports in the preceding three (03) consecutive years.
3. The Chairman of the Audit Committee must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration.

Article 38. Rights and Obligations of the Audit Committee

The Audit Committee has the rights and obligations as stipulated in Article 161 of the Enterprise Law, the company charter, and the following rights and obligations:

1. Have the right to access documents related to the Company's operational situation, exchange with other Board members, the General Director, Chief Accountant, and other management personnel to collect information for the Audit Committee's activities.
2. Have the right to request a representative of the approved audit organization to attend and respond to issues related to audited financial reports at meetings of the Audit Committee.
3. Use external legal, accounting, or other consulting services when necessary.

4. Develop and submit to the Board of Directors policies for detecting and managing risks; propose to the Board of Directors solutions for handling risks arising in the Company's operations.
5. Prepare a written report to the Board of Directors upon detecting that a Board member, the General Director, or other managers have not fully performed their responsibilities as stipulated in the Enterprise Law and the company charter.
6. Develop the Regulations on Operation of the Audit Committee and submit them to the Board of Directors for approval.

Article 39. Meetings of the Audit Committee

1. The Audit Committee must meet at least two (02) times a year. Meeting minutes are prepared in detail and clearly, and must be kept fully. The minute-taker and attending Audit Committee members must sign the meeting minutes.
2. The Audit Committee adopts decisions by voting at meetings, seeking opinions in writing, or by other forms as stipulated in the Regulations on Operation of the Audit Committee. Each Audit Committee member has one vote. Decisions of the Audit Committee are adopted if approved by the majority of attending members; in case of a tie, the final decision belongs to the side with the opinion of the Chairman of the Audit Committee.

Article 40. Activity Report of Independent Board Members in the Audit Committee at the Annual General Meeting of Shareholders

1. Independent Board Members serving in the Audit Committee are responsible for reporting on their activities at the Annual General Meeting of Shareholders.
2. The activity report of independent Board members in the Audit Committee at the Annual General Meeting of Shareholders must ensure the following contents:
 - a) Remuneration, operational expenses, and other benefits of the Audit Committee and each Audit Committee member as stipulated in the Enterprise Law and the Company Charter;
 - b) Summary of Audit Committee meetings and the conclusions and recommendations of the Audit Committee;
 - c) Results of supervision over the Company's financial reports, operational status, and financial situation;

- d) Assessment report on transactions between the Company, its subsidiaries, other companies where the Company holds more than 50% of the charter capital, and Board members, the General Director, other enterprise managers, and their related persons; transactions between the Company and companies where Board members, the General Director, or other enterprise managers are founding members or served as enterprise managers within the last three (03) years preceding the transaction date;
- e) Evaluation results of the Company's internal control and risk management system;
- f) Supervision results over the Board of Directors, the General Director, and other enterprise managers;
- g) Evaluation results of the coordination of activities between the Audit Committee and the Board of Directors, the General Director, and shareholders.

CHAPTER IX: RESPONSIBILITIES OF BOARD MEMBERS, GENERAL DIRECTOR AND OTHER MANAGERS

Board Members, the General Director, and other managers are responsible for performing their duties, including duties as members of Board committees, honestly and diligently for the benefit of the Company.

Article 41. Responsibility for Honesty and Avoiding Conflicts of Interest

1. Board members, the General Director, and other managers must publicly disclose related interests as stipulated by the Enterprise Law and relevant legal documents.
2. Board members, the General Director, other managers, and related persons of these individuals may only use information obtained through their positions to serve the interests of the Company.
3. Board members, the General Director, and other managers have the obligation to notify the Board of Directors in writing about all transactions between the Company, its subsidiaries, other companies where the public company holds controlling interest of more than 50% of the charter capital, and such individuals themselves or their related persons as prescribed by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions according to regulations on information disclosure.
4. Unless otherwise decided by the General Meeting of Shareholders, the Company may not grant loans or guarantees to Board members, the General Director, other managers, and individuals or organizations related to the aforementioned members, or to legal

- entities in which these individuals have financial interests, except where the Company and the organization related to this member are companies within the same group or companies operating as a corporate group, including parent-subsidary companies, economic groups, or unless otherwise stipulated by specialized laws.
5. A Board member may not vote on a transaction that brings benefits to that member or his/her related person as stipulated by the Enterprise Law.
 6. Board members, the General Director, other managers, and related persons of these individuals may not use or disclose internal information to others for conducting related transactions.
 7. Transactions between the Company and one or more Board members, the General Director, other managers, and individuals or organizations related to these persons are not invalid in the following cases:
 - a) For transactions valued at less than 35% of the total asset value recorded in the latest financial statement, the important contents of the contract or transaction as well as the relationships and interests of the Board member, General Director, other manager have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of Board members without related interests;
 - b) For transactions valued at 35% or more, or transactions resulting in a cumulative transaction value arising within 12 months from the first transaction reaching 50% or more of the total asset value recorded in the latest financial statement, the important contents of this transaction as well as the relationships and interests of the Board member, General Director, other manager have been disclosed to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders without related interests.

Article 42. Liability for Damages and Compensation

1. Board members, the General Director, and other managers who violate obligations, fail to act honestly and diligently, or fail to fulfill their duties shall be liable for damages caused by their violations.
2. The Company shall indemnify individuals who are, were, or may become a party involved in complaints, lawsuits, prosecutions (including civil, administrative cases and excluding cases where the Company is the plaintiff) if that person is or was a Board member, General Director, other manager, employee, or authorized representative of the

Company who is or was performing duties under the Company's authorization, acted honestly and diligently for the benefit of the Company based on compliance with the law, and there is no evidence confirming that the person violated his/her responsibilities.

3. Indemnity costs include judgment costs, fines, actual payable amounts (including attorney fees) incurred in resolving these cases within the framework permitted by law. The Company may purchase insurance for these individuals to avoid the aforementioned indemnity liabilities.

CHAPTER X: RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 43. Right to Inspect Books and Records

1. Ordinary shareholders have the right to inspect books and records, specifically as follows:
 - a) Ordinary shareholders have the right to examine, inquire, and extract information about names and contact addresses in the list of shareholders with voting rights, request correction of their inaccurate information; examine, inquire, extract, or copy the Company Charter, minutes of General Meetings of Shareholders, and resolutions of the General Meeting of Shareholders.
 - b) Shareholder(s) owning 5% or more of the total ordinary shares have the right to examine, inquire, and extract minutes and resolutions/decisions of the Board of Directors, interim and annual financial reports, contracts, transactions requiring Board of Directors approval, and other documents, except documents related to the Company's trade secrets or business secrets.
2. When an authorized representative of a shareholder or group of shareholders requests to inspect books and records, the authorization document of the shareholder or group of shareholders represented by that person or a notarized copy of this authorization must be attached.
3. Board members, the General Director, and other managers have the right to inspect the Company's shareholder register, list of shareholders, and other books and records of the Company for purposes related to their positions, provided that this information must be kept confidential.
4. The Company must keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving property ownership rights, resolutions of the General Meeting of Shareholders and the Board of Directors,

minutes of General Meetings of Shareholders and Board of Directors meetings, reports of the Board of Directors, annual financial reports, accounting books, and other documents as prescribed by law at its head office or another location, provided that shareholders and the Business Registration Authority are notified of the storage location of these documents.

5. The Company Charter must be published on the Company's electronic information page.

CHAPTER XI: EMPLOYEES AND TRADE UNION

Article 44. Employees and Trade Union

1. The General Director must prepare plans for the Board of Directors to approve regarding matters related to the recruitment, termination of employees, salaries, social insurance, welfare, rewards, and discipline for employees and enterprise managers.
2. The General Director must prepare plans for the Board of Directors to approve regarding matters related to the Company's relations with trade union organizations according to the best standards, practices, and management policies, those practices and policies stipulated in this Charter, the Company's regulations, and current legal regulations.

CHAPTER XII: PROFIT DISTRIBUTION

Article 45. Profit Distribution

1. The General Meeting of Shareholders decides the dividend payout rate and the form of annual dividend payment from the Company's retained earnings.
2. The Company does not pay interest on dividend payments or other payments related to a type of share.
3. The Board of Directors may propose to the General Meeting of Shareholders the payment of dividends in full or in part by shares, and the Board of Directors is the body implementing this decision.
4. In case dividends or other amounts related to a type of share are paid in cash, the Company must pay in Vietnamese Dong. Payment can be made directly or through banks based on detailed bank account information provided by shareholders. In case the Company has transferred funds according to the correct detailed bank information provided by a shareholder and that shareholder does not receive the money, the Company is not responsible for the amount transferred to this shareholder. Dividend payment for

shares listed/registered on the Stock Exchange may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Based on the Enterprise Law and Securities Law, the Board of Directors adopts a resolution/decision determining a specific date to finalize the list of shareholders. Based on that date, persons registered as shareholders or owners of other securities are entitled to receive dividends, interest, profit distribution, shares, notices, or other documents.
6. Other matters related to profit distribution are implemented according to legal regulations.

CHAPTER XIII: BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 46. Bank Accounts

1. The Company opens accounts at Vietnamese banks or at foreign banks permitted to operate in Vietnam.
2. With prior approval from the competent authority, if necessary, the Company may open bank accounts abroad according to legal regulations.
3. The Company conducts all payments and accounting transactions through its Vietnamese Dong or foreign currency accounts at banks where the Company has opened accounts.

Article 47. Fiscal Year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December of the same year. The first fiscal year begins from the date of issuance of the Enterprise Registration Certificate and ends on the 31st day of December immediately following the date of issuance of that Enterprise Registration Certificate.

Article 48. Accounting Regime

1. The accounting regime used by the Company is the Vietnam Accounting Standards (VAS), the enterprise accounting regime, or other specific accounting regimes issued by competent authorities and approved by the Ministry of Finance.
2. The Company maintains accounting books in Vietnamese and retains accounting records according to regulations on accounting and related laws. These records must be accurate, updated, systematic, and sufficient to verify and explain the Company's transactions.
3. The Company uses the Vietnamese Dong as the accounting currency. In case the Company's economic transactions primarily arise in a foreign currency, it may choose

that foreign currency as the accounting currency, is responsible for that choice before the law, and must notify the directly managing tax authority.

CHAPTER XIV: FINANCIAL STATEMENTS, ANNUAL REPORT AND RESPONSIBILITIES FOR NEWS DISCLOSURES

Article 49. Annual, Semi-Annual and Quarterly Financial Reports

1. The Company must prepare Annual Financial Reports, and the annual financial reports must be audited as prescribed by law. The Company discloses the audited annual financial reports according to regulations on information disclosure on the securities market and submits them to competent state authorities.
2. Annual Financial Reports must include reports, appendices, and explanatory notes as prescribed by enterprise accounting laws. Annual Financial Reports must truthfully and objectively reflect the Company's operational situation.
3. The Company must prepare and disclose reviewed semi-annual financial reports and quarterly financial reports according to regulations on information disclosure on the securities market and submit them to competent state authorities.

Article 50. Annual Report

The Company must prepare and disclose the Annual Report according to regulations on securities and the securities market.

CHAPTER XV: AUDITOR

Article 51. Audit

1. The General Meeting of Shareholders appoints an independent audit firm or approves a list of independent audit firms and authorizes the Board of Directors to decide to select one of these units to audit the Company's financial reports for the next fiscal year based on terms and conditions agreed with the Board of Directors.
2. The audit report is attached to the Company's annual financial report.
3. The independent auditor performing the audit of the Company's financial reports may attend General Meetings of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and may express opinions at the meeting on issues related to the audit of the Company's financial reports.

CHAPTER XVI: STAMP OF THE COMPANY

Article 52. Stamp of the company

1. Stamp comprises the stamp prepared at the stamp engraving facilities or stamp in the digital signature form as prescribed by the laws on electronic transactions.
2. The Board of Directors shall decide class, quantity, design and contents of the stamp of the Company, branches, transaction offices and representative offices (if any).
3. The Board of Directors, Chief Executive Officer and other Company Executives shall use and manage the stamp in accordance with the applicable laws and the internal regulations of the Company.

CHAPTER XVII: DISSOLUTION OF THE COMPANY

Article 53. Dissolution of the Company

1. The Company may be dissolved in the following cases:
 - a) Expiry of the operation term recorded in the Company Charter without a decision to extend;
 - b) Pursuant to a resolution/decision of the General Meeting of Shareholders;
 - c) The Enterprise Registration Certificate is revoked, unless otherwise stipulated by the Tax Administration Law;
 - d) Other cases as prescribed by law.
2. Dissolution of the Company prior to the term (including any extended term) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or must be approved by the competent authority (if mandatory) as prescribed.

Article 54. Extension of Operation Term

1. The Board of Directors convenes a General Meeting of Shareholders at least 7 months before the end of the operation term so that shareholders can vote on extending the Company's operation term upon the proposal of the Board of Directors.
2. The operation term is extended when approved by shareholders representing 65% or more of the total voting shares of all shareholders attending the General Meeting of Shareholders.

Article 55. Liquidation

1. At least six (06) months before the end of the Company's operation term or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three (03) members, of which two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board

of Directors from an independent audit firm. The Liquidation Committee prepares its operational regulations. Members of the Liquidation Committee may be selected from Company employees or independent experts. All costs related to liquidation are prioritized for payment by the Company before other debts of the Company.

2. The Liquidation Committee is responsible for reporting to the Business Registration Authority on its establishment date and commencement date of operations. From that point, the Liquidation Committee represents the Company in all matters related to the Company's liquidation before the Courts and administrative authorities.
3. Proceeds from liquidation are paid in the following order:
 - a) Liquidation costs;
 - b) Debts for salaries, severance allowances, social insurance, and other lawful benefits of employees according to collective labor agreements and signed labor contracts;
 - c) Tax debts;
 - d) Other debts of the Company;
 - e) The remainder after paying all debts from items (a) to (d) above is distributed to shareholders. Preferred shares are prioritized for payment first.

CHAPTER XVIII: INTERNAL DISPUTE SETTLEMENT

Article 56. Resolution of Internal Disputes

1. In case disputes or complaints arise related to the Company's operations, the rights and obligations of shareholders as stipulated in the Enterprise Law, other legal regulations, the Company Charter, regulations between:
 - a) The Shareholder(s) and the Company;
 - b) The Shareholder(s) and Board of Directors, the General Director, or other managers.The related parties shall endeavor to resolve such disputes through negotiation and conciliation. Unless the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and request each party to present information related to the dispute within fifteen (15) working days from the date the dispute arises. If the dispute involves the Board of Directors or the Chairman of the Board of Directors, either party may request the Commercial Arbitration to appoint an independent expert as a mediator for the dispute resolution process.
2. If a conciliation decision is not reached within six (06) weeks from the start of the conciliation process, or if the mediator's decision is not accepted by the parties, either party may submit the dispute to Arbitration or the Court.

3. The parties bear their own costs related to the negotiation and conciliation procedures.
Payment of Court costs is carried out according to the Court's judgment.

CHAPTER XIX: SUPPLEMENT AND AMENDMENT OF THE CHARTER

Article 57. Supplement and Amendment of the Charter

1. Any supplement or amendment to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case there are provisions of law related to the Company's operations that are not mentioned in this Charter, or in case there are new legal provisions that differ from the terms in this Charter, those legal provisions automatically apply and govern the Company's activities.

CHAPTER XX: EFFECTIVE DATE

Article 58. Effective Date

1. This Charter, comprising XXI Chapters and 58 Articles, was unanimously adopted by the General Meeting of Shareholders of Viet Thai Electric Cable Joint Stock Company on June 25, 2024, in Dong Nai, and the full text effectiveness of this Charter is agreed upon.
2. The Charter is made in ten (10) copies, having equal validity, and must be kept at the Company's head office.
3. This Charter is the sole and official charter of the Company.
4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or by at least one-half (1/2) of the total members of the Board of Directors.

VIET THAI ELECTRIC CABLE CORPORATION

(Legal Representative)


TỔNG GIÁM ĐỐC
Mai Phan Cẩm Tú