

INVITATION
TO ATTEND THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS

To: Shareholders of Nha Trang Textile & Garment Joint Stock Company

Nha Trang Textile & Garment Joint Stock Company - Business Registration Number: 4200237973 - Head Office: Km1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam, cordially invites the esteemed Shareholders to attend the 2026 Extraordinary General Meeting of Shareholders, with specific content as follows:

1. Time, location, and attendees:

- Time: At 9:00 AM, March 20, 2026.
- Location: At the Hall of Nha Trang Textile & Garment Joint Stock Company, Km1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam.
- Attendees: Based on the shareholder list finalized on January 05, 2026.

2. Content of the Meeting:

- Approval of Proposals to be submitted to the 2026 Extraordinary General Meeting of Shareholders;
- Other important matters within the authority of the General Meeting of Shareholders.

3. Registration for meeting attendance:

- To ensure the meeting is well-organized and successful, Esteemed Shareholders are requested to confirm their attendance (using the Meeting attendance registration form) or authorize another person to attend the meeting (using the proxy form for Meeting attendance or according to legal regulations); then send the letter, email, or fax to the Company at the following address:

Finance and Accounting Department - Nha Trang Textile & Garment JSC.

Km1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam

Tel: 02583 727241 Fax : 02583 727227

Email: dtmlie@vina-ntt.com (Ms. Diep Tu My Lien, Tel: 0777409450)

Registration deadline: From the date of issuance of the invitation until 4:00 PM on March 16, 2026.

When attending the Meeting, Esteemed Shareholders are requested to bring the original Citizen ID Card/Passport; authorized Shareholders must also bring the proxy form.

The presence of the Esteemed Shareholders will contribute to the success of the Meeting.

Sincerely invited ./.

Note: Esteemed Shareholders may refer to the documents and draft meeting resolutions on the Nha Trang Textile & Garment Joint Stock Company website at: <http://nhatrangtex.com> under the section “Investor Relations”.

Recipients:

- As above;
- Archive: Administration Office

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



Dang Vu Hung



**NHA TRANG TEXTILE & GARMENT
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

Khanh Hoa, 2026

**POWER OF ATTORNEY
FOR ATTENDING THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

**To: The Organizing Committee of the General Meeting of Shareholders of Nha Trang
Textile & Garment Joint Stock Company**

- The Grantor (Principal):

No.	Name	Number of Authorized Shares	Signature of Grantor
1.
2.
3.

Total authorized shares:.....shares;

In words:.....shares.

Due to the inability to directly attend the 2026 Extraordinary General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company, I hereby:

DECIDE TO AUTHORIZE

- The Authorized Party (Proxy):

- ID Card/Passport No.:Date of issue: .../.../.....

- Place of issue:

- Address:

- Tel:-Fax:Email:

To represent me/us to attend and vote at the 2026 Extraordinary General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company as the representative for shares/..... shares that I/we currently own.

The Authorized Party has the performance obligation to strictly comply with the content of this Power of Attorney as well as the Working Regulation at the General Meeting, is not allowed to re-authorize another person, and is responsible for reporting the results of the General Meeting back to the authorizing entity or person.

This Power of Attorney is effective from the Date of signing and ceases to be effective upon the conclusion of the General Meeting./.

THE AUTHORIZING PARTY

(Signature and full name)

THE AUTHORIZED PARTY

(Signature and full name)



**NHA TRANG TEXTILE & GARMENT
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

Khanh Hoa, 2026

**REGISTRATION FORM
FOR ATTENDING THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

**To: The Organizing Committee of the General Meeting of Shareholders of Nha Trang
Textile & Garment Joint Stock Company**

- Name of individual/organization:
- ID Card/Citizen ID/Business Registration No.:Date of issue:/....../.....
- Place of issue:.....
- Address:
- Tel:Fax:Email:
- Representative (organization):Position:
- Number of shares owned: shares;
- Number of authorized shares: shares;
- Total number of shares attending the General Meeting: shares.

I/We hereby register to attend the 2026 Extraordinary General Meeting of Shareholders of
Nha Trang Textile & Garment Joint Stock Company in the following manner:

➤ **DIRECTLY ATTENDING THE GENERAL MEETING**

☐

➤ **AUTHORIZING A REPRESENTATIVE TO ATTEND THE GENERAL MEETING**

☐

(Power of Attorney attached)

We respectfully inform the Organizing Committee of the General Meeting of Shareholders for
their knowledge and compilation./.

Individual/Organization

(Signature, full name, seal (If any))



SOCIALIST REPUBLIC OF VIETNAM

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**NHA TRANG TEXTILE & GARMENT
JOINT STOCK COMPANY**

Khanh Hoa, March 20, 2026

**THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS 2026
NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY**

No.	Time	Content	Performer
1	8:45 - 9:00	Welcoming delegates and shareholders attending the General Meeting	Organizing Committee
2	9:00 - 9:15	Opening the General Meeting	
		- Stating the Reasons, introducing delegates.	Organizing Committee
		- Reporting the results of verifying the qualifications of Shareholders attending the General Meeting.	Shareholder Qualification Verification Committee
		- Approving the Presidium of the General Meeting - Approving the Vote Counting Committee.	
		- Introducing the Secretariat of the General Meeting.	Presidium
3	9:15 - 9:25	- Approving the General Meeting Agenda - Approving the Working Regulations of the General Meeting.	Presidium
4	9:25 - 9:40	Presenting Reports and Proposals for the General Meeting's opinion: - Approving the adjustment of the Company's business lines to comply with new State regulations. - Approving the amendment and supplementation of the Charter of Organization and Operation; the Internal Regulations on Corporate Governance, the Regulations on Operation of the Board of Directors, and the Regulations on Operation of the Board of Supervisors. - Approving the Proposal on the plan for private placement of shares to investors.	Presidium
5	9:40 - 10:10	General Meeting Discussion	Organizing Committee
6	10:10 - 10:30	- Instructions for voting on the content of reports and proposals; - Casting voting ballots; Vote Counting Committee working; - Announcing the results of the voting ballot count.	Vote Counting Committee
7	10:30 - 10:45	General Meeting Break	
8	10:45 - 11:00	Chairman of The Board of Directors speaks	Chairman of The Board of Directors
9	11:00 - 11:20	- Reading the Meeting Minutes and the Resolution of the 2026 Extraordinary General Meeting of Shareholders; - Approving the Meeting Minutes of the 2026 Extraordinary General Meeting of Shareholders; - Approving the Resolution of the 2026 Extraordinary	General Meeting Secretary

		General Meeting of Shareholders.	
10	11:20 - 11:30	Summarizing and closing the General Meeting	Organizing Committee

**ON BEHALF OF THE
ORGANIZING COMMITTEE OF
THE GENERAL MEETING
CHAIRMAN OF THE BOARD OF
DIRECTORS**



DANG VU HUNG



SOCIALIST REPUBLIC OF VIETNAM

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**NHA TRANG TEXTILE & GARMENT
JOINT STOCK COMPANY**

Khanh Hoa, March 20, 2026

WORKING REGULATIONS

Extraordinary General Meeting of Shareholders 2026 NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

Base:

- The Enterprise Law No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Securities Law No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Based on the Charter of Organization and Operation of Nha Trang Textile and Garment Joint Stock Company;

The Extraordinary General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company in 2026 will be organized and conducted according to the following regulations:

CHAPTER I

GENERAL REGULATIONS

Article 1. This Regulation applies to the organization of the 2026 Extraordinary General Meeting of Shareholders (hereinafter referred to as the "Meeting") of Nha Trang Textile & Garment Joint Stock Company (hereinafter referred to as the "Company").

Article 2. This Regulation specifies the rights and obligations of the parties participating in the Congress, and the conditions and procedures for conducting the Congress.

Article 3. Shareholders and participating parties are responsible for complying with the provisions of this Regulation.

CHAPTER II

RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE CONFERENCE

Article 4. Rights of Shareholders

1. Eligibility requirements:

These are shareholders whose names are on the Company's shareholder list as of January 5, 2026, the record date for attending the General Meeting.

2. Shareholder rights:

- You may attend the Congress in person or authorize someone else to attend on your behalf.
- Voted in accordance with Article 10 of these Regulations.
- Shareholders or their representatives attending the General Meeting are publicly informed of the meeting agenda and draft documents. Any opinions or suggestions from shareholders or their representatives will be discussed at the meeting.
- Shareholders receive meeting documents, voting cards, and ballots indicating their voting shareholdings. A shareholder's voting value corresponds to the proportion of voting shares they own or the number of shares they represent registered with the Organizing Committee.
- Shareholders arriving after the opening of the meeting have the right to register and subsequently participate in and vote at the meeting, but the Chairperson is not obligated to stop the meeting to allow them to register, and the validity of any voting already conducted will not be affected.

Article 5. Obligations of Shareholders

1. Shareholders and their representatives attending the General Meeting must bring identification documents (*citizen identity card or passport*), a power of attorney (*if authorized*), and complete the registration procedures with the General Meeting Organizing Committee.
2. Comply with the provisions of this Regulation.
3. Strictly abide by the rules of the Congress and respect the results of the work done at the Congress.

Article 6. Rights and obligations of the General Meeting Organizing Committee and the Shareholder Eligibility Verification Committee

1. The General Meeting Organizing Committee is responsible for welcoming shareholders or their representatives, distributing documents, voting cards, and ballots, and guiding them to their seats.
2. The Shareholder Eligibility Verification Committee is responsible for verifying and reporting to the General Meeting on the results of the verification of shareholder eligibility to attend the meeting.

Article 7. Rights and obligations of the Presidium and Secretariat of the Congress

1. Members of the Presidium are nominated by the Organizing Committee and approved by the General Meeting of Shareholders, with the Chairperson being the Chairman of the

Board of Directors or a person authorized in writing by the Chairman of the Board of Directors.

2. The Presidium's decision regarding the procedures, formalities, or events arising outside the agenda of the Shareholders' General Meeting will be final.

3. The Presidium has the right to conduct the General Meeting of Shareholders in a valid and orderly manner, ensuring that the meeting reflects the wishes of the majority of shareholders present.

4. Without consulting the General Assembly, the Presidium of the General Assembly may, at any time, postpone the General Assembly to a later time and place in accordance with the Enterprise Law and the Company's Articles of Association if it deems that:

- The conduct of those present that hinders or is likely to hinder the orderly conduct of the meeting or;

- The delay was necessary so that the work of the Congress could proceed properly.

5. The Secretariat, consisting of two members nominated by the Presidium, is responsible for recording the minutes of the General Meeting fully and truthfully, including all proceedings of the meeting and issues approved or raised by shareholders or their representatives at the meeting; and for drafting and presenting the minutes and resolutions of the General Meeting to the meeting.

Article 8. Rights and obligations of the Vote Counting Committee

1. The Congress's vote counting committee consists of three people, including one Chairman and two members nominated by the Chairman and elected by a vote of confidence by the Congress.

2. Responsibilities of the Vote Counting Committee:

- Determine the exact voting results on each issue submitted for a vote at the Congress and inform the Secretary of the voting results;

- Review and report to the Congress any cases of violations of voting rules or complaints regarding voting results.

CHAPTER III

PROCEDURE FOR CONDUCTING THE CONGRESS

Article 9. Conditions for holding the Congress

An extraordinary general meeting of shareholders is held when the number of shareholders or shareholder representatives in attendance represents more than 50% of the total voting shares of the Company.

Article 10. Procedures for conducting the Congress

The General Shareholders' Meeting will be held in one session. The meeting will discuss and approve the reports and proposals of the meeting in turn.

Article 11. Voting Procedures at the General Assembly

1. Principle: All matters on the agenda and content of the General Meeting must be discussed publicly by the General Meeting of Shareholders and voted on by ballot.

2. Voting slip:

- The voting ballots will be printed by the Organizing Committee and sent directly to the delegates at the General Meeting after the list of attending shareholders has been finalized.

- Each delegate has only one vote. The ballot clearly states the delegate's code, full name, and the total number of shares represented by that delegate.

3. Voting method:

Shareholders attending the meeting will vote in person by selecting the option: Agree, Disagree, or No Opinion for each issue on the ballot distributed at the General Meeting of Shareholders. The organizing committee will collect, compile, and report the results.

4. An invalid ballot is one that falls under one or more of the following categories :

- The tickets were not issued by the Organizing Committee;

- The ballot does not contain the full signature and/or clearly state the name of the delegate;

- The ballot was crossed out and/or altered and/or had additional voting content added to it;

- Voting issues may not be selected, or may have more than one option selected for a Congress Proposal.

5. The voting for the election of Board members will be conducted in accordance with the Election Regulations.

Article 12. Principles of speaking at the congress

1. Shareholders attending the General Meeting express their opinions and participate in discussions by raising their Voting Cards, and may only speak after receiving the Chairman's approval.

2. Shareholders delivered brief speeches, focusing on the key issues to be discussed, in line with the agenda approved by the General Meeting.

CHAPTER IV

CONCLUSION OF THE CONFERENCE

Article 13. Minutes and Resolutions of the General Meeting of Shareholders

All proceedings at the General Shareholders' Meeting must be recorded in minutes and resolutions by the Meeting Secretariat. The minutes and resolutions are read and approved before the closing of the meeting and are kept at the Company.

CHAPTER V

OTHER TERMS AND CONDITIONS

Article 14. Cases where the General Meeting of Shareholders is unsuccessful

1. If the required number of delegates as stipulated in Article 8 of these Regulations is not present, the organizers of the Congress shall decide to postpone the session and must reschedule the Congress within 30 days from the date of the decision to postpone the session.

2. A re-convened General Meeting of Shareholders shall be held when the number of shareholders and shareholder representatives present represents at least 33% of the voting shares. If the required number of representatives is not present at the second meeting, the General Meeting must be postponed and a third General Meeting of Shareholders must be convened within 20 days of the opening of the second meeting.

3. The third General Meeting of Shareholders, regardless of the number of shareholders or shareholder representatives in attendance, is valid and they have the right to decide on all matters intended for voting within the agenda sent to shareholders in previous meetings.

CHAPTER VI

ENFORCEMENT CLAUSES

Article 15. Effective Date

1. Shareholders or their authorized representatives and members attending the General Meeting must strictly comply with these Rules of Procedure.

2. These regulations shall take effect immediately upon being approved by the Company's General Meeting of Shareholders./.

O/B OF BOARD OF DIRECTORS
Chairman of the Board

(signed)

DANG VU HUNG



No.: 057/TTTr- ĐHĐCĐ

Khanh Hoa, March 20, 2026

PROPOSAL

Re: Updating business sectors and occupations according to Decision No. 36/2025/QĐ-TTg on the Vietnamese Economic Classification System

To: General Shareholders' Meeting of Nha Trang Textile & Garment Joint Stock Company

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 , and its amendments and supplements ;
- Based on Decree No. 168/2025/ND-CP dated June 30, 2025 on business registration;
- Based on Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the promulgation of the Vietnamese economic sector classification system;
- Based on the Charter of Organization and Operation of Nha Trang Textile & Garment Joint Stock Company;

The Board of Directors of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the updating of business lines to conform with the Company 's business activities in accordance with Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister on the promulgation of the Vietnamese economic sector classification system, details below :

Business lines registered before adjustment		The registered business lines after adjustment are as follows: Decision No. 36/2025/QĐ-TTg	
Industry code	Name branch	Industry code	Name branch
1311	Fiber production Details: Production of various types of cotton, fibers, and yarns.	1311	Fiber production Details: Production of various types of cotton, fibers, and yarns.
1312	Woven fabric production Details: Fabric manufacturing	1312	Woven fabric production Details: Fabric manufacturing
1313	Finishing textile products	1313	Finishing textile products
1391	Manufacture of knitted fabrics,	1391	Manufacture of knitted fabrics,

Business lines registered before adjustment		The registered business lines after adjustment are as follows: Decision No. 36/2025/QĐ-TTg	
Industry code	Name branch	Industry code	Name branch
	crocheted fabrics and other non-woven fabrics		crocheted fabrics and other non-woven fabrics
1392	Manufacture of ready-made textiles (excluding clothing) Details: Garment manufacturing	1392	Manufacture of ready-made textiles (excluding clothing) Details: Garment manufacturing
1399	Manufacture of other textile products not elsewhere classified Details: Manufacturing of raw materials and auxiliary materials for the textile and garment industry.	1399	Manufacture of other textile products not elsewhere classified Details: Manufacturing of raw materials and auxiliary materials for the textile and garment industry.
1410 (Main)	May clothing (excluding clothing made from fur)	1410 (Main)	Manufacture of clothing (excluding clothing made from fur)
1430	Manufacturing knitted and crocheted garments.	1430	Crochet garment production
1520	Shoe and sandal manufacturing	1520	Shoe and sandal manufacturing
1811	Printing Details: Direct printing onto woven fabric	1811	Printing Details: Direct printing onto woven fabric
2029	Manufacture of other chemical products not elsewhere classified Details: Production of chemicals (excluding highly toxic chemicals) and dyes for the textile industry.	2029	Manufacture of other chemical products not elsewhere classified Details: Production of chemicals (excluding highly toxic chemicals) and dyes for the textile industry.
2826	Manufacturing machinery for the textile, garment, and leather industries. Details: Manufacturing of machinery, equipment, spare parts, and packaging for the textile and garment industry.	2826	Manufacturing machinery for the textile, garment, and leather industries. Details: Manufacturing of machinery, equipment, spare parts, and packaging for the textile and garment industry.
3320	Installation of industrial machinery and equipment	3320	Installation of industrial machinery and equipment

Business lines registered before adjustment		The registered business lines after adjustment are as follows: Decision No. 36/2025/QĐ-TTg	
Industry code	Name branch	Industry code	Name branch
	Details: Installation and repair services for factory machinery and equipment.		Details: Installation and repair services for factory machinery and equipment.
3600	Water extraction, treatment, and supply	3600	Water extraction, treatment, and supply
3700	Drainage and wastewater treatment Details: Treatment of industrial liquid waste and domestic wastewater.	3700	Drainage and wastewater treatment Details: Treatment of industrial liquid waste and domestic wastewater.
4299	Construction of other civil engineering works Details: Construction of civil works, industrial works, industrial parks, urban areas, tourist areas.	4299	Construction of other civil engineering works Details: Construction of civil works, industrial works, industrial parks, urban areas, tourist areas.
4610	Agents, brokers, and auctioneers of goods. Details: Commercial brokerage, consignment of goods, agency for buying and selling goods on consignment.	4610	Agents, brokers, and auctioneers of goods. Details: Commercial brokerage, consignment of goods, agency for buying and selling goods on consignment.
4641	Wholesale of fabrics, ready-made garments, and footwear. Details: Buying and selling various types of fabrics, clothing, and footwear.	4641	Wholesale of fabrics, ready-made garments, and footwear. Details: Buying and selling various types of fabrics, clothing, and footwear.
4659	Wholesale of machinery, equipment and other machine parts Details: Buying and selling machinery, equipment, spare parts, and packaging materials for the textile and garment industry.	4659	Wholesale of machinery, equipment and other machine parts Details: Buying and selling machinery, equipment, spare parts, and packaging materials for the textile and garment industry.
4661	Wholesale of solid, liquid, and gaseous fuels and related products. Details: Business in gasoline and	4671	Wholesale of solid, liquid, and gaseous fuels and related products. Details: Business in gasoline and fuel.

Business lines registered before adjustment		The registered business lines after adjustment are as follows: Decision No. 36/2025/QĐ-TTg	
Industry code	Name branch	Industry code	Name branch
	fuel.		
4663	Wholesale of other building materials and installation equipment. Details: Business in building materials	4673	Wholesale of other building materials and installation equipment. Details: Business in building materials
4669	Other specialized wholesale trade not classified elsewhere Details: Buying and selling chemicals (excluding highly toxic chemicals), dyes for the textile industry; Buying and selling various types of cotton, fibers, yarns, raw materials, and auxiliary materials for the textile industry.	4679	Other specialized wholesale trade not classified elsewhere Details: Buying and selling chemicals (excluding highly toxic chemicals), dyes for the textile industry; Buying and selling various types of cotton, fibers, yarns, raw materials, and auxiliary materials for the textile industry.
4933	Road freight transport Details: Road freight transportation services	4933	Road freight transport Details: Road freight transportation services
5510	Short-term accommodation services Details: Business in tourism services, hotels, and tourist resorts.	5510	Hotels and similar accommodation services
5610	Restaurants and mobile food service Details: Restaurant	5610	Restaurants and mobile food service Details: Restaurant
5629	Other food and beverage services Details: Operation of canteens and self-service food outlets	5629	Other food and beverage services Details: Operation of canteens and self-service food outlets
6810	Real estate business, land use rights belonging to the owner, user or lessee. Details: Real estate and commercial center business. Rental of office buildings, factories, and warehouses.	6810	Real estate business, land use rights belonging to the owner, user or lessee. Details: Real estate and commercial center business. Rental of office buildings, factories, and warehouses.

Business lines registered before adjustment		The registered business lines after adjustment are as follows: Decision No. 36/2025/QD-TTg	
Industry code	Name branch	Industry code	Name branch
9620	Laundry and cleaning of textile and fur products. Details: Dry cleaning, wet cleaning, ironing, etc., for all types of clothing and textiles, whether hand-washed or machine-washed.	9610	Laundry and cleaning of textile and fur products. Details: Dry cleaning, wet cleaning, ironing, etc., for all types of clothing and textiles, whether hand-washed or machine-washed.

At the same time, the General Meeting of Shareholders assigns and authorizes the Legal Representative to carry out the procedures for registering changes to the Company's business registration at the competent authority to complete the updating of business lines in accordance with current regulations.

Submitted to the General Meeting of Shareholders for consideration.

Thank you very much!

**O/B OF BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF
DIRECTORS**
(signed)

Recipients:

- As above

- Archived: Documents

DANG VU HUNG



No. 058/TTr-GMS

Khanh Hoa, March 20, 2026

Proposal

Re: Amending and supplementing the Company Charter

**To: General Meeting of Shareholders of Nha Trang Textile &
Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of several articles of the Law on Securities and its amending and supplementing documents;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, guiding several articles on corporate governance applicable to public companies;
- Pursuant to the Charter on Organization and Operation of Nha Trang Textile & Garment Joint Stock Company;

The Board of Directors of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the amendments and supplements to the Charter on Organization and Operation of Nha Trang Textile & Garment Joint Stock Company, to comply with current legal regulations (Attached documents).

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely, thank you!

Recipients:

- As above

- Archived: Documents

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

(signed)

DANG VU HUNG



NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

Draft

**REGULATIONS
ORGANIZATION AND OPERATION
(Revision 4)**

Khanh Hoa, date month year 2026

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INTRODUCTION

The charter governing the organization and operation of Nha Trang Textile & Garment Joint Stock Company serves as the legal basis for all of the Company's activities as a joint stock company, in accordance with the Enterprise Law, the Securities Law, and other relevant legal documents. This charter, along with resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors, and other decisions issued by the Company, if approved in accordance with the law, will constitute the binding rules and regulations for conducting the Company's business operations.

These charters were adopted pursuant to Resolution No. /NQ-DMNT of the General Meeting of Shareholders dated month year 2026.

CHAPTER I

DEFINITION OF TERMS IN THE BYLAWS

Article 1: Explanation of Terms

In these Regulations, the following terms are understood as follows:

1. "Charter capital" is the total par value of shares sold or subscribed upon the company's establishment, as stipulated in Article 6 of these Charters.
2. "Voting capital" refers to share capital, whereby the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;
3. "The Enterprise Law" refers to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements.
4. "Securities Law" refers to Law No. 54/2019/QH14 on Securities, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements.
5. "Vietnam" refers to the Socialist Republic of Vietnam;
6. "Establishment date" is the date on which the Company is first granted its Business Registration Certificate (Business Registration Certificate and other equivalent documents);
7. "Business executives" include the General Director, Deputy General Director, Chief Executive Officer, and Chief Accountant;
8. "Business managers" are individuals who manage a company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and individuals holding other managerial positions as stipulated in the Company's Articles of Association.
9. The company's "other managers" include the Deputy General Director, the Chief Executive Officer, and the Chief Accountant.
10. "Insiders" include the Chairman of the Board of Directors, members of the Board of Directors, legal representatives, General Director, Deputy General Director, Chief

Financial Officer, Chief Accountant, and equivalent management positions elected by the General Meeting of Shareholders or appointed by the Board of Directors; the Head and members of the Supervisory Board (Supervisors), members of the Internal Audit Board; company secretary, person in charge of corporate governance, and person authorized to disclose information.

11. "Related parties" are individuals or organizations that have a relationship with each other in the following cases:
 - a) Businesses and their insiders;
 - b) Businesses and organizations/individuals owning more than 10% of the voting shares or capital contributions of that business;
 - c) An organization or individual that, in relation to another organization or individual, directly or indirectly controls or is controlled by that organization or individual, or is subject to the same control as that organization or individual;
 - d) The individual and their biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, wife, husband, biological child, adopted child, daughter-in-law, son-in-law, biological brother, biological sister, biological sibling, brother-in-law, sister-in-law, daughter-in-law, son-in-law;
 - e) A contractual relationship in which one organization or individual acts as a representative for another organization or individual;
 - f) Other organizations and individuals are considered related parties according to the provisions of the Enterprise Law.
12. "Shareholder" is an individual or organization that owns at least one share of a joint-stock company;
13. A "founding shareholder" is a shareholder who owns at least one common share and signs the list of founding shareholders of the joint-stock company.
14. "Major shareholder" is a shareholder who owns 5% or more of the voting shares of an issuing organization;
15. "Operating period" refers to the period of operation of the Company as stipulated in Article 2 of these Charters;
16. "Stock exchange" refers to the Vietnam Stock Exchange and its subsidiaries.
17. "VSDC" stands for Vietnam Securities Depository and Clearing Corporation;
18. "Contact address" is the registered address of the head office for an organization; the permanent address or workplace or other address of an individual that they register with the business as a contact address;
19. "Trade secrets" include information about inventory levels, costs, profits, finances, technological solutions, business techniques, business strategies, business plans, customer lists, export plans, marketing plans, information about research and development activities, etc.
20. "Trade secrets" are information obtained from financial and intellectual investments

that have not been disclosed and can be used in business, etc.

21. In these Statutes, references to one or more other regulations or documents, including amendments, supplements, or replacements, are prohibited.
22. The headings (chapters, articles of these Statutes) are used for convenience in understanding the content and do not affect the content of these Statutes.

CHAPTER II

NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS AND TERM OF OPERATION , LEGAL REPRESENTATIVE OF THE COMPANY

Article 2: Name, form, head office, branches, representative offices, business locations, and operating period of the Company

1. Company Name:
 - Company name in Vietnamese: **CÔNG TY CỔ PHẦN DỆT - MAY NHA TRANG**
 - Company name in English: **NHATRANG TEXTILE & GARMENT JOINT STOCK COMPANY**
 - Company abbreviation: **NHATEXCO**
2. The company is a Joint Stock Company with legal personality in accordance with current Vietnamese law.
3. Company's registered office:
 - Address : Km 1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam
 - Phone : 0258 372 7236
 - Fax : 0258 372 7227
 - Email : info@vina-ntt.com
 - Website : nhatrangtex.com/
4. The company may establish branches, representative offices, and business locations within its business area to achieve its operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.
5. Unless the Company ceases operations prematurely in accordance with Clause 2 of Article 54 or extends its operations in accordance with Article 55 of these Charters, its operating term is indefinite.

Article 3: The legal representative of the Company

The Company has one (01) to two (02) legal representatives who are the Chairman of the Board of Directors or the General Director. The current legal representative of the Company is the Chairman of the Board of Directors. In case of a change of legal representative, the Board of Directors of the Company has the right to decide at an appropriate time.

The rights and obligations of each legal representative(s) shall be exercised in accordance with the provisions of the law and this Charter.

CHAPTER III

COMPANY'S OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS

Article 4: Company's operational objectives

1. Company's business activities

No.	Name of industry/business	Business sector/occupation code
1	Fiber production Details: Production of various types of cotton, fibers, and yarns.	1311
2	Woven fabric production Details: Fabric manufacturing	1312
3	Finishing textile products	1313
4	Manufacture of knitted fabrics, crocheted fabrics and other non-woven fabrics	1391
5	Manufacture of ready-made textiles (excluding clothing) Details: Garment manufacturing	1392
6	Manufacture of other textile products not elsewhere classified Details: Manufacturing of raw materials and auxiliary materials for the textile and garment industry.	1399
7	Manufacture of clothing (excluding clothing made from fur)	1410 (Main)
8	Crochet garment production	1430
9	Shoe and sandal manufacturing	1520
10	Printing Details: Direct printing onto woven fabric	1811
11	Manufacture of other chemical products not elsewhere classified Details: Production of chemicals (excluding highly toxic chemicals) and dyes for the textile industry.	2029

12	Manufacturing machinery for the textile, garment, and leather industries. Details: Manufacturing of machinery, equipment, spare parts, and packaging for the textile and garment industry.	2826
13	Installation of industrial machinery and equipment Details: Installation and repair services for factory machinery and equipment.	3320
14	Water extraction, treatment, and supply	3600
15	Drainage and wastewater treatment Details: Treatment of industrial liquid waste and domestic wastewater.	3700
16	Construction of other civil engineering works Details: Construction of civil works, industrial works, industrial parks, urban areas, tourist areas.	4299
17	Agents, brokers, and auctioneers of goods. Details: Commercial brokerage, consignment of goods, agency for buying and selling goods on consignment.	4610
18	Wholesale of fabrics, ready-made garments, and footwear. Details: Buying and selling various types of fabrics, clothing, and footwear.	4641
19	Wholesale of machinery, equipment and other machine parts Details: Buying and selling machinery, equipment, spare parts, and packaging materials for the textile and garment industry.	4659
20	Wholesale of solid, liquid, and gaseous fuels and related products. Details: Business in gasoline and fuel.	4671
21	Wholesale of other building materials and installation equipment. Details: Business in building materials	4673
22	Other specialized wholesale trade not classified elsewhere Details: Buying and selling chemicals (excluding highly toxic chemicals), dyes for the textile industry; Buying and selling various types of cotton, fibers, yarns, raw materials, and auxiliary materials for the textile industry.	4679
23	Road freight transport	4933

	Details: Road freight transportation services	
24	Hotels and similar accommodation services	5510
25	Restaurants and mobile food service Details: Restaurant	5610
26	Other food and beverage services Details: Operation of canteens and self-service food outlets	5629
27	Real estate business, land use rights belonging to the owner, user or lessee. Details: Real estate and commercial center business. Rental of office buildings, factories, and warehouses.	6810
28	Laundry and cleaning of textile and fur products. Details: Dry cleaning, wet cleaning, ironing, etc., for all types of clothing and textiles, whether hand-washed or machine-washed.	9610

The company may add or change its business lines and types of business activities as decided by the General Meeting of Shareholders and in accordance with the provisions of the law.

2. Operational objectives

The company was established to mobilize and utilize capital effectively in its production and business operations to maximize profits; expand markets, create stable jobs and improve the lives of employees; increase returns for shareholders, contribute to the state budget, and build a sustainably developing company.

Article 5: Scope of Business and Operations

The company is permitted to conduct business activities in the sectors specified in this Charter, having registered and notified changes to its registration to the business registration authority and published them on the National Business Registration Portal.

CHAPTER IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6: Charter capital, shares, founding shareholders

1. The company's charter capital is stated on the Certificate of Business Registration issued by the competent business registration authority and changes periodically. The company's charter capital is VND 235,000,000,000 (*In words: Two hundred and thirty-five billion Vietnamese Dong*) .

The total charter capital of the Company is divided into 23,500,000 shares (Twenty-three million five hundred thousand shares), each share having a par value of 10,000

VND (*Ten thousand Vietnamese Dong*) .

2. The company may change its charter capital with the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.
3. The Company's shares on the date of adoption of these Articles of Association include common shares and preferred shares (if any). The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of these Articles of Association.
4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.
5. The company officially operates as a joint-stock company according to Business Registration Certificate No. 4200237973 issued by the competent business registration authority on August 8, 2006. Based on the provisions of the Enterprise Law, as of now, the common shares of the founding shareholders have exceeded the transfer restriction period.
6. Offering shares for sale.

A share offering is when a company increases the number of shares it is authorized to offer and sells those shares during its operation to increase its charter capital.

A share offering can be conducted in one of the following forms:

- a) Offering to existing shareholders;
- b) Offered to the public;
- c) Offering shares privately;
- d) Other forms may be decided by the General Meeting of Shareholders.

Common shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares not subscribed by shareholders will be decided by the Company's Board of Directors. The Board of Directors may distribute these shares to shareholders and other parties under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or provided for by securities law.

7. The Company may repurchase shares issued by itself in the manner prescribed in these Articles of Association and applicable law.
8. The company may issue other types of securities as prescribed by law.

Article 7: Stock Certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own.
2. A stock is a type of security that confirms the legal rights and interests of the owner in a portion of the issuer's share capital. Stock certificates must contain the following information:

- a) Name, business registration number, and registered office address of the Company;
 - b) Number of shares and type of shares;
 - c) The par value of each share and the total par value of all shares stated on the share certificate;
 - d) The full name, contact address, nationality, and legal documents of individual shareholders; the name, business registration number or legal document number, and registered office address of organizational shareholders;
 - e) The signature of the legal representative and the company seal;
 - f) The registration number in the Company's shareholder register and the date of share issuance;
 - g) Other provisions as stipulated in Articles 116, 117 and 118 of the Enterprise Law regarding preferred stock shares.
3. Shareholders shall be issued share certificates within seven (07) days from the date VSDC notifies that it has received a complete application for transfer of share ownership in accordance with the law or within two (02) months from the date of full payment of the share purchase price as stipulated in the Company's share issuance plan (or other time as stipulated in the Issuance Terms). Shareholders shall not pay the Company the cost of printing share certificates.
 4. In the event that a share certificate is lost, damaged, or otherwise destroyed, the shareholder shall be reissued a share certificate by the Company upon the shareholder's request. The shareholder's request must include the following information:
 - a) Information regarding the stock certificate that has been lost, damaged, or otherwise destroyed;
 - b) We commit to taking responsibility for any disputes arising from the reissuance of new stock certificates.
 5. In the event that the Company cancels its securities registration at VSDC, the Company shall reissue the share certificate to the shareholder within thirty (30) working days from the effective date of securities cancellation as notified by VSDC.

Article 8: Other securities certificates

Bond certificates or other securities certificates issued by the Company bear the signature of the legal representative and the seal of the Company.

Article 9: Transfer of Shares

1. All shares are freely transferable, except as stipulated in point c, clause 1, Article 12 of the Company's Charter which imposes restrictions on the transfer of shares.
2. The transfer can be carried out by contract in the usual manner or through transactions on the stock market. In the case of a contract transfer, the transfer documents must be signed by the transferor and the transferee or their authorized

representatives. In the case of a transfer through a stock market transaction, the procedures and recording of ownership shall be carried out in accordance with the laws on securities and the stock market.

3. In the event that a shareholder who is an individual dies, the heir according to the will or by law of that shareholder becomes a shareholder of the Company.
4. In the event that a shareholder who is an individual dies without heirs, or the heirs refuse to accept the inheritance, or are disinherited, the shares will be handled according to the provisions of civil law.
5. Shareholders have the right to donate a portion or all of their shares in the Company to other individuals or organizations; or to use the shares to pay off debts. In this case, the individual or organization receiving the donated shares or receiving the shares as debt repayment will become a shareholder of the Company.
6. Individuals and organizations receiving shares in the cases stipulated in this Article shall only become shareholders of the Company from the time their information as stipulated in Clause 2, Article 122 of the current Enterprise Law is fully recorded in the shareholder register.
7. The company must register changes to shareholders in the shareholder register upon request from the relevant shareholder within 24 hours of receiving the request, as stipulated in the Company's Articles of Association.
8. Unpaid shares are not transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly issued shares to increase share capital from equity, the right to purchase newly offered shares, and other rights as stipulated by law.

Article 10: Reclamation of Shares

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount and be liable for the Company's financial obligations arising from the failure to pay, corresponding to the total par value of the registered shares.
2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and the notice must clearly state that in case of non-payment as required, the remaining unpaid shares will be reclaimed.
3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.
4. Repurchased shares are considered shares authorized for sale as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors may directly or authorize the sale and redistribution of these shares under conditions and in a manner that the Board of Directors deems appropriate.
5. Shareholders holding repurchased shares must relinquish their shareholder status with respect to those shares, but remain liable for the Company's financial

obligations arising at the time of repurchase, as determined by the Board of Directors, from the date of repurchase until the date of payment, in proportion to the total par value of the shares they registered to purchase. The Board of Directors has the full authority to enforce payment of the full value of the shares at the time of repurchase.

6. The recall notice is sent to the holders of the recalled shares before the recall takes place. The recall remains valid even in the event of errors or negligence in sending the notice.

CHAPTER V

ORGANIZATIONAL STRUCTURE, GOVERNANCE AND CONTROL

Article 11: Organizational structure, governance and control of the Company

The Company's organizational structure for management, administration, and control includes :

1. General Shareholders' Meeting;
2. Board of Directors;
3. Supervisory Board;
4. General Director; Deputy General Director .

CHAPTER VI

SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12: Rights of Shareholders

1. Common shareholders have the following rights :
 - a) Shareholders are entitled to attend and speak at General Meetings of Shareholders and exercise their voting rights directly or through authorized representatives or other forms as prescribed by the Company's Charter and the law. Each common share has one voting right;
 - b) Receive dividends at the rate determined by the General Meeting of Shareholders;
 - c) Priority is given to purchasing new shares in proportion to each shareholder's ownership of common shares in the Company ;
 - d) Freely transfer one's shares to others, except as stipulated in Clause 3 of Article 120, Clause 1 of Article 127 of the Enterprise Law and other relevant legal provisions ;
 - e) Review, search, and retrieve information regarding names and contact addresses in the list of voting shareholders and request corrections to any inaccurate information . The process for providing this information is detailed in the internal regulations on corporate governance.
 - f) Review, search, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of

Shareholders . The provision of information shall follow the procedures detailed in the Internal Regulations on Corporate Governance;

- g) When the company is dissolved or goes bankrupt, the recipient is entitled to a portion of the remaining assets in proportion to their shareholding in the company.
 - h) Require the company to repurchase shares in the cases stipulated in Article 132 of the Enterprise Law;
 - i) Equal treatment is guaranteed. Each share of the same class confers equal rights, obligations, and benefits on the shareholder. In cases where the Company has preferred shares, the rights and obligations associated with those preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders.
 - j) To have full access to regular and extraordinary information disclosed by the Company in accordance with the law;
 - k) To protect their legitimate rights and interests; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law;
 - l) Other rights as prescribed by law and these Statutes .
2. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the following rights:
- a) The Board of Directors is requested to convene a General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 12 and Article 18 of these Charters;
 - b) Review, search, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Supervisory Board, contracts, and transactions that require approval from the Board of Directors, except for documents related to trade secrets and business secrets of the Company . The provision of information according to the procedures is detailed in the Internal Regulations on Corporate Governance;
 - c) The Supervisory Board is required to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following information: full name, contact address, nationality, and legal document number of individual shareholders; name, business registration number or legal document number of organizational shareholders, and registered office address; number of shares and registration date of each shareholder, total number of shares of the entire group of shareholders, and ownership percentage in the total shares of the Company; the issue to be examined and the purpose of the examination;
 - d) Proposals for inclusion in the General Meeting of Shareholders' agenda must be in writing and sent to the Company no later than five (05) working days before

the opening date. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the proposed issue to be included in the meeting agenda;

- e) Other rights as prescribed by law and these Statutes.
3. Shareholders or groups of shareholders specified in Clause 2 of this Article have the right to request the convening of a General Meeting of Shareholders in the following cases:
- a) The board of directors seriously violated the rights of shareholders, the duties of managers, or made decisions exceeding their delegated authority;
 - b) Other cases as stipulated in the Company's Articles of Association and the law.

The request to convene a General Meeting of Shareholders as stipulated in Clause 3 of this Article must be in writing and must include the following information: full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and head office address of the organization shareholder; the number of shares and registration date of each shareholder, the total number of shares of the entire group of shareholders and their ownership percentage in the total shares of the company; the basis and reason for requesting the convening of the General Meeting of Shareholders; the purpose of the meeting; the request must be signed by all relevant shareholders or the request must be made in multiple copies and signed by all relevant shareholders. The request must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority.

4. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board is as follows:
- a) Common shareholders who form groups to nominate candidates for the Board of Directors and the Supervisory Board must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;
 - b) Based on the number of members of the Board of Directors and the Supervisory Board, shareholders or groups of shareholders as stipulated in this clause have the right to nominate one or more individuals as candidates for the Board of Directors and the Supervisory Board in accordance with Articles 25 and 36 of these Charters. If the number of candidates nominated by a shareholder or group of shareholders is less than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Supervisory Board, and other shareholders in accordance with Articles 25 and 36 of these Charters.

Article 13: Obligations of Shareholders

Common shareholders have the following obligations:

1. Pay for the shares you committed to purchase in full and on time.
2. Shareholders are not permitted to withdraw contributed capital in the form of common shares from the Company in any form, except in cases where the shares are repurchased by the Company or another party. If a shareholder withdraws part or all of their contributed capital in violation of this provision, that shareholder and any related parties in the Company shall be jointly and severally liable for the Company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.
3. Comply with the Company's Articles of Association and internal regulations approved by the General Meeting of Shareholders .
4. Comply with the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. The Company is responsible for maintaining the confidentiality of information provided in accordance with its Articles of Association and applicable laws; using the provided information only to exercise and protect its legitimate rights and interests; and strictly prohibiting the dissemination, copying, or sending of information provided by the Company to other organizations or individuals.
6. Attend the General Shareholders' Meeting and exercise your voting rights through the following methods:
 - a) Attend and vote/contest in person at the meeting;
 - b) Authorize other individuals or organizations to attend and vote /cast ballots at the meeting;
 - c) Participate and vote /cast ballots through online conferences, electronic voting, or other electronic means;
 - d) Submit your ballot/election request to the meeting via mail, fax, or email .
7. Individuals shall be held personally liable for any of the following acts committed in the name of the Company:
 - a) Violation of the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Pay off debts that are not yet due in order to mitigate financial risks for the Company.
8. Fulfill other obligations as required by applicable law.

Article 14: General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders shall meet annually once a year and within four (04) months from the end of the financial year. The Board of Directors shall decide to extend the annual

General Meeting of Shareholders if necessary, but not more than six (06) months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders shall be determined by where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Articles of Association. If the audit report of the Company's annual financial statements contains material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm that audited the Company's financial statements to attend the Annual General Meeting of Shareholders. The representative of the approved auditing firm is obligated to attend the Company's Annual General Meeting of Shareholders.
3. The Board of Directors must convene an extraordinary general meeting of shareholders or solicit shareholder opinions in writing in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members required by law;
 - c) Upon the request of a shareholder or group of shareholders as stipulated in Clauses 2 and 3 of Article 12 of these Charters, the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reason and purpose of the meeting, and bearing the signatures of all relevant shareholders; or the request must be made in multiple copies and include the signatures of all relevant shareholders.
 - d) As requested by the Supervisory Board;
 - e) Other cases as prescribed by law and these Regulations.
4. Convening an extraordinary general meeting of shareholders:
 - a) The Board of Directors must determine the opening date of the General Meeting of Shareholders within sixty (60) working days from the date the number of remaining members of the Board of Directors and members of the Supervisory Board is as stipulated in point b, clause 3 of this Article or receives the request as stipulated in points c and d, clause 3 of this Article;
 - b) In the event that the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next thirty (30) days, the Supervisory Board shall replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in clause 3, Article 140 of the Enterprise Law;
 - c) If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, the shareholder or group of

shareholders specified in point c, clause 3 of this Article has the right to request the Company's representative to convene a General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders has the right to request the business registration authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

- d) The procedure for organizing a General Meeting of Shareholders is regulated by Clause 5, Article 140 of the Enterprise Law.

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

1. The General Meeting of Shareholders has the following rights and obligations:
 - a) Through the company's development strategy;
 - b) Deciding on the types of shares and the total number of shares of each type authorized for sale ; determining the annual dividend rate for each type of share;
 - c) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
 - d) Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial statement;
 - e) Decision to amend and supplement the Company's Charter;
 - f) Through annual financial reports;
 - g) The decision is to repurchase more than 10% of the total shares sold of each class;
 - h) Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
 - i) Decision to reorganize, dissolve the company and appoint a liquidator;
 - j) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
 - k) Approve, supplement, and amend the internal regulations on corporate governance; the operating regulations of the Board of Directors, and the operating regulations of the Supervisory Board;
 - l) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
 - m) Number of members of the Board of Directors and the Supervisory Board;

- n) Dividing, separating, merging, consolidating, or transforming the Company;
 - o) The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets as recorded in the most recent financial statement;
 - p) Approving transactions as stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities (and subsequent amendments and supplements from time to time);
 - q) Other rights and obligations as prescribed by law.
2. The Annual General Meeting of Shareholders discussed and approved the following matters:
- a) The company's annual business plan;
 - b) The annual financial statements have been audited;
 - c) The Board of Directors' report on the governance and performance of the Board of Directors and each individual member of the Board of Directors;
 - d) Report of the Supervisory Board on the Company's business results, the performance of the Board of Directors, and the General Director;
 - e) Self-assessment report on the performance of the Supervisory Board and its members;
 - f) Dividend rates per share for each class;
 - g) Other matters fall under our jurisdiction.
3. All resolutions and matters on the agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16: Authorization to attend the General Meeting of Shareholders

1. Shareholders, or authorized representatives of institutional shareholders, may attend meetings in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 6, Article 13 of these Charters, as specifically prescribed below:
 - a) For individual shareholders, only one (01) authorized representative may be authorized to attend the meeting. The authorized shareholder will not be allowed to attend the meeting even if they partially authorize the authorized representative.
 - b) For institutional shareholders, the authorization process is as follows:
 - Shareholders holding less than 10 % of the total number of common shares have the right to authorize a maximum of one (01) person to attend the General Meeting of Shareholders;

- Shareholders holding 10% or more of the total number of common shares have the right to authorize a maximum of two (0 2) people to attend the meeting.

If there is more than one authorized representative, the number of shares and votes authorized for each representative must be specifically determined. If the number of shares and votes for each authorized representative is not specifically determined, the shares and votes will be divided equally among the authorized representatives, and any fractional shares (if any) will be prioritized alphabetically by the name of the authorized representative.

2. The authorization for an individual or organization to represent a shareholder at the General Meeting of Shareholders, as stipulated in Clause 1 of this Article, must be in writing. The authorization document must be prepared in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, the signature, full name (handwritten), and seal (if an organization) of both the authorizing party and the authorized party. The authorized person attending the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting.
3. The ballot/voting slip of an authorized representative attending the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:
 - a) The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;
 - b) The principal has revoked the designation of authorization;
 - c) The grantor has revoked the authority of the grantee.

This clause does not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened. **Article 17: Changes to Rights**

1. Changes to or cancellations of special rights associated with a preferred stock take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting.
2. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.
3. The holding of a meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid when there are at least two

(02) shareholders (or their authorized representatives) and holding at least 1/3 of the par value of the issued shares of that class. If there are not enough representatives as stated above, the meeting shall be held again within the next thirty (30) days and those holding shares of that class (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have met the required number of representatives. At the meetings of shareholders holding the aforementioned preferred shares, those holding shares of that class present in person or through representatives may request a secret ballot. Each share of the same class has equal voting rights at the aforementioned meetings.

4. The procedures for conducting such separate meetings are carried out in accordance with the provisions of Articles 19, 20 and 21 of these Regulations.
5. Unless otherwise stipulated in the terms of the share issuance, the special rights associated with preferred shares concerning some or all matters relating to the distribution of the Company's profits or assets remain unchanged when the Company issues additional shares of the same class.

Article 18: Convening the meeting, meeting agenda, and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes an annual or extraordinary general meeting of shareholders. The Board of Directors may also convene an extraordinary general meeting of shareholders in the cases stipulated in Clause 3, Article 14 of these Charters.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare a list of shareholders eligible to attend and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date.
 - b) Prepare the program and content for the congress;
 - c) Prepare documents for the conference;
 - d) Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors and Supervisory Board;
 - e) Determine the time and location for holding the congress;
 - f) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - g) Other tasks in preparation for the Congress.
3. The notice of the General Meeting of Shareholders shall be sent to all shareholders

by means that ensure it reaches the shareholders' contact addresses, and shall also be published on the Company's website and the State Securities Commission, and the stock exchange where the Company's shares are registered for trading. The convenor of the General Meeting of Shareholders must send the notice of the meeting to all shareholders on the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the meeting (calculated from the date the notice is duly sent or transmitted). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of the meeting must clearly state the link to all meeting documents so that shareholders can access them, including:

- a) Meeting agenda, documents to be used in the meeting;
 - b) List and details of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;
 - c) Voting/election ballot;
 - d) Draft resolutions for each item on the meeting agenda.
4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company no later than five (05) working days before the opening date of the meeting. Proposals must clearly state the name of the shareholder, the number of each type of share held by the shareholder, contact address, nationality, Citizen Identity Card number, Passport number or other legally valid personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder, and The issue should be included on the meeting agenda.
5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:
- a) The petition was submitted in violation of the provisions of Clause 4 of this Article;
 - b) At the time of the proposal, the shareholder or group of shareholders did not hold at least 5% of the common shares as stipulated in Clause 2, Article 12 of these Charters;
 - c) The issue raised in this proposal falls outside the scope of authority of the General Meeting of Shareholders.
 - d) Other cases as prescribed by law and these Regulations.
6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article; the proposal shall be

officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 19: Conditions for holding a General Meeting of Shareholders

1. A general meeting of shareholders is considered valid when the number of shareholders present represents more than 50% of the total voting rights.
2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within thirty (30) days from the date of the first planned meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total voting rights.
3. If the second meeting does not meet the quorum requirements as stipulated in Clause 2 of this Article, the notice of the third meeting must be sent within thirty (30) days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of voting shares of the shareholders present.

Article 20: Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before the meeting commences, the Company must conduct shareholder registration and continue the registration process until all shareholders entitled to attend the meeting have registered, following this procedure:
 - a) When registering shareholders, the Company issues each shareholder or authorized representative a voting card/voting slip/election ballot, which includes the registration number, the shareholder's full name, the authorized representative's full name, and the number of votes/election ballots for that shareholder. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. The results of the vote count are announced by the Chairman/Vote Counting Committee immediately before the closing of the meeting. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;
 - b) Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently participate in and vote/elect at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any previously voted/elected items remains unchanged.
2. The election of the chairperson, secretary, shareholder/delegate eligibility verification committee, and vote counting committee is regulated as follows:
 - a) The Chairman of the Board of Directors presides over or authorizes another

member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect a presiding officer from among those present, with the candidate receiving the highest number of votes becoming the presiding officer.

- b) Except as provided in point a of this clause, the signatory convening the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;
 - c) The chairperson appoints one or more people to act as meeting secretaries; the person convening the General Meeting of Shareholders appoints one or more people to serve as the Committee for verifying the eligibility of shareholders/delegates for the meeting;
 - d) The general meeting of shareholders elects one or more people to the vote counting committee upon the recommendation of the meeting chairman.
3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically define the time allocated to each item on the agenda.
4. The chairperson of the meeting 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 (more than ½) of the attendees.
- a) Arrangement of seating at the Shareholders' General Meeting venue;
 - b) Ensure the safety of everyone present at the meeting venues;
 - c) To facilitate shareholder attendance (or continued attendance) at the general meeting, the convener of the General Meeting of Shareholders has the full right to modify the aforementioned measures and apply all necessary measures. These measures may include issuing entry passes or using other selection methods.
5. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. The results of the vote count are announced by the chairman immediately before the meeting adjourns.
6. Shareholders or their authorized representatives who arrive after the meeting has commenced are still registered and have the right to participate in voting immediately after registration; in this case, the validity of any previously voted-on items remains unchanged.
7. The person convening or presiding over the General Meeting of Shareholders has the following rights:

- a) Require all meeting attendees to undergo security checks or other lawful and reasonable security measures;
 - b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Shareholders' Meeting.
8. The Chairperson has the right to postpone the General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than three (03) working days from the date the meeting is scheduled to commence and may only postpone the meeting or change the meeting place in the following cases:
- a) The meeting venue did not have enough comfortable seating for all attendees.
 - b) The communication facilities at the meeting venue do not guarantee that shareholders attending the meeting can participate, discuss, and vote;
 - c) Some attendees obstructed the meeting, disrupted order, and risked preventing the meeting from being conducted fairly and legally.
9. If the chairperson postpones or suspends the General Meeting of Shareholders in violation of 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 conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective and enforceable.
10. In cases where the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders can attend and vote by electronic ballot or other electronic means as prescribed in Article 144 of the Enterprise Law and Clause 3, Article 273 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.

Article 21: Conditions for the adoption of a resolution of the General Meeting of Shareholders

1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except as provided in Clauses 3, 4 and 5 of this Article:
- a) Types of shares and the total number of shares of each type;
 - b) Changes in industry, occupation, and business sector;
 - c) Changes to the company's organizational and management structure;
 - d) An investment project or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
 - e) Reorganize or dissolve the company;
 - f) The modification or cancellation of special rights associated with a preferred stock.

2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting , except as provided in Clause 1 of this Article and Clauses 3, 4 and 5 of this Article.
3. The voting for members of the Board of Directors and the Supervisory Board must be conducted using the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Charter is reached. In the event that two (02) or more candidates receive the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be held among the candidates with the equal number of votes or a selection will be made according to the criteria stipulated in the election regulations or the Company's Charter .

Please note that in the case of electing members of the Board of Directors and the Supervisory Board, if the number of candidates is less than or equal to the number of members to be elected to the Board of Directors/Supervisory Board, the election of members of the Board of Directors/Supervisory Board may be conducted by cumulative voting as described above or by voting (approve, disapprove, abstain). The percentage of votes cast by voting shall be determined according to Clause 2, Article 21 of the Company's Charter.

4. In cases where a resolution is adopted through written consultation, the resolution of the General Meeting of Shareholders is considered adopted if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.
5. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.
6. Resolutions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days of the date of adoption; if the company has a website, sending the resolution may be replaced by posting it on the company's website.
7. Resolutions passed by 100% of the total voting shares at the General Meeting of Shareholders are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and the Company's Articles of Association.

Article 22: Authority and procedures for obtaining shareholder opinions in writing

to approve resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders are carried out according to the following regulations:

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders on the following matters:
 - a. Amend and supplement the contents of the Company's Charter;
 - b. Approve, supplement, and amend the internal regulations on corporate governance, the regulations on the operation of the Board of Directors, and the regulations on the operation of the Supervisory Board;
 - c. Company development strategy;
 - d. Types of shares and the total number of shares of each type;
 - e. Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board;
 - f. Decisions to invest in or sell assets whose value is equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statement;
 - g. Through annual financial reports ;
 - h. Reorganize or dissolve the company ;
 - i. Changes in industry, occupation, and business sector;
 - j. Changes to the company's organizational and management structure;
 - k. Other matters as decided by the Board of Directors .
2. The Board of Directors must prepare ballots, 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 ten (10) days before the deadline for returning the ballots. The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.
3. The survey form must include the following key information:
 - a) Name, registered office address, business registration number;
 - b) Purpose of soliciting feedback;
 - c) The full name, contact address, nationality, and legal document number of an individual shareholder; the name, business registration number or legal document number of an organization, and the head office address of an organization shareholder; or the full name, contact address, nationality, and legal document number of an individual representative of an organization shareholder; the number of shares of each class and the number of voting/election rights of the shareholder.

- d) The issue requires consultation before a decision can be made.
 - e) The voting options include "agree," "disagree," and "no opinion" for each issue being considered.
 - f) Election plan (if any);
 - g) The deadline for submitting the feedback form to the company has been set.
 - h) Full name and signature of the Chairman of the Board of Directors of the Company.
4. Shareholders may submit their completed opinion ballots to the Company by mail, fax, or email using the information registered with the Vietnam Securities Depository and Clearing Corporation, as stipulated below:
- a) In the case of mailing, the answered opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion ballots sent to the Company must be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;
 - b) In the case of sending ballots by fax or email, the ballots sent to the Company must be kept confidential until the time of vote counting;
 - c) Opinion ballots submitted to the Company after the deadline specified in the ballot itself, or that have been opened (in the case of mail submissions) or disclosed (in the case of fax or email submissions), are invalid. Unsubmitted ballots will be considered as non-voting ballots.
5. The Board of Directors shall organize the vote counting and prepare the vote counting report in the presence of the Supervisory Board or shareholders who do not hold management positions in the Company. The vote counting report must include the following main contents:
- a) Name, registered office address, business registration number;
 - b) The purpose and issues requiring consultation for the resolution's adoption;
 - c) The number of shareholders with the total number of votes/elections cast, distinguishing between valid and invalid votes/elections, and the method of submitting the votes/election ballots, along with an appendix listing the shareholders who participated in the voting/election;
 - d) The total number of votes in favor, against, and abstentions on each issue, and the total number of votes cast for each candidate (if any);
 - e) The issue has been approved, and the voting percentage in favor is as follows;
 - f) The full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote count minutes and resolution must be sent to shareholders within fifteen (15) days from the date of the end of the vote count. Sending the vote count minutes and resolution may be replaced by posting them on the Company's website within 24 hours from the time of the end of the vote count.
7. The completed survey forms, vote counting records, adopted resolutions, and related documents accompanying the survey forms must all be kept at the Company's head office.
8. A resolution is adopted by written shareholder consultation if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, and it has the same validity as a resolution adopted at the General Meeting of Shareholders.

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

1. The 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 written in Vietnamese, and may also be written in a foreign language, and must include the following main contents:
 - a) Name, registered office address, business registration number;
 - b) Time and location of the Shareholders' General Meeting;
 - c) Meeting agenda and content;
 - d) The names of the chairperson and secretary;
 - e) Summarize the proceedings and statements made at the General Shareholders' Meeting on each item on the agenda;
 - f) The number of shareholders and the total number of voting shares of shareholders attending the meeting, the appendix listing registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
 - g) The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; the corresponding percentage of the total votes cast by shareholders present at the meeting; and the corresponding percentage of the total votes cast by shareholders who attended and voted.
 - h) Summarize the number of votes for each candidate (if applicable);
 - i) The issues were approved and the corresponding percentage of votes were cast in favor;
 - j) The full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and containing all the information as stipulated in this clause. The meeting minutes shall clearly state the chairperson's or secretary's refusal to sign.

2. The minutes of the General Meeting of Shareholders must be prepared and approved before the meeting concludes. The chairperson and secretary of the meeting, or any other person signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the minutes' contents.
3. Minutes prepared in both Vietnamese and foreign languages have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese version shall prevail.
4. Resolutions, minutes of the General Meeting of Shareholders, appendix listing registered shareholders, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be kept at the Company's head office.
5. Resolutions, minutes of the General Meeting of Shareholders, and accompanying documents must be disclosed in accordance with the law on information disclosure in the securities market.

Article 24: Request for annulment of a Shareholders' General Meeting Resolution

Within ninety (90) days from the date of receipt of the decision or minutes of the General Meeting of Shareholders or the minutes of the results of the vote count of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 12 of this Charter has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The sequence and procedures for convening meetings or obtaining shareholder opinions in writing and making decisions by the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and these Charters, except as provided in Clause 7, Article 21 of these Charters.
2. The resolution's content violates the law or the Company's Articles of Association.

In the event that a shareholder or group of shareholders requests the Court or Arbitration Tribunal to annul a resolution of the General Meeting of Shareholders as stipulated in Article 151 of the Enterprise Law, that resolution shall remain in effect until the decision of the Court or Arbitration Tribunal takes effect, except in cases where interim measures are applied by a competent authority.

CHAPTER VII

BOARD OF DIRECTORS

Article 25: Nomination and candidacy of Board members

1. In the event that candidates for the Board of Directors have been identified, the Company must publish information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information published and must

commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that is published includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);
- e) The benefits relate to the Company and its related parties;
- f) Other information as required by law (if any).

The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate in the Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company's Articles of Association. Shareholders holding common stock have the right to pool their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding:

- a) From 10% to less than 30%, 01 (one) candidate is nominated;
- b) From 30% to under 50%, a maximum of 02 (two) candidates can be nominated;
- c) From 50% to under 70%, a maximum of 03 (three) candidates can be nominated;
- d) From 70% or more, a maximum of 04 (four) candidates can be nominated .

The nomination and election of Board of Directors members are regulated in detail in the Internal Regulations on Corporate Governance .

3. If the number of candidates for the Board of Directors nominated and elected as stipulated in Clause 5, Article 115 of the Enterprise Law is still insufficient, the incumbent Board of Directors shall nominate additional candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.
4. In the event that the number of candidates nominated by the incumbent Board of Directors under Clause 3 of this Article is still insufficient, the Board of Directors shall announce the information that the number of Board of Directors candidates is insufficient within five (05) working days before the opening of the General Meeting of Shareholders. The Board of Directors shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Internal

Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The fact that the incumbent Board of Directors organizes for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

5. Members of the Board of Directors must meet the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law ;
 - b) They must have professional qualifications and experience in business administration or in the company's field, industry, or profession, and do not necessarily have to be shareholders of the company;
 - c) A member of the company's Board of Directors may only be a member of the Board of Directors or Board of Members at a maximum of five (05) other companies .

Article 26: Composition and term of office of the Board of Directors members:

1. The number of Board of Directors members is five (05) people.
2. The term of office of a Board of Directors member shall not exceed five (05) years and may be re-elected for an unlimited number of terms. In the event that all Board of Directors members complete their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.
3. The company's Board of Directors structure must ensure that at least one (01) Board of Directors member is a non-executive member. The company minimizes the number of Board of Directors members holding executive positions in the company to ensure the independence of the Board of Directors.
4. A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.
 - a) Board members are not entitled to attend or vote at Board meetings and are not entitled to receive remuneration as a Board member in any of the following cases:
 - The company has received notification that a member of the Board of Directors has limited legal capacity, has lost legal capacity, or has difficulties in understanding and controlling their behavior;
 - The company has received notification that a member of the Board of Directors is under criminal investigation, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, or is prohibited by a court from holding office, practicing a profession, or engaging in certain work;
 - The Board of Directors has decided to accept the resignation/resignation of

a Board Member in accordance with Article 9 of the Board of Directors' Operating Regulations.

- b) Board members continue to perform all their duties until the General Meeting of Shareholders approves their dismissal.
- 5. The appointment of Board members must be disclosed in accordance with the regulations of the law on securities and the securities market.
- 6. Members of the Board of Directors do not necessarily have to be shareholders of the Company.
- 7. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
 - a) the number of members of the Board of Directors is reduced by more than one-third compared to the number stipulated in the Company's Charter, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third (1/3) ;
 - b) Except as provided in point a of this clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed from office at the most recent meeting.

Article 27: Powers and obligations of the Board of Directors:

- 1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.
- 2. The rights and obligations of the Board of Directors are stipulated by law, the Company's Articles of Association, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
 - a) The company's strategic decisions, medium-term development plans, and annual business plans;
 - b) Propose the types of shares and the total number of shares authorized for sale for each type;
 - c) Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) The decision to repurchase shares is governed by Clauses 1 and 2 of Article 133 of the Enterprise Law;
 - f) Decisions on investment options and investment projects with a value less than 35 % of the total asset value of the Company as recorded in the Company's most recent financial statement;

- g) Making strategic decisions regarding market development, marketing, and technology;
- h) Through purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, except for contracts and transactions falling under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, clauses 1 and 3, Article 167 of the Enterprise Law;
- i) Electing, dismissing, and removing the Chairman of the Board of Directors and Vice-Chairmen (if any) ; appointing, dismissing, signing contracts with, and terminating contracts with the General Director and other key managers as stipulated in Article 33 of these Charters ; deciding on the salaries, remuneration, bonuses, and other benefits of those managers upon the recommendation of the Chairman of the Board of Directors ; appointing authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;
- j) Supervise and direct the General Director and other managers in the daily operation of the Company's business;
- k) Decisions on the organizational structure and internal management regulations of the Company, excluding regulations subject to approval by the General Meeting of Shareholders; decisions on the establishment of subsidiaries, branches, representative offices; and capital contributions or share purchases in other enterprises;
- l) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;
- m) The audited annual financial statements are presented to the General Meeting of Shareholders;
- n) Proposing the dividend rate to be paid; deciding on the timeframe and procedures for paying dividends or handling losses incurred during business operations;
- o) Proposing the reorganization or dissolution of the Company; requesting the Company's bankruptcy;
- p) Decisions to issue the Regulations on the operation of the Board of Directors, the Internal Regulations on corporate governance after approval by the General Meeting of Shareholders; and the Regulations on information disclosure of the Company ;
- q) Monitoring and preventing conflicts of interest among members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers, including misuse of company assets and abuse of related-party

transactions ;

- r) Appointing a person in charge of corporate governance ;
 - s) Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director , the person in charge of corporate governance , and other managers of the company ;
 - t) The decision to establish and issue operating regulations for subcommittees of the Board of Directors is made at different times ;
 - u) Other rights and obligations as stipulated by the Enterprise Law, the Securities Law, other legal regulations, and the Company's Charter.
3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' operations as stipulated in Article 280 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities (and any replacement or amendment documents from time to time).

Article 28: Remuneration, bonuses and other benefits of members of the Board of Directors

- 1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.
- 2. Board members are entitled to remuneration and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.
- 3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
- 4. Board members holding executive positions, or board members working in subcommittees of the Board, or performing duties outside the normal scope of a board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board.
- 5. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.
- 6. Board members may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Association.

Article 29: Chairman of the Board of Directors

1. The Chairman and Vice-Chairmen of the Board of Directors (if any) are elected, dismissed, or removed from office by the Board of Directors from among its members.
2. The Chairman of the Board of Directors cannot also 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 activity plan for the Board of Directors;
 - b) Prepare the agenda, content, and documents for the meeting; convene, chair, and preside over the Board of Directors meeting;
 - c) Organize the adoption of resolutions and decisions by the Board of Directors;
 - d) Monitoring the implementation process of resolutions and decisions of the Board of Directors;
 - e) Presiding over the General Shareholders' Meeting and the Board of Directors' Meeting;
 - f) Other rights and obligations as prescribed by the Enterprise Law.
4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or being dismissed or removed from office.
5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member of the Board of Directors in writing to exercise the rights and obligations of the Chairman. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or lacks civil capacity, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to serve as Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

Article 30: Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the same percentage of votes, the members shall vote by majority to choose one of them to convene the meeting of the Board of Directors.
2. The Board of Directors must meet at least once every quarter (01) 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) The Supervisory Board has made a recommendation;
 - b) With the recommendation of the General Director or at least five (05) other managers;
 - c) There is a proposal from at least two (02) members of the Board of Directors;
 - d) Other cases when deemed necessary.
4. The proposals stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the decisions falling within the authority of the Board of Directors.
5. The Chairman of the Board of Directors must send notices of meeting to the members of the Board of Directors within seven (07) working days from the date the Company receives the proposal as stipulated in Clause 3 of this Article. and no later than three (03) working days before the meeting date. The Board of Directors meeting must be held no more than ten (10) working days from the date the Company receives the proposal. In case of failure to convene the Board of Directors meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; the proposer has the right to replace the Chairman of the Board of Directors in convening the Board of Directors meeting, the convening procedure is similar to that of the Chairman of the Board of Directors convening as requested.
6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least three (03) working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the form of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must be accompanied by the documents to be used at the meeting and the voting ballot of the members.

Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the Company's Articles of Association, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the person convening the meeting sends the notice of meeting and accompanying documents to the members of the Supervisory Board in the same way as to the members of the Board of Directors.

Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

8. A Board of Directors meeting is held when at least three-quarters (3/4) of the total number of members are present. If the meeting convened in accordance with this Article does not have the required number of members present, then within seven

(07) days from the date of the first scheduled meeting and no later than three (03) working days before the meeting date, the Board of Directors meeting must be held no more than ten (10) days from the date of the first scheduled meeting. In this case, the meeting is held if more than half of the members of the Board of Directors are present.

9. The Board of Directors adopts resolutions and decisions by voting at meetings, either in person or online, through written consultations, or by other means as decided by the Board of Directors. Each member of the Board of Directors has one vote. A member of the Board of Directors is considered to have attended and voted at the meeting in the following cases:
 - a) Attend and vote in person at the meeting;
 - b) Authorize another person to attend the meeting and vote as stipulated in Clause 11 of this Article;
 - c) Participate and vote via online conference, electronic voting, or other electronic means;
 - d) Submit your ballot to the meeting via mail, fax, or email;
 - e) Submit your ballot by other means as prescribed by law (if any).
10. In case of sending ballots to the meeting by mail, the ballots must be 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 ballots may only be opened in the presence of all attendees.
11. Members must attend all Board of Directors meetings. Members may authorize another person (a Board member or not a Board member) to attend meetings and vote on their behalf. If the authorized person is not a Board member, the authorization must be approved by a majority (more than ½) of the Board members.
12. Resolutions and decisions of the Board of Directors are adopted if approved by a majority (more than ½) of the members present; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors. Note that Board members are not permitted to vote on transactions that benefit that member or their related parties, as stipulated in the Enterprise Law and Article 42 of the Company's Charter.

Article 31: Subcommittees of the Board of Directors

1. When deemed necessary, the Board of Directors may establish a subcommittee to be responsible for development policy, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee is decided by the Board of Directors, with a minimum of three (03) members including members of the Board of Directors and external members. The activities of the subcommittees must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when a majority (more than 1/2) of the members present and voting in favor of the subcommittee meeting are approved.
2. The implementation of decisions of the Board of Directors, or of subcommittees

under the Board of Directors, must comply with applicable laws and regulations and the provisions of the Company's Charter and Internal Regulations on Corporate Governance.

Article 32: Person in Charge of Company Administration

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 also serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Enterprise Law.
2. The person in charge of corporate governance may not simultaneously work for the approved auditing firm that is auditing the Company's financial statements.
3. The person in charge of company administration has the following rights and responsibilities:
 - a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Company and shareholders;
 - b) Prepare for meetings of the Board of Directors, Supervisory Board, and General Shareholders' Meeting as requested by the Board of Directors or the Supervisory Board;
 - c) Providing advice on meeting procedures;
 - d) Attend meetings;
 - e) Providing advice on the procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;
 - f) Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board;
 - g) Monitor and report to the Board of Directors on the Company's information disclosure activities;
 - h) To serve as the point of contact with relevant stakeholders;
 - i) Information security will be maintained in accordance with legal regulations and the Company's Articles of Association;
 - j) Other rights and obligations as prescribed by law.

CHAPTER VIII

General Director, OTHER EXECUTIVES

Article 33: Organization of the management apparatus

The Company's management system must ensure that the management team is accountable to the Board of Directors and is 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, Executive Director, and Chief Accountant

appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by resolution or decision of the Board of Directors.

Article 34: Company Managers

1. The company's executives, including the General Director, Deputy General Director, Chief Executive Officer, and Chief Accountant, are appointed by the Board of Directors.
2. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Company may recruit other business executives in a number and with qualifications appropriate to the Company's organizational structure and management regulations as stipulated by the Board of Directors. These business executives are responsible for supporting the Company in achieving its operational and organizational objectives.
3. The General Director must meet the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
 - b) Must not be a family member of any enterprise manager or Supervisor of the company and its parent company; or a representative of the state capital, or a representative of the enterprise's capital at the company and its parent company;
 - c) Possesses professional qualifications and experience in company business management.
4. The General Director receives a salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.
5. Executive salaries are included in the Company's business expenses in accordance with corporate income tax regulations, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Shareholders' Meeting at the annual meeting.

Article 35: Appointment, dismissal, rights and obligations of the General Director

1. The Board of Directors appoints one (01) member of the Board of Directors or hires another person to be the General Director;
2. The General Director is responsible for managing the company's day-to-day business operations; is supervised by the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.
3. The term of the General Director shall not exceed five (05) years; and may be reappointed for an unlimited number of terms.

The General Director must meet the standards and conditions stipulated by law and the Company's Articles of Association.

4. The General Director has the following rights and responsibilities:
 - a) Deciding on matters related to the Company's day-to-day business operations that fall outside the authority of the Board of Directors and the Chairman of the

Board;

- b) To implement the resolutions and decisions of the Board of Directors and the Chairman of the Board of Directors;
 - c) Implement the company's annual business plan and investment plan approved by the General Meeting of Shareholders and the Board of Directors; Propose and recommend to the Board of Directors for approval investment and procurement plans in urgent and unforeseen circumstances to ensure the timely completion of signed contracts and framework agreements with future partners.
 - d) Proposing a plan for the company's organizational structure and internal management regulations;
 - e) Appointing, dismissing, and removing management positions within the company, except for management positions under the authority of the Board of Directors and the Chairman of the Board of Directors;
 - f) Decisions regarding salaries, bonuses, and other benefits for employees in the company, excluding managerial positions, fall under the authority of the Board of Directors and the Chairman of the Board of Directors;
 - g) Proposing a plan for paying dividends or handling business losses;
 - h) Propose the number and type of business executives that the Company needs to recruit for the Board of Directors to appoint or dismiss in accordance with internal regulations, and propose remuneration, salaries, and other benefits for the business executives for the Board of Directors to decide;
 - i) On December 30th of each year, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting the requirements of the relevant budget as well as the five-year financial plan;
 - j) Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations;
 - k) The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers, and must report to these levels when requested;
 - l) Other rights and obligations as prescribed by law, this Charter, the Company's regulations, resolutions and decisions of the Board of Directors, decisions of the Chairman of the Board of Directors, and employment contracts signed with the Company.
5. The Board of Directors may dismiss or remove the General Director when a majority (more than half) of the voting members of the Board of Directors present at the

meeting approve and appoint a new General Director to replace him.

CHAPTER IX

SUPERVISORY BOARD

Article 36: Nomination and candidacy of members of the Supervisory Board

1. The nomination and election of members of the Supervisory Board shall be conducted in accordance with the provisions of Clause 1, Article 25 of these Charters. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Supervisory Board in accordance with the Law on Enterprises and the Company's Charter. Shareholders holding common shares have the right to combine their voting rights to nominate candidates for the Supervisory Board. Shareholders or groups of shareholders holding:

- a) From 10% to less than 30% nominated one (01) candidate;
- b) From 30% to under 70%, a maximum of two (02) candidates can be nominated;
- c) From 70% or more, a maximum of three (03) candidates can be nominated.

The nomination and candidacy of members of the Supervisory Board are regulated in detail in the Internal Regulations on Corporate Governance .

2. If the number of candidates for the Supervisory Board nominated and elected under Clause 5, Article 115 of the Enterprise Law is insufficient, the incumbent Supervisory Board may nominate additional candidates in accordance with the Company's Charter, the Company's Internal Governance Regulations, and the Supervisory Board's Operating Regulations. The incumbent Supervisory Board's nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect the Supervisory Board members as prescribed by law.
3. In the event that the number of candidates nominated by the incumbent Supervisory Board under Clause 2 of this Article is still insufficient, the Supervisory Board shall announce the information that the number of candidates for the Supervisory Board is insufficient within five (05) working days at the latest before the opening of the General Meeting of Shareholders. The incumbent Supervisory Board shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the operation of the Supervisory Board. The fact that the incumbent Supervisory Board organizes for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 37: Composition of the Supervisory Board

1. The number of members of the Company's Supervisory Board is three (03) people, which may change from time to time but a minimum of three (03) members and a maximum of five (05) members. The term of office of a member of the Supervisory

Board is not more than five (05) years and can be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must meet the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
 - b) Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the business operations of the enterprise;
 - c) Not a family member of a member of the Board of Directors, the General Director, or other managers ;
 - d) Not a company manager ;
 - e) It is not necessary to be a shareholder or an employee of the Company;
 - f) Residing in Vietnam;
 - g) Not working in the company's accounting or finance department;
 - h) Not a member or employee of an independent audit firm that performed audits of the company's financial statements in the three (03) preceding years ;
 - i) They must not be related to the business managers of the Company and its parent company; representatives of the company's capital, or representatives of state capital in the parent company and the Company.
3. Members of the Supervisory Board shall be dismissed in the following cases:
 - a) No longer meets the qualifications and conditions to be a member of the Supervisory Board as stipulated in Clause 2 of this Article;
 - b) A resignation letter was submitted and accepted;
 - c) Other cases as prescribed by law and these Regulations.
4. Members of the Supervisory Board may be dismissed in the following cases:
 - a) Failure to complete assigned tasks or duties;
 - b) Failure to exercise one's rights and obligations for six (06) consecutive months, except in case of force majeure;
 - c) Serious or repeated violations of the obligations of a member of the Supervisory Board as stipulated in the Enterprise Law and the Company's Charter;
 - d) Other cases as decided by the General Meeting of Shareholders .
5. A member of the Supervisory Board loses their status as a member of the Supervisory Board if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Clauses 3 and 4 of this Article.
 - a) Members of the Supervisory Board are not entitled to attend or vote at Supervisory Board meetings and are not entitled to receive remuneration as a member of the Supervisory Board in any of the following cases:

- The company has received notification that a member of the Supervisory Board has limited legal capacity, has lost legal capacity, or has difficulties in understanding and controlling their behavior;
 - The company has received notification that a member of the Supervisory Board is under criminal investigation, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, or is prohibited by a court from holding office, practicing a profession, or engaging in certain work;
 - The Supervisory Board has decided to accept the resignation/resignation of a Supervisory Board member in accordance with Article 9 of the Board of Directors' Operating Regulations.
- b) Members of the Supervisory Board will continue to fulfill all their obligations until the General Meeting of Shareholders approves their dismissal.

Article 38: Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are based on a majority vote. More than half of the members of the Supervisory Board must be residents of Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the business operations of the enterprise.
2. Rights and responsibilities of the Head of the Supervisory Board:
 - a) Convene a meeting of the Supervisory Board;
 - b) Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Supervisory Board;
 - c) Prepare and sign the Supervisory Board's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

Article 39: Rights and obligations of the Supervisory Board

In addition to the rights and obligations stipulated in Article 170 of the Enterprise Law, the Supervisory Board has the following rights and obligations:

1. Proposals and recommendations to the General Meeting of Shareholders include: (i) approving the list of audit firms approved to audit the Company's financial statements; (ii) deciding on the audit firm approved to conduct the Company's operational inspection; and (iii) dismissing approved auditors when deemed necessary.
2. Accountable to shareholders for their supervisory activities.
3. Monitoring the company's financial situation and ensuring compliance with the law in the operations of the Board of Directors members, the General Director, and other managers.
4. Ensure coordinated operations with the Board of Directors, the General Director, and shareholders.

5. In the event of discovering any violations of the law or the Company's Charter by members of the Board of Directors, the General Director, or other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences.
6. Develop the operating regulations for the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. Reporting to the General Meeting of Shareholders as stipulated in Article 290 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
8. Members of the Supervisory Board have the right to access company records and documents stored at the head office, branches, and other locations related to the performance of their assigned duties, provided that such information is approved by the Supervisory Board and does not fall within the scope of the Company's business secrets or trade secrets . Those provided with information are responsible for maintaining the confidentiality of the information provided and using it only for the assigned work ; they also have the right to visit the workplaces of the Company's managers and employees during working hours. The procedures for providing information are detailed in the Internal Regulations on Corporate Governance .
9. The Supervisory Board has the right to request the Board of Directors, its members, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Company. The procedures for requesting and providing information are specifically stipulated in the Internal Regulations on Corporate Governance and the Operating Regulations of the Supervisory Board .
10. Other rights and obligations as prescribed by law and these Statutes.

Article 40: Meetings of the Supervisory Board

1. The Supervisory Board must meet at least two (02) times a year, with at least two-thirds (2/3) of the Supervisory Board members attending. Minutes of the Supervisory Board meetings must be detailed and clear. The person recording the minutes and the Supervisory Board members attending the meeting must sign the minutes. Minutes of the Supervisory Board meetings must be kept to determine the responsibilities of each Supervisory Board member.
2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend and answer questions requiring clarification.

Article 41: Salaries, remuneration, bonuses, and other benefits of members of the Supervisory Board

Salaries, remuneration, bonuses, and other benefits for members of the Supervisory Board shall be implemented in accordance with the following regulations:

1. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and

other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of these remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.
3. Salaries and operating expenses of the Supervisory Board are included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

CHAPTER X

RESPONSIBILITIES OF BOARD OF DIRECTORS MEMBERS, SUPERVISORY BOARD MEMBERS, GENERAL MANAGER, AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in good faith and with due diligence for the benefit of the Company.

Article 42: Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers must disclose their related interests as stipulated in the Enterprise Law and relevant legal documents.
2. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds more than 50% control of the charter capital, and those entities or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information regarding these resolutions in accordance with the securities law on information disclosure.
4. Board members are not permitted to vote on transactions that benefit that member or their related parties, as stipulated by the Enterprise Law and these Articles of Association.
5. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related parties of these entities are prohibited from using or disclosing insider information to others for the purpose of conducting related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to these entities shall not be invalidated in the following cases:
 - a) For transactions valued at less than 35% of the total asset value recorded in the most recent financial statement, significant details of the contract or transaction, as well as the relationships and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been reported to the Board of Directors and approved by a majority (more than ½) of the votes of Board members with no vested interest;
 - b) For transactions with a value of 35% or more, or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, significant details of such contracts or transactions, as well as the relationship and interests of members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders through a vote of shareholders without an interest.
 - c) Contracts, loan transactions, and asset sales with a value exceeding 10% of the total asset value recorded in the most recent financial statement between the Company and shareholders owning 51% or more of the total voting shares or related parties of such shareholders have been disclosed to shareholders and approved by the General Meeting of Shareholders through the voting of shareholders without an interest.

Article 43: Liability for Damages and Compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their duties and responsibilities of honesty and care, or fail to fulfill their obligations, shall be held liable for any damages caused by their misconduct.
2. The Company shall compensate individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil, administrative, and non-civil cases initiated by the Company) if such individuals have been or are members of the Board of Directors, members of the Supervisory Board, General Director, other executives, employees, or authorized representatives of the Company who have performed or are performing duties under the Company's authorization, acting honestly and diligently in the Company's best interests in compliance with the law, and there is no evidence to confirm that such individuals have violated their responsibilities.
3. Compensation costs include judgment fees, fines, and actual payments (including attorney fees) incurred in resolving these cases within the legal framework. The company may purchase insurance for these individuals to avoid such compensation liabilities.

CHAPTER XI

RIGHT TO EXAMINE COMPANY RECORDS AND ACCOUNTING

Article 44: Right to access books and records

1. Ordinary shareholders have the right to access the books and records, specifically as follows:
 - a) Ordinary shareholders have the right to review, search, and extract information about their name and contact address in the list of shareholders with voting rights; request correction of inaccurate information about themselves; review, search, extract, or copy the Company's Articles of Association, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
 - b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.
2. In cases where an authorized representative of a shareholder or group of shareholders requests a search of books and records, they must include a power of attorney from the shareholder or group of shareholders they represent, or a notarized copy of such power of attorney.
3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives have the right to access the Company's shareholder register, shareholder list, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.
4. The company must keep these Articles of Association and any amendments to them, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at its head office or another location provided that the shareholders and the Business Registration Authority are notified of the location where these documents are stored.
5. The company's charter must be published on the company's website.

CHAPTER XII

WORKERS AND UNIONS

Article 45: Workers and trade unions

1. The General Director must develop a plan for the Board of Directors to approve matters related to recruitment, termination of employment, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and business executives.

2. The General Director shall develop a plan for the Board of Directors to approve matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and applicable laws.

CHAPTER XIII

PROFIT DISTRIBUTION

Article 46: Profit Distribution

1. The General Meeting of Shareholders decides on the dividend payout rate and the form of annual dividend payment from the Company's retained earnings.
2. The Board of Directors may decide to pay an interim dividend, as authorized by the General Meeting of Shareholders, if it deems such payment appropriate given the company's profitability.
3. The company does not pay interest on dividend payments or payments related to a particular stock.
4. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.
5. In the event that dividends or other payments related to a stock are paid in cash, the Company must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not liable for the amount transferred to that shareholder. Dividend payments for shares listed on the stock exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.
6. Based on the Enterprise Law and the Securities Law, the Board of Directors passes a resolution or decision to determine a specific date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, and to receive notices or other documents.
7. Other matters related to profit distribution are handled in accordance with the law.

CHAPTER XIV

BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 47: Bank Accounts

1. The company opens accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.
2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts overseas in accordance with the law.
3. The company may conduct payments and accounting transactions through

Vietnamese Dong or foreign currency accounts at the banks where the company has opened accounts.

Article 48: 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 on the date of issuance of the Business Registration Certificate and ends on the 31st day of December of the year immediately following the date of issuance of that Business Registration Certificate.

Article 49: Accounting System

1. The accounting system used by the Company is either the standard corporate accounting system or a specific accounting system issued and approved by the competent authority.
2. The company maintains its accounting records in Vietnamese. The company keeps accounting records in accordance with accounting laws and related legislation. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the company's transactions.
3. The company uses the Vietnamese Dong as its accounting currency. If the company's economic transactions are primarily conducted in a foreign currency, it may choose that foreign currency as its accounting currency, is legally responsible for that choice, and must notify the relevant tax authority.

CHAPTER XV

FINANCIAL REPORTS, ANNUAL REPORTS AND DISCLOSURE RESPONSIBILITIES

Article 50: Annual, semi-annual, and quarterly financial reports

1. The company must prepare annual financial statements, and these statements must be audited in accordance with the law. The company must publish the audited annual financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.
2. Annual financial statements must include all reports, appendices, and explanatory notes as required by law on corporate accounting. Annual financial statements must truthfully and objectively reflect the company's operational situation.
3. The company must prepare and publish audited semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.

Article 51: Annual Report

The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

CHAPTER XVI

COMPANY AUDIT

Article 52: Auditing

1. The General Meeting of Shareholders appoints an independent auditing firm or approves a list of independent auditing firms and authorizes the Board of Directors to decide on the selection of one of these firms to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed upon with the Board of Directors.
2. The audit report is attached to the Company's annual financial statements.
3. Independent auditors conducting the audit of the Company's financial statements are entitled to attend Shareholders' General Meetings, receive notices and other information related to the Shareholders' General Meetings, and express their opinions at the meeting on matters related to the audit of the Company's financial statements.

CHAPTER XVII

COMPANY SEAL

Article 53: Business Seal

1. The seal includes seals made at seal-making establishments or seals in the form of digital signatures as prescribed by law on electronic transactions.
2. The Board of Directors decides on the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage the seal in accordance with current laws and regulations.

CHAPTER XVIII

DISSOLVE THE COMPANY

Article 54: Dissolution of the Company

1. A company may be dissolved in the following circumstances:
 - a) According to the resolution and decision of the General Meeting of Shareholders;
 - b) The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise;
 - c) Other cases as prescribed by law.
2. The premature dissolution of the Company (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 to or approved by the competent authority (if required) as prescribed by law.

Article 55: Liquidation

1. After the decision to dissolve the Company is made, 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 auditing firm.

The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be paid by the Company before other debts of the Company.

2. The Liquidation Committee is responsible for reporting the date of establishment and the date of commencement of operations to the business registration authority. From that point onwards, the Liquidation Committee acts on behalf of the Company in all matters related to the Company's liquidation before the Courts and administrative agencies.
3. The proceeds from the liquidation will be paid out in the following order:
 - a) Liquidation costs;
 - b) Wage arrears, severance pay, social insurance, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;
 - c) Tax debt;
 - d) Other liabilities of the Company;
 - e) The remaining amount after all debts from items (a) to (d) above have been paid is distributed to the shareholders. Preferred shares are given priority in payment.

CHAPTER XIX

RESOLVING INTERNAL DISPUTES

Article 56: Resolution of Internal Disputes

1. In the event of any disputes or claims arising relating to the Company's operations or to the rights and obligations of shareholders as stipulated in the Company's Articles of Association, the Enterprise Law, other legal regulations, or agreements between:
 - a) Shareholders and the Company;
 - b) Shareholders, along with the Board of Directors, Supervisory Board, General Director, or other executives.

The parties concerned shall attempt to resolve the dispute through negotiation and conciliation . Except in cases where 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 thirty (30) working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Head of the Supervisory Board to appoint an (01) independent expert to act as a conciliator in the dispute resolution process.

2. If no conciliation agreement is reached within six (06) weeks from the start of the conciliation process or if the conciliation decision is not accepted by the parties, a party may submit the dispute to arbitration or a competent court.
3. Each party bears its own costs related to the negotiation and mediation process.

Payment of arbitration or court costs is made according to the award of the arbitration or court.

CHAPTER XX

SUPPLEMENTS AND AMENDMENTS TO THE STATUTES

Article 57: Company Charter

1. Any amendments or additions to these Charters must be considered and decided upon by the General Meeting of Shareholders.
2. In cases where the law provides provisions relating to the Company's operations that are not mentioned in these Charters, or where new legal provisions differ from the provisions in these Charters, those provisions shall apply to govern the Company's operations.

CHAPTER XXI

EFFECTIVE DATE

Article 58: Effective Date

1. This Charter, comprising 21 chapters and 58 articles, was unanimously approved by the General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company on day of month, 2026, and they all agreed to the full validity of this Charter.
2. The charter is drawn up in ten (10) copies, all having equal legal validity and must be kept at the Company's head office.
3. These bylaws are the sole and official document of the Company.
4. Copies or extracts of the Company's Articles of Association are valid when signed by the Chairman of the Board of Directors or by at least one-half (1/2) of the total number of members of the Board of Directors.

LEGAL REPRESENTATIVE OF THE COMPANY

Chairman of the Board

DANG VU HUNG

**NHA TRANG TEXTILE &
GARMENT JOINT STOCK
COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness



No.: 059 / TTr- ĐHĐCĐ

Khanh Hoa, March 20, 2026

Proposal

Re: Amendment and supplement to the Internal Regulations on Corporate Governance

**To: General Meeting of Shareholders of Nha Trang Textile &
Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 and its amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019 and its amending and supplementing documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of several articles of the Law on Securities and its amending and supplementing documents;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding several articles on corporate governance applicable to public companies;
- Pursuant to the Charter on Organization and Operation of NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY;

The Board of Directors of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the amendment and supplement to the Internal Regulations on Corporate Governance of Nha Trang Textile & Garment Joint Stock Company, in order to comply with current legal regulations (Attached documents)

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely, thank you!

Recipients:

- As above

- Archived: Documents

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN OF THE BOARD OF
DIRECTORS
(signed)**

DANG VU HUNG

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

DRAFT
INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

(Issued pursuant to the Resolution of the Extraordinary General Meeting of Shareholders in 2026)
Nha Trang Textile & Garment Joint Stock Company

Khanh Hoa, [Date] [Month] [Year]

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Chapter I : GENERAL PROVISIONS

Article 1.Scope of regulation and subjects of application

1. Scope of application: This regulation is based on Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance, which stipulates the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; the procedures for holding the General Meeting of Shareholders; the nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Supervisory Board, the General Director, and other activities as prescribed in the company's charter and other current legal regulations.
2. Scope of application: This regulation applies to members of the Board of Directors, the Supervisory Board, the General Director, and related parties mentioned in this regulation.

Article 2.Explanation of terms and abbreviations

1. *Charter capital* is the total par value of shares sold or subscribed upon the establishment of the Company and as stipulated in Article 6 of the Company's Charter;
2. *Voting capital* is share capital, whereby the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders.
3. *The Law on Enterprises* is Law No. 59/2020/QH14 on Enterprises, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements.
4. *The Securities Law* is Law No. 54/2019/QH14 on Securities, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements.
5. *Vietnam* is the Socialist Republic of Vietnam.
6. *The founding date* is the date on which the company is first granted its Certificate of Business Registration (Business Registration Certificate and other equivalent documents).
7. *Business executives* include the CEO, Deputy CEO, Chief Executive Officer, and Chief Accountant.
8. *Business managers* are those who manage the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and individuals holding other managerial positions as stipulated in the Company's Charter;
9. *Other managers* in the company include the Deputy General Director, the Chief Executive Officer, and the Chief Accountant.
10. *Related parties* are individuals and organizations as stipulated in Clause 46, Article 4 of

the Securities Law ;

11. *A shareholder* is an individual or organization that owns at least one share of a joint-stock company.
12. *Major shareholders* are those defined in Clause 18, Article 4 of the Securities Law ;
13. *Members of the Supervisory Board* are Auditors.
14. *The stock exchange* refers to the Vietnam Stock Exchange and its subsidiaries.
15. *Non-executive board members* are board members who are not the CEO, Deputy CEO, Chief Executive Officer, or Chief Accountant.
16. *The Shareholder/Delegate Eligibility Verification Committee* is the body responsible for determining the conditions for holding a shareholders' meeting in accordance with the law and the Company's Articles of Association.
17. *The company* is Nha Trang Textile & Garment Joint Stock Company.
18. *The Board of Directors* is the governing body.
19. *Nomination* is self-nomination.
20. *BOS* stands for Supervisory Board
21. *VSDC* is the Vietnam Securities Depository and Clearing Corporation.
22. *Representatives* include shareholders and their authorized representatives (persons authorized by shareholders).
23. *The person in charge of corporate governance* is the person whose responsibilities and authority are stipulated in Article 281 of Decree 155/2020/ND-CP.
24. *An online general meeting* is a form of organizing a shareholders' general meeting that uses electronic means to transmit images and sound via the internet, allowing shareholders in many different locations to follow the proceedings of the meeting, discuss and vote on meeting issues.
25. *Electronic voting* is the process by which shareholders cast their votes through the Electronic Voting System as stipulated in these Regulations.
26. *Username, password Access* includes username and password information provided by the Company to each shareholder individually.
27. *A contact address* is the registered address of an organization's head office; or the permanent residence or workplace address or other address of an individual that they register with the business as a contact address.
28. *"Trade secrets"* include information about inventory levels, costs, profits, finances, technological solutions, business techniques, business strategies, business plans, customer lists, export plans, marketing plans, information about research and development activities, etc.
29. *"Business secrets"* are information obtained from financial and intellectual investments that have not been disclosed and can be used in business, etc.

30. In this regulation, references to one or more provisions or texts of law shall include any amendments, supplements, or replacements to those texts.

Chapter II : The General Meeting of Shareholders

I. REGULATIONS FOR SHAREHOLDER MEETINGS TO ADOPT RESOLUTIONS BY VOTING AT THE MEETING (IN-PERSON, ONLINE, MIXED-ON-IN-PERSON)

SECTION 1 : GENERAL PROVISIONS

Article 3. The role, rights, and responsibilities of the General Meeting of Shareholders.

The roles, rights, and obligations of the General Meeting of Shareholders are stipulated in Article 138 of the Enterprise Law No. 59/2020/QH14, the Securities Law No. 54/2019/QH14, and Articles 14 and 15 of the Company's Charter.

Article 4. Authority to convene the General Meeting of Shareholders

(Based on the provisions of Article 140 of the Enterprise Law and Article 14 of the company's charter)

1. The Board of Directors convenes annual and extraordinary general meetings of shareholders. The Board of Directors convenes 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. The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members required by law;
 - c. Upon the request of a shareholder or group of shareholders as stipulated in Clauses 2 and 3 of Article 12 of the Company's Charter, the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reason and purpose of the meeting, and bearing the signatures of all relevant shareholders. Alternatively, the request may be made in multiple copies and include the signatures of all relevant shareholders.
 - d. As requested by the Supervisory Board;
 - e. Other cases as prescribed by law and the Company's Articles of Association.
2. The Board of Directors must determine the opening date of the General Meeting of Shareholders within sixty (60) working days from the date the number of remaining members of the Board of Directors or Supervisors as prescribed in point b, clause 1 of this Article or receive the request prescribed in points c and d, clause 1 of this Article;
3. If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in Clause 2 of this Article, then within the next thirty (30) days, the Supervisory Board

must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in Clause 3 of Article 140 of the Enterprise Law;

4. If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in Clause 3 of this Article, the shareholder or group of shareholders specified in Point c, Clause 1 of this Article has the right to request the Company's representative to convene a General Meeting of Shareholders in accordance with the Law on Enterprises.

In this case, the shareholder 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 making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

5. Members of the Board of Directors and members of the Supervisory Board must attend the Annual General Meeting of Shareholders to answer shareholder questions at the meeting (if any); in case of force majeure preventing their attendance, members of the Board of Directors and members of the Supervisory Board must report this in writing to the Board of Directors and the Supervisory Board. If the audit report of the Company's annual financial statements contains material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm that performed the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and the representative of the approved auditing firm is responsible for attending the Company's Annual General Meeting of Shareholders.
6. The procedure for organizing a General Meeting of Shareholders is regulated by Clause 5, Article 140 of the Enterprise Law.

Article 5. Personnel for the Shareholders' General Meeting

(Based on the provisions of Article 146 of the Enterprise Law and Clause 2, Article 20 of the Company Charter)

1. Chairperson and Presiding Panel:
 - a. The Chairman of the Board of Directors presides over or authorizes another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them

to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect a presiding officer from among those present, with the candidate receiving the highest number of votes becoming the presiding officer.

- b. Except as provided in point a of this clause, the signatory convening the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;
- c. The chairperson has the right to take necessary measures to conduct the meeting in a reasonable, orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees.
- d. The chairperson of the General Shareholders' Meeting has the following rights:
 - other lawful and reasonable security measures ;
 - Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Shareholders' Meeting.
- e. The Chairperson has the right to postpone the General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than three (03) working days from the date the meeting is scheduled to commence and may only postpone the meeting or change the meeting place in the following cases:
 - The meeting venue did not have enough comfortable seating for all attendees.
 - The communication facilities at the meeting venue do not guarantee that shareholders attending the meeting can participate, discuss, and vote;
 - Some attendees obstructed the meeting, disrupted order, and risked preventing the meeting from being conducted fairly and legally.
- f. Other rights and obligations of the Chairperson are as stipulated by applicable law.
- g. The Presidium shall consist of at least one person, including one Chairperson and members (if any).
- h. The Presiding Committee's responsibilities:
 - Conduct the activities of the Company's General Meeting of Shareholders according to the agenda of the Board of Directors, which has been approved by the General Meeting of Shareholders;
 - Instructing delegates and the Congress to discuss the items on the agenda;

- Present drafts and conclusions on necessary issues for the Congress to vote on;
- Responding to the issues raised by the Congress;
- Addressing issues that arise throughout the Congress.
- i. The working principles of the Presiding Committee: The Presiding Committee operates on the principles of collective decision-making, democratic centralism, and majority decision-making.
- 2. Congress Secretary:
 - a. The chairperson appoints one or more people to act as secretaries for the meeting;
 - b. The duties of the Congress Secretary:
 - Record the contents of the Congress fully and accurately;
 - Receive registration forms for shareholders/representatives to speak;
 - Prepare meeting minutes and draft resolutions for the General Shareholders' Meeting;
 - Assist the Chairperson in announcing information related to the General Shareholders' Meeting and notifying Shareholders in accordance with legal regulations and the company's charter;
 - Other tasks as requested by the Chairperson.
- 3. Vote counting committee:
 - a. The general meeting of shareholders elects one or more people to the vote counting committee upon the recommendation of the meeting chairman;
 - b. The responsibilities of the vote counting committee:
 - Disseminate the principles, rules, and guidelines for the voting process.
 - Count and record the ballots, prepare a vote counting report, announce the results; and forward the report to the Chairperson for approval of the voting results.
 - Quickly inform the secretary of the voting results.
 - Review and report to the Congress any cases of violations of voting rules or complaints regarding voting results.
- 4. Committee for verifying the eligibility of shareholders/representatives:
 - a. In accordance with Article 140 of the Enterprise Law, the person convening the shareholders' meeting shall appoint one or more individuals to serve on the Committee for Verifying the Eligibility of Shareholders/Delegates. The Committee for Verifying the Eligibility of Delegates of the General Meeting shall consist of at least two people, including one Chairman and at least one member.
 - b. The responsibilities of the Shareholder/Representative Eligibility Verification

Committee:

- Verify the eligibility and status of shareholders and shareholder representatives attending the meeting.
- The Head of the Delegate Eligibility Verification Committee reports to the General Meeting of Shareholders on the attendance of shareholders. If the meeting has a sufficient number of shareholders and authorized representatives representing more than 50% of the total voting rights, then the General Meeting of Shareholders of the Company can proceed.
- Participate in counting votes on other matters before the Vote Counting Committee is established.

Article 6. Prepare a list of shareholders entitled to attend the meeting and announce the closing date for the list of shareholders entitled to attend the General Meeting of Shareholders.

*(Based on the provisions of point a, clause 2, Article 18 of the company's charter;
Regulations on the exercise of VSDC's rights)*

1. The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date.
2. The company shall carry out the procedures for compiling the shareholder list and related procedures in accordance with the Regulations on the Exercise of Rights of the Vietnam Securities Depository and Clearing Corporation or other provisions of law (applicable when the company does not register securities with VSDC).

Article 7. Notice of convening the General Meeting of Shareholders

(Based on the provisions of Article 143 of the Enterprise Law No. 59/2020/QH14)

1. The person convening the General Meeting of Shareholders must send a notice of meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date. The notice of meeting must include the name, head office address, enterprise code; name, contact address of the shareholder, time, place of the meeting and other requirements for attendees.
2. The meeting notice is sent in a manner that ensures it reaches the shareholder's contact address and is posted on the company's website.
3. The meeting invitation must be accompanied by the following documents:
 - a. The meeting agenda, the documents to be used in the meeting, and the draft resolutions for each item on the agenda;

- b. Voting ballots/election forms. Please note that if the Shareholders' Meeting is held online, voting ballots/election forms do not need to be included with the meeting notice.

4. If the company has a website, sending meeting documents along with the meeting invitation as stipulated in Clause 3 of this Article may be replaced by posting them on the company's website. In this case, the meeting invitation must clearly state where and how to download the documents.

Article 8. Agenda and content of the Shareholders' General Meeting

(Based on the provisions of Article 142 of the Enterprise Law and Article 18 of the Company Charter)

1. The person convening the General Meeting of Shareholders must prepare the agenda and content of the meeting in accordance with Article 18 of the Company's Charter.
2. Shareholders or groups of shareholders as stipulated in Clause 2, Article 12 of the Company Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Company no later than five (05) working days before the opening date of the meeting. Proposals must clearly state the name of the shareholder, the number of each type of share held by the shareholder, contact address, nationality, Citizen Identity Card number, Passport number or other legally valid personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder, and the proposed issue to be included in the agenda.
3. If the person convening the General Meeting of Shareholders refuses a proposal as stipulated in Clause 2 of this Article, they must respond in writing and state the reasons no later than two (02) working days before the opening date of the General Meeting of Shareholders. In case the person convening the General Meeting of Shareholders or the person making the proposal requests an exchange/discussion, the two parties must exchange/discussion before the person convening the meeting responds in writing regarding the refusal. The person convening the General Meeting of Shareholders may only refuse a proposal if it falls under one of the following cases:
 - a. The petition was submitted in violation of the provisions of Clause 2 of this Article;
 - b. At the time of the proposal, the shareholder or group of shareholders did not hold at least 5% of the common shares as stipulated in Clause 2, Article 12 of the Company's

Charter;

- c. The issue raised in this proposal falls outside the scope of authority of the General Meeting of Shareholders.
 - d. Other cases as prescribed by law and the company's charter.
4. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 2 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 3 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 9. How to register and authorize someone to attend the Shareholders' General Meeting.

(Based on the provisions of Article 144 of the Enterprise Law; Article 16, Clauses 1, 2, and 5 of Article 20 of the Company Charter)

- 1. How to register to attend the Shareholders' General Meeting before the meeting opens:
 - a. The method for registering to attend the General Meeting of Shareholders is clearly stipulated in the Notice of the General Meeting of Shareholders, including contacting the Company or sending the Registration Form for Attending the Meeting (attached to the Notice of the General Meeting of Shareholders sent to shareholders) to the Company.
 - b. Shareholders can choose to register to attend the General Meeting of Shareholders in the manner specified in the notice, including:
 - Attend and vote/contest in person at the meeting;
 - Authorize another representative to attend and vote/cast ballots at the meeting and comply with the provisions of Clause 2 of this Article (if more than one representative is appointed, the number of shares and the number of votes/casting ballots authorized for each representative must be specifically determined).
 - Participate and vote/cast ballots through online conferences, electronic voting, or other electronic means;
 - Submit your ballot/election request to the meeting via mail, fax, or email;
 - Other forms of registration for attending the General Meeting of Shareholders are in accordance with the provisions of the law.
 - The company must make every effort to apply modern information technologies so that shareholders can best attend and express their opinions at the General

Meeting of Shareholders, including guiding shareholders to vote through online General Meeting of Shareholders, electronic voting or other electronic forms as prescribed in Article 14 of the Enterprise Law and the company's charter.

2. Regulations regarding authorization to attend the congress:
 - a. Shareholders, or their authorized representatives, exercise authorization in accordance with Article 16 of the Company's Charter;
 - b. The authorization for individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in point a, clause 2 of this Article must be in writing. The authorization document must be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, the signature, full name (if handwritten), and seal (if an organization) of both the authorizing party and the authorized party.
 - c. The ballot/voting slip of an authorized representative attending the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:
 - The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;
 - The principal has revoked the designation of authorization;
 - The grantor has revoked the authority of the grantee.

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

Article 10. Conditions for holding a General Meeting of Shareholders

(Based on the provisions of Article 19 of the Company Charter)

1. A general meeting of shareholders is considered valid when the number of shareholders present represents more than 50% of the total voting rights.
2. If the first meeting does not meet the quorum requirements as stipulated in Clause 1 of this Article, a notice of the second meeting shall be sent within thirty (30) days from the date of the first planned meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total voting rights.

3. If the second meeting does not meet the quorum requirements as stipulated in Clause 2 of this Article, the notice of the third meeting must be sent within thirty (30) days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of voting shares of the shareholders present.

Article 11. Method of adopting resolutions at the General Meeting of Shareholders

(Based on the provisions of Article 147 of the Enterprise Law No. 59/2020/QH14; Article 22 of the company's charter)

1. The General Meeting of Shareholders adopts resolutions within its authority by voting at the meeting:
 - a. In-person meeting;
 - b. Online conference;
 - c. The conference was a hybrid of in-person and online formats.
2. The General Meeting of Shareholders adopts resolutions within its authority by means of written consultation (as stipulated in Part II - Chapter):
 - a. Send out the survey form by Send by mail, fax, or email;
 - b. Submit the survey form via electronic voting;
 - c. Submit the survey by mail, fax, or email combined with electronic voting.

Article 12. The contents were approved at the General Shareholders' Meeting.

(Based on the provisions of Articles 147 and 167 of the Enterprise Law; Article 15 of the Company Charter)

1. Through the company's development strategy;
2. The company's annual business plan;
3. The annual financial statements have been audited;
4. The Board of Directors' report on the governance and performance of the Board of Directors and each individual member of the Board of Directors;
5. Report of the Supervisory Board on the Company's business results, the performance of the Board of Directors, and the General Director;
6. Self-assessment report on the performance of the Supervisory Board and its members;
7. Decide on the types of shares and the total number of shares of each type authorized for sale; decide on the annual dividend rate for each type of share.
8. Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
9. Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in

- the Company's most recent financial statement;
10. Decision to amend and supplement the Company's Charter;
 11. Through annual financial reports;
 12. The decision is to repurchase more than 10% of the total shares sold of each class;
 13. Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
 14. Decision to reorganize, dissolve the company and appoint a liquidator;
 15. Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
 16. Approve, supplement, and amend the internal regulations on corporate governance; the operating regulations of the Board of Directors, and the operating regulations of the Supervisory Board;
 17. Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the company's operations, and dismiss approved auditors when deemed necessary;
 18. Number of members of the Board of Directors and the Supervisory Board;
 19. Dividing, separating, merging, consolidating, or transforming the Company;
 20. The company enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets as recorded in the most recent financial statement;
 21. Approve the transactions stipulated in Clause 4, Article 293 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law;
 22. Other matters as stipulated by law and the company's Articles of Association.

Article 13. Conditions for the resolution to be passed

(Based on the provisions of Article 21 of the Company Charter)

1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting, except as provided in Clauses 3, 4, and 5 of this Article:
 - a) Types of shares and the total number of shares of each type;
 - b) Changes in industry, occupation, and business sector;
 - c) Changes to the company's organizational and management structure;
 - d) An investment project or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

- e) Reorganize or dissolve the company;
 - f) The modification or cancellation of special rights associated with a preferred stock .
2. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting, except as provided in Clause 1 of this Article and Clauses 3, 4, and 5 of this Article.
 3. The voting for members of the Board of Directors and the Supervisory Board must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two (02) or more candidates receive the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be held among the candidates with the equal number of votes or a selection will be made according to the criteria stipulated in the election regulations or the company's charter.

Please note that in the case of electing members of the Board of Directors and the Supervisory Board, if the number of candidates is less than or equal to the number of members to be elected to the Board of Directors/Supervisory Board, the election of members of the Board of Directors/Supervisory Board may be conducted by cumulative voting as described above or by voting (approve, disapprove, abstain). The percentage of votes cast by voting shall be determined according to Clause 2, Article 21 of the Company's Charter.
 4. In cases where a resolution is adopted through written consultation, the General Meeting of Shareholders' resolution is considered adopted if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.
 5. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.
 6. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within fifteen (15) days from the

date of adoption; in case the company has an electronic information page, sending the resolution may be replaced by posting it on the company's electronic information page.

7. Resolutions passed by 100% of the total voting shares at the General Meeting of Shareholders are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and the Company's Articles of Association.

Article 14. Announcement of vote count results

The vote counting committee will check, compile, and report the results of the vote count for each issue to the Chairperson. The vote counting results will be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting.

Article 15. Ways to object to decisions of the General Meeting of Shareholders

(Based on the provisions of Articles 132 and 151 of the Enterprise Law)

1. Shareholders who voted against the resolution on the reorganization of the company or the change of shareholder rights and obligations as stipulated in the company's charter have the right to request the company to repurchase their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended selling price, and the reason for requesting the company to repurchase. The request must be sent to the company within ten (10) days from the date the General Meeting of Shareholders passed the resolution on the matters stipulated in this clause.
2. The company must repurchase shares at the request of shareholders as stipulated in Clause 1 of this Article at market price or at a price calculated according to the principles stipulated in the company's charter within ninety (90) days from the date of receipt of the request. If no agreement is reached on the price, the parties may request a valuation organization to determine the price. The company shall introduce at least three (03) valuation organizations for shareholders to choose from, and that choice shall be final.
3. Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote count of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 115 of the Enterprise Law has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:
 - a. The sequence and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violated the provisions of the Enterprise

Law and the company's charter, except as stipulated in Clause 2, Article 152 of the Enterprise Law;

- b. The resolution's content violates the law or the company's charter.

Article 16. Prepare the minutes of the Shareholders' General Meeting.

(Based on the provisions of Article 23 of the Company Charter)

1. The 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 written in Vietnamese, and may also be written in a foreign language, and must include the following main contents:
 - a. Name, registered office address, business registration number;
 - b. Time and location of the Shareholders' General Meeting;
 - c. Meeting agenda and content;
 - d. The names of the chairperson and secretary;
 - e. Summarize the proceedings and statements made at the General Shareholders' Meeting on each item on the agenda;
 - f. The number of shareholders and the total number of voting shares of shareholders attending the meeting, the appendix listing registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
 - g. The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; the corresponding percentage of the total votes cast by shareholders present at the meeting; and the corresponding percentage of the total votes cast by shareholders who attended and voted.
 - h. Summarize the number of votes for each candidate (if applicable);
 - i. The issues were approved and the corresponding percentage of votes were cast in favor;
 - j. The full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and containing all the information as stipulated in this clause. The meeting minutes shall clearly state the chairperson's or secretary's refusal to sign.
2. The minutes of the General Meeting of Shareholders must be prepared and approved

before the meeting concludes. The chairperson and secretary of the meeting, or any other person signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the minutes' contents.

3. Minutes prepared in both Vietnamese and foreign languages have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese version shall prevail.

Article 17. Announcement of Resolutions and Minutes of the General Shareholders' Meeting

(Based on the provisions of Article 23 of the Company Charter)

1. Resolutions, minutes of the General Meeting of Shareholders, appendix listing registered shareholders, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be kept at the Company's head office.
2. Resolutions, minutes of the General Meeting of Shareholders, and accompanying documents must be disclosed in accordance with the law on information disclosure in the securities market.

SECTION 2 : SPECIFIC REGULATIONS FOR EACH FORMAT OF VOTING AT THE MEETING

Section 2.1 : Specific regulations regarding voting at in-person meetings.

Article 18. How to register to attend the Shareholders' General Meeting in person.

(Based on the provisions of Clause 1, Article 20 of the company's charter)

Before the meeting commences, the Company must conduct shareholder registration and continue the registration process until all shareholders entitled to attend the meeting have registered, following this procedure:

1. When registering as a shareholder, delegates sign to confirm their attendance at the General Meeting of Shareholders. The Company then issues each delegate a voting card/voting slip, which includes the registration number, the shareholder's full name, the full name of the authorized representative, and the number of votes/voting ballots for that shareholder.
2. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. The results of the vote count are announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting. The General Meeting elects those responsible for counting or

supervising the vote count as proposed by the Chairperson. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting.

3. Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently participate in and vote/elect at the meeting immediately after registration. The chairperson is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any previously voted/elected items remains unchanged.

Article 19. Voting on matters at the General Shareholders' Meeting.

(Based on the regulations in the Rules of Procedure; Regulations on Elections at the General Meeting of Shareholders)

1. General principle:
 - a. All matters on the agenda and content of the General Meeting must be discussed and voted on publicly by the General Meeting of Shareholders;
 - b. Voting cards, ballot papers, and election ballots are printed, stamped, and sent directly to delegates at the general meeting by the Company (along with the shareholder meeting attendance documents). Each delegate is issued a Voting Card/Ballot Paper/Election Ballot. The Voting Card/Ballot Paper/Election Ballot clearly states the delegate's code, full name, number of shares owned, and authorized voting power.
2. Regulations regarding the validity of voting ballots and election ballots.
 - a. Voting Card:
 - **Valid voting card:** The card must be a pre-printed form issued by the Organizing Committee, bearing the company's seal, and must not be altered, erased, torn, damaged, etc., or contain any additional content beyond what is stipulated for this card.
 - **Invalid voting card:** The content does not comply with the regulations of a valid voting card.
 - b. Voting ballot
 - **Valid ballot:** The ballot must be a pre-printed form issued by the Organizing Committee, bearing the company's seal, and must not be altered, erased, torn, damaged, etc., or contain any content other than what is stipulated for this ballot. All direct/remote voting (via mail, fax, email, or other means as stipulated in the company's charter) must include the signature and full name (handwritten) of the

participating delegate. For remote voting, the ballot must be sent to the Ballot Counting Committee before the counting begins. On the ballot, the voting content is valid when the delegate marks one (01) of the three (03) voting squares.

- **Invalid ballot:** The content does not comply with the regulations of a valid ballot.

c. Ballot

- **Valid ballots** are those printed on the form provided by the Organizing Committee, bearing the company's seal, and free from erasures, alterations, tears, damage, etc., and without any additional content beyond what is stipulated for this ballot. All in-person/remote voting (via mail, fax, email, or other means as stipulated in the company's charter) must include the signature and full name (handwritten) of the participating delegate. For remote voting, ballots must be sent to the Ballot Counting Committee before the counting begins.
- **Invalid ballot:**
 - + The content does not comply with the regulations of a valid ballot;
 - + The number of candidates elected by the delegates was greater than the number of candidates needed to be elected.
 - + The ballots contain a total number of votes cast for the shareholder's or representative's candidates that exceeds the total number of votes allowed.
 - + Other regulations are as stipulated in the Regulations on the Election of Shareholders' General Meeting and the Company's Articles of Association.

Article 20. Voting procedures at the General Shareholders' Meeting

(Based on the regulations in the Rules of Procedure for the General Meeting of Shareholders)

1. General principle:
 - a) The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by raising cards, direct voting, electronic voting, or other electronic methods.
 - b) Delegates vote to approve, disapprove, or abstain from an issue put to a vote at the Congress by raising their Voting Cards or filling in their chosen options on the Voting Form.
2. Voting methods
 - a) Voting by Voting Card: When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presiding Committee. If a delegate does not

raise the Voting Card in all three times of voting for, against, or no opinion on an issue, it will be considered as a vote in favor of that issue. If a delegate raises the Voting Card more than once (01) when voting for, against, or no opinion on an issue, it will be considered an invalid vote. According to the method of voting by raising the Voting Card, the Member of the Delegate Credentials Verification Committee/Vote Counting Committee marks the delegate code and the corresponding number of votes for each delegate in favor, against, no opinion, and invalid.

b) Voting by ballot:

- When voting is conducted by direct ballot: for each item, delegates choose one of three options – “Agree,” “Disagree,” or “No Opinion” – printed on the ballot by marking “X” or “✓” in their chosen box and submitting the ballot to the counting committee before the vote count begins. The ballot must be signed and clearly state the full name (handwritten) of the delegate.
- When voting is conducted via electronic ballot or other electronic means: for each item, delegates select one of three options – “Agree,” “Disagree,” or “No opinion” – which are pre-programmed into the electronic voting system at the Congress. Delegates then confirm their vote so that the electronic voting system records the result.

Article 21. Voting procedures at the General Shareholders' Meeting

(Based on the regulations in the General Meeting of Shareholders' Election Rules)

1. General principles

- a) Comply strictly with the law and the Company's Articles of Association;
- b) Elections can be conducted through in-person voting, electronic voting, or other electronic means;
- c) Members of the vote counting committee are not allowed to be on the list of nominees or to self-nominate for the Board of Directors and the Supervisory Board.

2. Forms of voting in elections

a. Cumulative voting

- Each delegate has a total number of votes corresponding to the total number of shares owned, representing ownership multiplied by the number of elected members;
- Attendees have the right to cast all of their votes for one or more candidates;
- In the event of a change in candidates on the day of the congress, the vote

counting committee is responsible for issuing new ballots and collecting the old ballots (if any) before the vote counting begins;

- In case of an incorrect selection, delegates should contact the Ballot Counting Committee to obtain a new ballot and must return the old one.
- How to fill out the ballot: Each delegate will be given ballots. Instructions on how to fill out the ballot are detailed in the Election Regulations adopted at the General Meeting of Shareholders;
- Principles of election:
 - + The elected members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members are elected.
 - + In the event that two or more candidates receive the same number of votes for the last remaining member of the Board of Directors, a re-election will be held among those candidates, or a selection will be made according to the criteria stipulated in the election regulations approved at the General Meeting of Shareholders or the company's charter.

- b. Elections by voting: To be conducted in accordance with the provisions of Point b, Clause 2, Article 20 of these Regulations.

Article 22. Voting method at the General Shareholders' Meeting.

(Based on the regulations in the Rules of Procedure for the General Meeting of Shareholders)

The vote counting process is as follows:

- a) Summary of ballots/voting slips (*according to voting method*) for each voting issue, total number of valid, invalid, affirmative, negative, and abstention votes; corresponding percentage of the total votes cast by shareholders present at the meeting; corresponding percentage of the total votes cast by shareholders attending and voting as stipulated in the Company's Articles of Association;
- b) The cumulative ballot results, including the total number of valid and invalid votes, the number of votes cast for each candidate, and other details as stipulated in the Company's Articles of Association, will be compiled.

Section 2.2 : Specific regulations on voting procedures at online meetings

Article 23. How to register to attend the online General Shareholders' Meeting

The procedure for registering to attend the General Shareholders' Meeting online before the

meeting's opening date is clearly stipulated in the Notice of the General Shareholders' Meeting, including:

1. Eligibility requirements:
 - a) Those whose names are included in the shareholder list (DSCĐ) are entitled to attend the General Meeting of Shareholders, as prepared in accordance with the Company's notice of exercise of rights;
 - b) Authorized representatives must meet the eligibility requirements as stipulated by law and the company's articles of incorporation.
2. Technical requirements: Delegates need an electronic device with internet access (e.g., computer, tablet, mobile phone, or other internet-connected electronic device...).
3. Method of recording attendance of delegates at online general shareholders' meetings: Delegates are recorded as attending the online general shareholders' meeting by the electronic voting system when they access the system using the access information provided as stipulated in Article 24 of these Regulations and have confirmed their attendance at the online general shareholders' meeting through the electronic voting system.

Article 24. Provide login information and cast your electronic vote.

1. Information regarding the access link to the electronic voting system, username, password, and other identifying factors (if any) for attending the online General Meeting of Shareholders will be provided in the meeting invitation notice (or the form of login information notification as stipulated by the Board of Directors). Delegates are responsible for keeping their username, password, and other assigned identifying factors confidential to ensure that only delegates have the right to vote on the electronic voting system and are fully responsible for the information they have registered.
2. When delegates request a re-issuance of login information, the General Meeting Organizing Committee may notify them through various means: in person, by mail, email, telephone, or other methods as stipulated by the Board of Directors. The provision of login information is based on shareholder information from the shareholder list compiled by the Vietnam Securities Depository and Clearing Corporation according to the notice regarding the exercise of the right to attend the General Meeting of Shareholders of the Company.
3. Delegates use their login name, password, or other identifying factors (if any) to access the electronic voting system to confirm their attendance at the online General Meeting of Shareholders and cast their electronic votes according to the agenda of the online General Meeting of Shareholders.

Article 25. Authorization for a representative to attend the General Shareholders' Meeting online.

When granting authorization online, shareholders shall grant authorization in accordance with Clause 2, Article 9 of these Regulations, taking into account the following provisions:

1. Shareholders are required to provide complete information for online authorization, especially the information of the authorized party, including: telephone number, fax number, email address, or other contact address as stipulated in the Articles of Association. This information will be used to assign login names, access passwords, and other identifying elements (if any) to the authorized party.
2. The proxy form for attending the online General Meeting of Shareholders must bear the full signatures, clearly stating the full names (handwritten), and stamped seal (if applicable) of both the authorizing party and the authorized party. The original proxy form must be sent before the official opening of the meeting. If a shareholder has not attended the meeting but has authorized a proxy online, the authorization will remain valid until the Company receives the original proxy form and until the closing of the meeting.
3. Shareholders who attended the general meeting are not allowed to authorize another person to attend the meeting on their behalf.
4. Cancellation of proxy for shareholders who have granted online proxy: Shareholders must submit a formal written request to the company to cancel their online proxy before the official opening of the General Meeting. If the proxy has already attended the General Meeting, the time of recording the cancellation of the proxy will be calculated from the time the company receives the formal written request to cancel the online proxy; the validity of any previously voted/elected items will remain unchanged .

Article 26. Discussion at the online General Shareholders' Meeting

1. Principle:
 - a) Discussions will only be conducted within the allotted time and will be limited to the issues presented in the agenda of the Shareholders' General Meeting;
 - b) Only delegates are allowed to participate in the discussion;
 - c) Delegates may register their discussion topics in the format specified in the congress's rules of procedure;
 - d) The Secretariat will organize the delegates' questions and forward them to the Chairperson.
2. Responding to the delegates' questions:

- a) Based on the content of the delegates' discussions, the Chairperson or a member designated by the Chairperson will answer the delegates' questions.
- b) In case of time constraints, questions that are not answered directly at the General Meeting will be answered by the Company through other means.

Article 27. The method of adopting resolutions at the General Shareholders' Meeting is online.

The General Meeting of Shareholders adopts resolutions within its authority through electronic voting.

Article 28. How to vote online

- 1. Voting method:
 - a) Delegates choose one of three voting options – “Approve,” “Disapprove,” or “No Opinion” – for each issue put to a vote at the Congress, which are pre-programmed into the electronic voting system;
 - b) Afterward, the delegates proceed to confirm their votes so that the electronic voting system can record the results.
- 2. How to vote in the election:
 - a) Cumulative voting method: Unless otherwise stipulated in the Company's Articles of Association, the voting for members of the Board of Directors and the Supervisory Board must be conducted using the cumulative voting method. Accordingly, delegates cast their votes according to the instructions in the online voting regulations approved at the General Meeting of Shareholders. Afterward, delegates confirm their votes so that the electronic voting system can record the results;
 - b) Voting by ballot (if applicable): This shall be conducted in accordance with the voting regulations stipulated in Clause 1 of this Article.
- 3. Other regulations when conducting electronic voting:
 - a) If a delegate fails to complete all voting or election activities as per the Congress agenda, the remaining issues that were not voted on or elected will be considered as if the delegate did not cast a vote on those issues;
 - b) In the event that issues arise outside the agenda of the congress, delegates may vote or hold supplementary elections. If delegates do not vote or participate in the elections on these issues, it will be considered that the delegates did not participate in the voting or election on those issues;
 - c) Delegates may change the results of votes and elections (but cannot cancel the results),

including supplementary votes and elections on issues arising outside the agenda of the Congress. The online system only records the vote count for the final voting results at the time of completion of electronic voting for each vote counting round as stipulated in the working regulations of the Congress;

- d) In the case of cumulative voting, an invalid ballot is one in which the total number of votes cast for all candidates exceeds the total number of votes cast for the Representative Delegate as calculated at the time of vote counting or other regulations as guided by the Online Election Regulations approved by the General Meeting of Shareholders;
- e) The time for electronic voting is specified in the rules of procedure at the general meeting. During this time, Delegates can access the electronic voting system and vote twenty-four (24) hours a day and seven (07) days a week except in case of system maintenance or other reasons beyond the Company's control. After the voting period ends, the system will not record any further electronic voting results from Delegates.

Article 29. How to count votes online

When delegates cast their votes, the number of votes is recorded on the electronic voting system. Based on the results of the electronic voting, the vote counting committee compiles the voting results according to the following principles:

1. Summarize the voting/election ballots (according to the voting method) for each voting issue, the total number of valid, invalid, affirmative, negative, and abstention votes; the corresponding percentage of the total votes cast by shareholders present at the meeting; and the corresponding percentage of the total votes cast by shareholders attending and voting as stipulated in the Company's Articles of Association.
2. The cumulative ballot results, including the total number of valid and invalid votes, the number of votes cast for each candidate, and other details as stipulated in the Company's Articles of Association, will be compiled.

Article 30. Prepare minutes for the online General Shareholders' Meeting.

1. Comply with the provisions of Article 16 of these Regulations.
2. The venue specified in the minutes of the online Shareholders' Meeting is the location where the Chairman of the Meeting will be present to preside over the meeting. This location must be within the territory of Vietnam.
3. The procedure for adopting the minutes of the General Meeting of Shareholders is specifically stipulated in the company's Rules of Procedure for the General Meeting of

Shareholders.

Section 2.3 : Specific regulations on voting methods at combined in-person and online meetings.

Article 31. How to register to attend the Shareholders' General Meeting (a hybrid of in-person and online).

In accordance with the provisions of Clause 1, Article 9 and Article 23 of these Regulations.

Article 32. Authorization for a representative to attend the General Shareholders' Meeting in person combined with online participation.

In accordance with the provisions of Clause 2, Article 9 and Article 25 of these Regulations.

Article 33. The resolution adoption method at the General Shareholders' Meeting combines in-person and online participation.

Comply with the provisions of Articles 11 and 27 of these Regulations.

Article 34. Voting method at the General Shareholders' Meeting (a hybrid of in-person and online voting).

In accordance with the provisions of Articles 20, 21, and 28 of these Regulations.

Article 35. The method of counting votes at the General Shareholders' Meeting, a hybrid of in-person and online voting.

Comply with the provisions of Articles 22 and 29 of these Regulations.

Article 36. Minutes of the meeting at the combined in-person and online General Shareholders' Meeting.

Comply with the provisions of Articles 16 and 30 of these Regulations.

II. REGULATIONS FOR SHAREHOLDER GENERAL MEETINGS TO PASS RESOLUTIONS THROUGH WRITTEN CONSULTATION

Article 37. In cases where shareholder opinions are sought in writing...

(Based on the provisions of Article 22 of the Company Charter)

The following matters may be approved through a written shareholder consultation:

1. Amend and supplement the contents of the Company's Charter;
2. Approve, supplement, and amend the internal regulations on corporate governance, the

regulations on the operation of the Board of Directors, and the regulations on the operation of the Supervisory Board;

3. Company development strategy;
4. Types of shares and the total number of shares of each type;
5. Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board;
6. Decisions to invest in or sell assets whose value is equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statement;
7. Through annual financial reports;
8. Reorganize or dissolve the company;
9. Changes in industry, occupation, and business sector;
10. Changes to the company's organizational and management structure;
11. Other matters as decided by the Board of Directors.

Article 38. Cases where written consultation is not permitted.

The Board of Directors may seek shareholder opinions in writing in all cases where deemed necessary, except for the organization of the Annual General Meeting of Shareholders.

Article 39. The sequence and procedures for adopting a Resolution through written consultation.

(Based on the provisions of point a, clause 2, Article 18; Articles 22 and 24 of the Company Charter)

1. The company must disclose information about the preparation of the list of shareholders to send ballots at least ten (10) days before the last registration date.
2. The Board of Directors must prepare ballots, 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 ten (10) days before the deadline for returning the ballots. The requirements and method of sending ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of the Company's Charter.
3. The survey form must include the following key information:
 - a) Name, registered office address, business registration number;
 - b) Purpose of soliciting feedback;
 - c) The full name, contact address, nationality, and legal document number of an individual shareholder; the name, business registration number or legal document

number of an organization, and the head office address of an organization shareholder; or the full name, contact address, nationality, and legal document number of an individual representative of an organization shareholder; the number of shares of each class and the number of voting/election rights of the shareholder.

- d) The issue requires consultation before a decision can be made.
 - e) The voting options include "agree," "disagree," and "no opinion" for each issue being considered.
 - f) Election plan (if any);
 - g) The deadline for submitting the feedback form to the company has been set.
 - h) Full name and signature of the Chairman of the Board of Directors.
4. The method of sending shareholder opinion ballots in writing.
- a. Shareholders who submitted ballots responded to the Company by mail, fax, or email:
 - The completed feedback forms must bear the full signatures, clearly written names (handwritten), and seals (if applicable) of the representatives.
 - If sent by mail, the opinion poll form must be enclosed in a sealed envelope and no one is allowed to open it before the vote count. If sent by fax or email, the opinion poll form must be kept confidential until the vote count.
 - Opinion ballots submitted to the Company after the deadline specified in the ballot itself, or that have been opened (in the case of mail submissions) or disclosed (in the case of fax or email submissions), are invalid. Unsubmitted ballots will be considered as non-voting ballots.
 - b. Shareholders submit their ballots using electronic voting.
 - i. Provide access account
 - The company will provide the shareholders with access account information along with the Shareholder Opinion Form via registered mail.
 - When a delegate requests access information again, the Company may notify them through various means: in person, by mail, email, telephone, or other methods as stipulated by the Board of Directors. The provision of access information is based on the shareholder list compiled by the Vietnam Securities Depository and Clearing Corporation in accordance with the Company's written notice regarding the exercise of shareholder rights.
 - ii. Implement electronic voting.
 - Implementation principles

- Delegates can only cast their votes through the electronic voting system from the time they receive the Shareholder Opinion Form until the deadline for returning the form as announced by the Company.
- During the voting period as announced by the Company, Delegates may access the electronic voting system and cast their votes 24 hours a day, 7 days a week, except in cases of system maintenance or other reasons beyond the Company's control.
- During the Company's announced voting period, Delegates may change their voting decisions on the electronic voting system. After the announced voting period ends, Delegates are not allowed to change their voting results, and the final results will be counted and announced by the Company.
- How to do it
 - Delegates use access accounts provided by the Company to directly access the electronic voting system to view information related to the voting process that has been posted on the system and make voting decisions on each voting/election item requiring shareholder opinion.
- c. Shareholders who submitted ballots responded to the Company by mail, fax, or email combined with electronic ballot submission.

In accordance with the provisions of points a and b of clause 3 of this Article.

5. Count the votes and prepare the vote counting report:

The Board of Directors shall organize the vote counting and prepare the vote counting report in the presence of the Supervisory Board or shareholders who do not hold management positions in the Company. The vote counting report must include the following main contents:

- a) Name, registered office address, business registration number;
- b) The purpose and issues requiring consultation before the resolution can be passed;
- c) The number of shareholders with the total number of votes/elections cast, distinguishing between valid and invalid votes/elections, and the method of submitting the votes/election ballots, along with an appendix listing the shareholders who participated in the voting/election;
- d) The total number of votes in favor, against, and abstentions on each issue, and the total number of votes cast for each candidate (if any);
- e) The issue was approved, and the voting percentage was in favor.
- f) The full name and signature of the Chairman of the Board of Directors, the vote

counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. Resolution and Vote Counting Minutes:

- a) The minutes of the vote count and the resolution must be sent to shareholders within fifteen (15) days from the date of the end of the vote count. Sending the minutes of the vote count and the resolution may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of the end of the vote count.
- b) The resolution was adopted through a written shareholder vote. If approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote, the resolution shall have the same validity as a resolution passed at the General Meeting of Shareholders.

7. Document retention: Completed opinion polls, vote counting records, adopted resolutions, and related documents accompanying the opinion polls must all be retained at the Company's head office.

8. Request for annulment of a Shareholders' Meeting Resolution through written consultation: Within ninety (90) days from the date of receipt of the resolution or minutes of the vote count results of the Shareholders' Meeting, the shareholder or group of shareholders specified in Clause 2, Article 12 of the Company's Charter has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the Shareholders' Meeting resolution in the following cases:

- a) The procedures for obtaining shareholder opinions in writing and making decisions by the General Meeting of Shareholders seriously violated the provisions of the Enterprise Law and the company's charter, except as stipulated in Clause 7, Article 21 of the Company Charter.
- b) The resolution's content violates the law or the company's charter.

In the event that a shareholder or group of shareholders requests the Court or Arbitration Tribunal to annul a resolution of the General Meeting of Shareholders as stipulated in Article 151 of the Enterprise Law, that resolution shall remain in effect until the decision of the Court or Arbitration Tribunal takes effect, except in cases where interim measures are applied by a competent authority.

Chapter III : BOARD OF DIRECTORS

SECTION 1 : GENERAL PROVISIONS

Article 40. Roles, Rights, and Responsibilities of the Board of Directors

(Based on the provisions of Articles 278 and 297 of Decree No. 155/2020/ND-CP)

The Board of Directors must fully comply with the responsibilities and obligations stipulated in the Enterprise Law and the Company's Charter. In addition, the Board of Directors has the following responsibilities and obligations:

1. Accountable to shareholders for the company's operations.
2. Treat all shareholders equally and respect the interests of stakeholders in the company.
3. Ensure that the company's operations comply with legal regulations, its Articles of Association, and internal company policies.
4. Develop the Board of Directors' operating regulations, submit them to the General Meeting of Shareholders for approval, and publish them on the company's website.
5. Monitoring and preventing conflicts of interest among members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers, including misuse of company assets and abuse of related-party transactions.
6. Develop internal regulations on corporate governance and submit them to the General Meeting of Shareholders for approval in accordance with Article 270 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law.
7. Appoint a person in charge of corporate governance.
8. Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the person in charge of corporate governance, and other managers of the company.
9. The Board of Directors' activity report is presented at the General Shareholders' Meeting in accordance with current legal regulations.
10. Reporting on corporate governance at the annual general meeting of shareholders and disclosing information in the company's annual report in accordance with securities law regulations on information disclosure.
11. Other rights and obligations as stipulated in the Company's Articles of Association and the Internal Regulations on Corporate Governance.

Article 41. Rights, obligations, and responsibilities of Board of Directors members

(Based on the provisions of Article 277 of Decree No. 155/2020/ND-CP)

1. Members of the Board of Directors have all the rights stipulated in the Securities Law, relevant laws, and the company's charter and internal regulations on corporate governance, including the right to be provided with information and documents on the financial situation and business operations of the company and its subsidiaries. The information provision process is regulated in the Appendix to these Regulations. Those receiving information are responsible for maintaining the confidentiality of the information provided and using it only for the assigned work.
2. Members of the Board of Directors have the obligations stipulated in the company's Articles of Association and the following obligations:
 - a) Perform your duties honestly and diligently for the best interests of shareholders and the company;
 - b) Attend all Board of Directors meetings and provide input on the issues discussed;
 - c) Report promptly and fully to the Board of Directors all remuneration received from subsidiaries, affiliated companies, and other organizations;
 - d) Report to the Board of Directors at the most recent meeting on transactions between the company, its subsidiaries, companies in which the public company holds 50% or more of the charter capital, and members of the Board of Directors and their related parties; transactions between the company and companies in which a member of the Board of Directors is a founding member or a business manager during the three (03) years immediately preceding the transaction;
 - e) Disclose information when conducting transactions involving the company's shares in accordance with the law.

SECTION 2 : REGULATIONS ON NOMINATION, CANDIDATE, ELECTION, REMOVAL AND DISMISSAL OF BOARD OF DIRECTORS MEMBERS

Article 42. Number, term of office, and structure of members of the Board of Directors.

(Based on the provisions of Article 26 of the Company Charter)

1. The number of Board of Directors members is five (05) people.
2. The term of office of a Board of Directors member shall not exceed five (05) years and may be re-elected for an unlimited number of terms. In the event that all Board of Directors members complete their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and

take over the work.

3. The structure of the Board of Directors is as follows:
 - a) The company's Board of Directors structure must ensure that at least one (01) Board member is a non-executive member. The company minimizes the number of Board members holding executive positions in the company to ensure the independence of the Board of Directors;
 - b) A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.
 - Board members are not entitled to attend or vote at Board meetings and are not entitled to receive remuneration as a Board member in any of the following cases:
 - + The company has received notification that a member of the Board of Directors has limited legal capacity, has lost legal capacity, or has difficulties in understanding and controlling their behavior.
 - + The company has received notification that a member of the Board of Directors is under criminal investigation, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, or is prohibited by a court from holding office, practicing a profession, or engaging in certain work.
 - + The Board of Directors has decided to accept the resignation/resignation of a Board Member in accordance with Article 9 of the Board of Directors' Operating Regulations.
 - Board members continue to perform all their duties until the General Meeting of Shareholders approves their dismissal.
 - c) The appointment of Board of Directors members must be disclosed in accordance with the legal regulations on information disclosure in the securities market;
 - d) Members of the Board of Directors do not necessarily have to be shareholders of the Company.

Article 43. Standards and conditions for Board Membership

(Based on the provisions of Clause 1, Clause 2, Article 155 of the Enterprise Law, and Article 275 of Decree No. 155/2020/ND-CP)

1. Members of the Board of Directors must meet the standards and conditions stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the company's charter.
2. The Chairman of the Board of Directors may not simultaneously hold the position of General Director of the Company.
3. A member of the Company's Board of Directors may only simultaneously be a member of

the Board of Directors or Board of Members in a maximum of five (05) other companies.

Article 44. Nomination and candidacy for Board of Directors members

(Based on the provisions of Article 274 of Decree No. 155/2020/ND-CP; Clauses 1, 2, 3, and 4 of Article 25 of the company's charter)

1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter. Shareholders holding common shares have the right to combine their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding:
 - a) From 10% to less than 30%, 01 (one) candidate is nominated;
 - b) From 30% to under 50%, a maximum of 02 (two) candidates can be nominated;
 - c) From 50% to under 70%, a maximum of 03 (three) candidates can be nominated;
 - d) Candidates with a score of 70% or higher may nominate a maximum of 04 (four) candidates.

The nomination document clearly states the name of the shareholder(s), the number of each type of share held by the shareholder(s) at the time of nominating the Board of Directors candidate, and other relevant information about the candidate (candidate profile) as stipulated in Article 25 of the Company's Charter.

Nomination of candidates for the General Shareholders' Meeting format:

- In the event that a shareholder or group of shareholders submits a written proposal to nominate a candidate for the Board of Directors fifteen (15) days before the opening of the General Meeting of Shareholders, the Board of Directors shall be responsible for considering and approving the proposal within five (05) working days from the date of receipt of the nomination proposal and disclosing relevant information about the candidates at least ten (10) working days before the opening of the General Meeting of Shareholders. If there is a decision to reject a candidate, the Board of Directors must notify the shareholder in writing, or a group of shareholders nominating within five (05) working days from the date the Board decides and must state the reason for refusal.
- In the event that the nominating shareholder or group of shareholders does not ensure a minimum of fifteen (15) days before the opening date of the General Meeting of Shareholders, the Board of Directors shall send a notice of the time for reviewing the candidate's application to the shareholder or group of shareholders within three (03)

working days from the date of receiving the nomination. During the aforementioned review period, the Board of Directors will announce the candidate's information as soon as the Board of Directors approves the candidate's application. If the Board of Directors does not have enough time to review as notified, the Board of Directors will present this nomination/application information at the General Meeting of Shareholders.

Nomination of candidates for shareholder consultations conducted in writing:

- The Board of Directors is responsible for publishing the Regulations on Nominating Candidates for the Board of Directors (forms and information related to nomination and candidacy) as soon as the Board of Directors decides to conduct a written shareholder consultation on the election.
 - In the event that a shareholder or group of shareholders submits a written proposal to nominate a candidate for the Board of Directors five (05) days in advance, the Company must send the opinion poll form and accompanying documents to all shareholders with voting rights. The Board of Directors is responsible for considering and approving the proposal within five (05) working days from the date of receiving the nomination proposal. If there is a decision to reject a candidate, the Board of Directors must notify the shareholder in writing. or a group of shareholders nominating within five (05) working days from the date the Board decides and must state the reason for refusal.
 - If the nominating shareholder or group of shareholders does not ensure at least five (05) days in advance, the Company must send the ballot and accompanying documents to all shareholders with voting rights , the Board of Directors will not accept the nomination proposal. and will report at the next General Shareholders' Meeting (if any).
2. If the number of candidates for the Board of Directors nominated and elected as stipulated in Clause 5, Article 115 of the Enterprise Law is still insufficient, the incumbent Board of Directors shall nominate additional candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.
 3. In the event that the number of candidates nominated by the incumbent Board of Directors under Clause 2 of this Article is still insufficient, the Board of Directors shall announce the

information that the number of Board of Directors candidates is insufficient within five (05) working days before the opening of the General Meeting of Shareholders. The Board of Directors shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The fact that the incumbent Board of Directors organizes for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

Article 45. Method of electing board members

(Based on the provisions of Clause 3, Article 148 of the Enterprise Law, and Clauses 2 and 3, Article 21 of the Company Charter)

1. The election of Board members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of Board members to be elected. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Board members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. If two or more candidates receive the same number of votes for the last Board member, a re-election will be held among those candidates or a selection will be made according to the criteria stipulated in the election regulations or the company's charter.
2. If the number of candidates is less than or equal to the number of Board of Directors members to be elected, the election of Board members may be conducted by cumulative voting as stipulated in Clause 3, Article 148 of the Enterprise Law, or by voting (approve, disapprove, abstain). The percentage of votes cast by voting shall be determined according to Clause 2, Article 21 of the Company's Charter.

Article 46. Cases of dismissal, removal, replacement, and appointment of Board of Directors members.

(Based on Article 160 of the Enterprise Law)

1. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
 - a) The company does not meet the qualifications and conditions stipulated in Article 155 of the Enterprise Law;

- b) A resignation letter was submitted and accepted;
- c) Other cases are stipulated in the company's charter.
- 2. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
 - a) Not participating in Board of Directors activities for six (06) consecutive months, except in case of force majeure;
 - b) Other cases are stipulated in the company's charter.
- 3. When deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in Clauses 1 and 2 of this Article.
- 4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
 - a) The number of Board of Directors members is reduced by more than one-third (1/3) compared to the number stipulated in the company's charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third (1/3);
 - b) Except as provided in point a of this clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed from office at the most recent meeting.

Article 47. Announcement regarding the election, dismissal, and removal of members of the Board of Directors.

Company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the Company's website in accordance with the procedures and regulations of current law .

Article 48. How to nominate candidates for the Board of Directors

(Based on the provisions of Article 274 of Decree No. 155/2020/ND-CP; Clause 1, Article 25 of the Company Charter)

In the event that candidates for the Board of Directors have been identified in accordance with Clause 1, Article 44 of these Regulations, the Company must publish information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the published personal information and must commit

to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that is published includes:

1. Full name, date of birth (day, month, year);
2. Professional qualifications;
3. Work experience;
4. Other managerial positions (including board positions in other companies);
5. The benefits relate to the Company and its related parties;
6. Other information (if any) as stipulated in the Company's Articles of Association.

The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate in the Board of Directors (if any).

Article 49. Election, removal, and dismissal of the Chairman of the Board of Directors.

(Based on the provisions of Article 29 of the Company Charter)

1. The Chairman and Vice-Chairmen of the Board of Directors (if any) are elected, dismissed, or removed from office by the Board of Directors from among its members.
2. The Chairman of the Board of Directors cannot also hold the position of CEO.
3. The Chairman of the Board of Directors has the following rights and responsibilities:
 - a) Develop the program and activity plan for the Board of Directors;
 - b) Prepare the agenda, content, and documents for the meeting; convene, chair, and preside over the Board of Directors meeting;
 - c) Organize the adoption of resolutions and decisions by the Board of Directors;
 - d) Monitoring the implementation process of resolutions and decisions of the Board of Directors;
 - e) Presiding over the General Shareholders' Meeting and the Board of Directors' Meeting;
 - f) Other rights and obligations as stipulated in the Enterprise Law and the Company's Articles of Association.
4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or being dismissed or removed from office.
5. In the absence of the Chairman of the Board of Directors or inability to perform his/her

duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or lacks civil capacity, has difficulties in understanding or controlling his/her actions, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

SECTION 3 : REMUNERATION, SALARY, AND OTHER BENEFITS FOR MEMBERS OF THE BOARD OF DIRECTORS

Article 50. Remuneration, bonuses, and other benefits for members of the Board of Directors.

(Based on the provisions of Article 28 of the Company Charter)

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.
2. Board members are entitled to remuneration and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Board members holding executive positions, or board members working in subcommittees of the Board, or performing duties outside the normal scope of a board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board.
5. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including

expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.

6. Board members may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Association.

SECTION 4 : REGULATIONS ON THE ORDER AND PROCEDURES FOR ORGANIZING BOARD OF DIRECTORS MEETINGS

Article 51. Minimum number of meetings per month/quarter/year

(Based on the provisions of Article 157 of the Enterprise Law; Article 30 of the Company Charter)

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the same percentage of votes, the members shall vote by majority to choose one of them to convene the meeting of the Board of Directors.
2. The Board of Directors meets at least once every quarter (01) and may hold extraordinary meetings.

Article 52. Cases requiring the convening of an extraordinary meeting of the Board of Directors.

(Based on the provisions of Article 157 of the Enterprise Law; Article 30 of the Company Charter)

1. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
 - a) The Supervisory Board has made a recommendation;
 - b) With the recommendation of the General Director or at least five (05) other managers;
 - c) There is a proposal from at least two (02) members of the Board of Directors;
 - d) Other cases when deemed necessary as stipulated in the Company's Articles of Association.
2. The proposals stipulated in Clause 1 of this Article must be in writing, clearly stating the

purpose, the issues to be discussed, and the decisions falling within the authority of the Board of Directors.

3. The Chairman of the Board of Directors must send a notice of meeting to the members of the Board of Directors within 07 (seven) working days from the date the Company receives the proposal as stipulated in Clause 1 of this Article and no later than 03 (three) working days before the meeting date. The Board of Directors meeting must be held no later than 10 (ten) working days from the date the Company receives the proposal. In case of failure to convene a Board of Directors meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening the Board of Directors meeting, following the same procedure as the Chairman of the Board of Directors convening the meeting as requested .

Article 53. Notice of Board of Directors meeting and the right of Supervisory Board members to attend Board of Directors meetings.

(Based on the provisions of Article 157 of the Enterprise Law; Article 30 of the Company Charter)

1. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least three (03) working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the form of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must be accompanied by the documents to be used at the meeting and the voting ballot of the members.
2. Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the company's charter, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.
3. The Chairman of the Board of Directors or the person convening the meeting sends the notice of meeting and accompanying documents to the members of the Supervisory Board in the same way as to the members of the Board of Directors.
4. Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

Article 54. Conditions for holding a Board of Directors meeting

(Based on the provisions of Article 157 of the Enterprise Law; Article 30 of the Company

Charter)

A Board of Directors meeting is conducted when at least three-quarters (3/4) of the total number of members are present. If the meeting convened in accordance with this Article does not have the required number of members present, the Chairman of the Board of Directors must send a second notice of meeting to the members of the Board of Directors within seven (07) days from the date of the first scheduled meeting and no later than three (03) working days before the meeting date. The Board of Directors meeting must be held no more than ten (10) days from the date of the first scheduled meeting. In this case, the meeting is conducted if more than half of the members of the Board of Directors are present.

Article 55. Voting method

(Based on Article 30 of the Company Charter)

1. The Board of Directors adopts resolutions and decisions by voting at meetings, either in person or online, through written consultations, or by other means as decided by the Board of Directors. Each member of the Board of Directors has one vote. A member of the Board of Directors is considered to have attended and voted at the meeting in the following cases:
 - a) Attend and vote in person at the meeting;
 - b) Authorize another person to attend the meeting and vote as stipulated in Article 57 of these Regulations;
 - c) Participate and vote via online conference, electronic voting, or other electronic means;
 - d) Submit your ballot to the meeting via mail, fax, or email;
 - e) Submit your ballot by other means as prescribed by law (if any).
2. In case of sending ballots to the meeting by mail, the ballots must be 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 ballots may only be opened in the presence of all attendees.

Article 56. How resolutions are passed by the Board of Directors.

(Based on Article 30 of the Company Charter)

Resolutions and decisions of the Board of Directors are adopted if approved by a majority (more than half) of the members present at the meeting; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

Please note that Board members are not permitted to vote on transactions that benefit that member or their related parties, as stipulated by the Enterprise Law and Article 42 of the

Company's Charter.

Article 57. Authorization of another person to attend a meeting by a member of the Board of Directors.

(Based on Article 30 of the company's charter)

Members must attend all Board of Directors meetings. Members may authorize another person (a Board member or not a Board member) to attend meetings and vote on their behalf. If the authorized person is not a Board member, the authorization must be approved by a majority (more than ½) of the Board members.

Article 58. Prepare minutes of the Board of Directors meeting.

(Based on the provisions of Article 158 of the Enterprise Law)

1. Board of Directors meetings must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. Minutes must be in Vietnamese and may also be in a foreign language, including the following main contents:
 - a. Name, registered office address, business registration number;
 - b. Time and location of the meeting;
 - c. Purpose, agenda, and content of the meeting;
 - d. The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting, and the reasons for absence;
 - e. The issue was discussed and voted on at the meeting;
 - f. Summarize the statements made by each meeting participant in chronological order of the meeting's proceedings;
 - g. The voting results clearly indicate which members approved, disapproved, and abstained.
 - h. The issue was approved, and the voting percentage was in favor.
 - i. The full name and signature of the presiding officer and the person recording the minutes, except as provided in Article 59 of these Regulations.
2. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.
3. Minutes drawn up in Vietnamese and in a foreign language have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese minutes shall prevail.
4. The chairperson, the minutes recorder, and those who sign the minutes are responsible for

the truthfulness and accuracy of the content of the Board of Directors meeting minutes.

5. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.

Article 59. In the event that the chairperson and/or the person recording the minutes refuse to sign the Board of Directors meeting minutes.

(Based on the provisions of Article 158 of the Enterprise Law)

In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present agree to sign the minutes and they contain all the information as stipulated in points a, b, c, d, e, g, and h of Article 58 of these Regulations, then these minutes shall be valid. The minutes shall clearly state that the chairperson or the person recording the minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the Company due to their refusal to sign the minutes, in accordance with the Enterprise Law, the Company Charter, and relevant laws.

Article 60. Announcement of resolutions and decisions of the Board of Directors

After the Board of Directors issues a Resolution/Decision, the Company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the Company's website in accordance with the procedures and regulations of current law.

SECTION 5 : SUBCOMMITTEES OF THE BOARD OF DIRECTORS

Article 61. Subcommittees reporting to the Board of Directors

(Based on Article 31 of the Company Charter)

1. When deemed necessary, the Board of Directors may establish a subcommittee to oversee development policy, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee is determined by the Board of Directors, with a minimum of three members including both Board members and external members. The subcommittee's activities must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only valid when approved by a majority of members present at the subcommittee meeting.
2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with applicable laws and regulations and the provisions of the Company's Charter and Internal Regulations on Corporate Governance.

SECTION 6 : SELECTION, APPOINTMENT, DISMISSAL, AND REMOVAL OF PERSONS RESPONSIBLE FOR COMPANY MANAGEMENT

Article 62. Standards for Company Administrators

(Based on Article 281 of Decree 155/2020/ND-CP and Clause 2, Article 32 of the Company Charter)

The person in charge of corporate governance may not simultaneously work for the approved auditing firm that is auditing the Company's financial statements.

Article 63. Appointment of the Head of Corporate Governance

(Based on Article 281 of Decree 155/2020/ND-CP, Clause 1, Article 32 of the Company Charter)

The company's board of directors must appoint at least one person in charge of corporate governance to support corporate governance within the enterprise. The person in charge of corporate governance may also serve as the company secretary, as stipulated in Clause 5, Article 156 of the Enterprise Law .

Article 64. Cases of dismissal or removal of the person in charge of corporate governance.

1. The Board of Directors may dismiss or remove the person in charge of corporate governance when necessary, but this must not be contrary to current labor laws and regulations.
2. The person in charge of corporate governance may be removed from office by resolution of the General Meeting of Shareholders.

Article 65. Announcement of appointment, dismissal, or removal of the person in charge of corporate governance.

After a decision is made to appoint, dismiss, or remove the person in charge of company administration, the company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the company's website in accordance with the procedures and regulations of current law.

Article 66. Rights and Responsibilities of the Person in Charge of Corporate Governance

(Based on Clause 3, Article 32 of the Company Charter)

The person in charge of corporate governance has the following rights and responsibilities:

1. Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Company and shareholders.
2. Prepare for meetings of the Board of Directors, Supervisory Board, and General Shareholders' Meeting as requested by the Board of Directors or the Supervisory Board .
3. Advice on meeting procedures.
4. Attend meetings.
5. Providing advice on the procedures for drafting resolutions of the Board of Directors in accordance with legal regulations.
6. Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board.
7. Monitor and report to the Board of Directors on the Company's information disclosure activities.
8. Serving as the primary point of contact with stakeholders.
9. Information security is maintained in accordance with legal regulations and the company's charter.
10. Other rights and obligations as prescribed by law.

Chapter IV : The Supervisory Board

SECTION 1 : GENERAL PROVISIONS

Article 67. The role, rights, and obligations of the Supervisory Board , and the responsibilities of its members.

(Based on Articles 287 and 288 of Decree No. 155/2020/ND-CP)

1. Members of the Supervisory Board have rights as stipulated in the Enterprise Law, relevant laws, and the company's charter and the Supervisory Board's operating regulations, including the right to access information and documents related to the company's operations. Members of the Board of Directors, the General Director, and other executives of the enterprise are responsible for providing timely and complete information as requested by members of the Supervisory Board.
2. Members of the Supervisory Board are responsible for complying with the provisions of the law, the company's charter, the Supervisory Board's operating regulations, and professional ethics in exercising their assigned rights and obligations.

3. The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law, the company's charter, and the following rights and obligations:
 - a. Propose and recommend that the General Meeting of Shareholders approve the list of auditing firms approved to audit the company's financial statements; decide on the approved auditing firm to conduct an inspection of the company's operations, and dismiss approved auditors when deemed necessary;
 - b. Accountable to shareholders for their supervisory activities;
 - c. Monitoring the company's financial situation and ensuring compliance with the law in the operations of the Board of Directors members, the General Director, and other managers;
 - d. Ensure coordinated operations with the Board of Directors, the General Director, and shareholders;
 - e. In case of detecting violations of the law or violations of the company's charter by members of the Board of Directors, General Director and other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;
 - f. Develop the operating regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval;
 - g. Reporting to the General Meeting of Shareholders as stipulated in Article 290 of Decree 155/2020/ND-CP.
4. Board is responsible for receiving requests for access to books and records from ordinary shareholders as stipulated in Clause 1, Article 44 of the Company's Charter and for fulfilling these requests for information from the Board of Directors, the General Director, or other managers . The procedure for requesting information is stipulated in the Appendix to these Regulations. The person receiving the information is responsible for maintaining the confidentiality of the information provided and using it only for the assigned work.

SECTION 2 : REGULATIONS ON TERM, NUMBER, COMPOSITION, AND STRUCTURE OF THE SUPERVISORY BOARD MEMBERS

Article 68. Number, term of office, composition, and structure of members of the Supervisory Board

(Based on the provisions of Article 168 of the Enterprise Law, Clause 1 of Article 37, and Article 38 of the Company Charter)

1. The number of members of the Company's Supervisory Board is three (03) people, which may change from time to time but must ensure there are at least 03 members and a maximum of five (05) members.
2. The term of office of the Supervisor shall not exceed five (05) years and may be re-elected for an unlimited number of terms.
3. Members of the Supervisory Board do not necessarily have to be shareholders of the Company.
4. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are governed by a majority vote. The rights and obligations of the Head of the Supervisory Board are stipulated in the Company's Charter. More than half of the Supervisory Board members must be residents of Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the company's business operations, unless the Company's Charter specifies a higher standard.
5. If a Supervisor's term ends at the same time as a new Supervisor's term, the former Supervisor shall continue to exercise their rights and obligations until a new Supervisor is elected and assumes office.

Article 69. Standards and conditions for members of the Supervisory Board

(Based on the provisions of Article 169 of the Enterprise Law, Article 286 of Decree 155/2020/ND-CP, and Clause 2, Article 37 of the Company Charter)

1. Members of the Supervisory Board must meet the following standards and conditions:
 - a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
 - b) Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the business operations of the enterprise;
 - c) Not a family member of a member of the Board of Directors, the CEO, or other managers;
 - d) Not necessarily a company manager; not necessarily a shareholder or employee of the company;
 - e) Permanent resident in Vietnam;

- f) Not someone working in the company's accounting or finance department;
 - g) Not a person or employee of an independent auditing firm who performed audits of the company's financial statements for the three (03) consecutive years prior;
 - h) Other standards and conditions as prescribed by relevant laws.
- 2. In addition to the standards and conditions stipulated in Clause 1 of this Article, the company's auditor must meet all the conditions stipulated in Clause 2 of Article 169 of the Enterprise Law.
 - 3. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the Company's business operations.

Article 70. Nomination and candidacy for members of the Supervisory Board

(Based on the provisions of Article 285 of Decree No. 155/2020/ND-CP; Article 36 of the Company Charter)

- 1. The nomination and election of members of the Supervisory Board shall be carried out in accordance with Clause 1, Article 36 of the Company Charter and similarly in accordance with Clause 1, Article 44 of these Regulations.
- 2. If the number of candidates for the Supervisory Board nominated and elected as stipulated in Clause 5, Article 115 of the Enterprise Law is insufficient, the incumbent Supervisory Board may nominate additional candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Supervisory Board. The incumbent Supervisory Board's nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board as prescribed by law.
- 3. In the event that the number of candidates nominated by the incumbent Supervisory Board under Clause 2 of this Article is still insufficient, the Supervisory Board shall announce the information that the number of candidates for the Supervisory Board is insufficient within five (05) working days at the latest before the opening of the General Meeting of Shareholders. The incumbent Supervisory Board shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Regulations on the operation of the Supervisory Board. The fact that the incumbent Supervisory Board organizes for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 71. Method of electing members of the Supervisory Board

(Based on the provisions of Clause 3, Article 148 of the Enterprise Law No. 59/2020/QH14, and Clauses 2 and 3, Article 21 of the Company Charter)

1. The election of Supervisory Board members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of Supervisory Board members to be elected. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Supervisory Board members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the Company's Charter is reached. If two or more candidates receive the same number of votes for the last Supervisory Board member, a re-election will be held among those candidates or a selection will be made according to the criteria stipulated in the election regulations, the Supervisory Board's operating regulations, or the Company's Charter.
2. If the number of candidates is less than or equal to the number of Supervisory Board members to be elected, the election of Supervisory Board members may be conducted by cumulative voting as stipulated in Clause 3, Article 148 of the Enterprise Law, or by voting (approve, disapprove, abstain). The percentage of votes cast by voting shall be determined according to Clause 2, Article 21 of the Company's Charter.

Article 72. Cases of dismissal or removal of members of the Supervisory Board

(Based on the provisions of Article 174 of the Enterprise Law)

1. The General Meeting of Shareholders may dismiss a member of the Supervisory Board in the following cases:
 - a) No longer meets the qualifications and conditions for membership in the Supervisory Board as stipulated in Article 69 of these Regulations;
 - b) A resignation letter was submitted and accepted;
 - c) Other cases are as stipulated in the Company's Articles of Association.
2. The General Meeting of Shareholders may dismiss a member of the Supervisory Board in the following cases:
 - a) Failure to complete assigned tasks or duties;
 - b) Failure to exercise one's rights and fulfill one's obligations for six consecutive months, except in cases of force majeure;
 - c) Repeated and serious violations of the duties of a member of the Supervisory Board as

stipulated in the Enterprise Law and the Company's Charter;

- d) Other cases as decided by the General Meeting of Shareholders.
3. A member of the Supervisory Board loses their status as a member of the Supervisory Board if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Clauses 1 and 2 of this Article.
- a. Members of the Supervisory Board are not entitled to attend or vote at Supervisory Board meetings and are not entitled to receive remuneration as a member of the Supervisory Board in any of the following cases:
 - The company has received notification that a member of the Supervisory Board has limited legal capacity, has lost legal capacity, or has difficulties in understanding and controlling their behavior;
 - The company has received notification that a member of the Supervisory Board is under criminal investigation, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, or is prohibited by a court from holding office, practicing a profession, or engaging in certain work;
 - The Supervisory Board has decided to accept the resignation/resignation of a Supervisory Board member in accordance with Article 9 of the Board of Directors' Operating Regulations.
 - b. Members of the Supervisory Board will continue to fulfill all their obligations until the General Meeting of Shareholders approves their dismissal.

Article 73. Announcement regarding the election, dismissal, and removal of members of the Supervisory Board.

After the decision to elect, dismiss, or remove the Auditor is made, the Company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the Company's website in accordance with the procedures and regulations of current law.

Article 74. Salaries and other benefits of members of the Supervisory Board

(Based on the provisions of Article 172 of the Enterprise Law)

- 1. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board;
- 2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount

of these remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise;

3. Salaries and operating expenses of the Supervisory Board are included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

Chapter V : THE GENERAL MANAGER

Article 75. The role, responsibilities, rights, and obligations of the General Director.

(Based on Clauses 2 and 4 of Article 35 of the company's charter)

1. The General Director is responsible for managing the company's day-to-day business operations; is supervised by the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.
2. The General Director has the following rights and responsibilities:
 - a) Deciding on matters related to the Company's day-to-day business operations that fall outside the authority of the Board of Directors and the Chairman of the Board;
 - b) To implement the resolutions and decisions of the Board of Directors and the Chairman of the Board of Directors;
 - c) To implement the Company's business plans and investment schemes approved by the General Meeting of Shareholders and the Board of Directors; to propose and recommend to the Board of Directors for approval investment and procurement plans in urgent and unforeseen circumstances to ensure the timely completion of signed contracts and framework agreements with future partners;
 - d) Proposing a plan for the company's organizational structure and internal management regulations;
 - e) Appointing, dismissing, and removing management positions within the company, except for management positions under the authority of the Board of Directors and the Chairman of the Board of Directors;
 - f) Decisions regarding salaries, bonuses, and other benefits for employees in the Company, excluding managerial positions, fall under the authority of the Board of Directors and the Chairman of the Board of Directors;
 - g) Proposing a plan for paying dividends or handling business losses;

- h) Propose the number and type of business executives that the Company needs to recruit for the Board of Directors to appoint or dismiss in accordance with internal regulations, and propose remuneration, salaries, and other benefits for the business executives for the Board of Directors to decide;
- i) On December 30th of each year, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting the requirements of the relevant budget as well as the five-year financial plan;
- j) Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as the budget) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Company's regulations;
- k) The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers, and must report to these levels when requested;
- l) Other rights and obligations as prescribed by law, the Articles of Association, internal regulations on company governance, and according to resolutions and decisions of the Board of Directors, decisions of the Chairman of the Board of Directors, and the employment contract signed with the Company.

Article 76. Term of office, qualifications and conditions for the General Director

(Based on the provisions of Clause 5, Article 162 of the Enterprise Law; Clause 3, Article 34 of the Company Charter)

The term of office of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The General Director must meet the following standards and conditions:

1. Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law.
2. Must not be a family member of any enterprise manager or Supervisor of the company and its parent company; or a representative of the state capital, or a representative of the enterprise's capital at the company and its parent company.
3. Possesses professional qualifications and experience in company business management.

Article 77. Nomination for the position of General Director

Members of the Board of Directors and the Board of Management have the right to nominate and propose candidates for the position of General Director in accordance with the standards and conditions stipulated in Article 76 of these Regulations and submit them to the Board of Directors for consideration when the Company needs to find a General Director.

Article 78. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director.

(Based on Clauses 1 and 5 of Article 35 of the Company Charter)

1. The Board of Directors appoints one (01) member of the Board of Directors or hires another person to be the General Director.
2. The Board of Directors may dismiss or remove the CEO when a majority of the Board members present at the meeting approve and appoint a new CEO to replace him.
3. The Board of Directors has the authority to sign/terminate contracts and decide on the terms of employment contracts as stipulated in Point i, Clause 2, Article 27 and Article 35 of the company's charter.

Article 79. Notification of appointment, dismissal, removal from office, contract signing, and contract termination for the General Director.

After the decision to elect, dismiss, or remove the General Director is made, the Company is responsible for disclosing the information internally and to relevant authorities, through mass media, and on the Company's website in accordance with the procedures and regulations of current law.

Article 80. Salary and other benefits of the General Director

(Based on Clauses 4 and 5 of Article 34 of the company's charter)

1. The CEO receives a salary and bonuses. The CEO's salary and bonuses are determined by the Board of Directors.
2. Executive salaries are included in the Company's business expenses in accordance with corporate income tax regulations, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Shareholders' Meeting at the annual meeting.

Chapter VI : OTHER ACTIVITIES

SECTION 1 : REGULATIONS ON COORDINATION OF ACTIVITIES BETWEEN THE BOARD OF DIRECTORS, THE SUPERVISORY BOARD, AND THE GENERAL DIRECTOR

Article 81. Procedures for convening, notifying, and recording meeting minutes, as well

as notifying the results of meetings between the Board of Directors , the Supervisory Board, and the General Director.

The procedures for convening, notifying, recording minutes, and notifying the results of meetings between the Board of Directors, the Supervisory Board, and the General Director shall be carried out in accordance with the procedures for convening Board of Directors meetings as stipulated in Section 4, Chapter 3 of these Regulations.

Article 82. Notification of Board of Directors ' Resolutions/Decisions to the Supervisory Board

(Based on the provisions of Clause 1, Article 171 of the Enterprise Law)

Resolutions/Decisions and minutes of Board of Directors meetings, once issued, must be sent to the Supervisors at the same time and in the same manner as to the members of the Board of Directors.

Article 83. the Board of Directors ' Resolutions/Decisions to the General Director

Board of Directors resolutions/decisions (with contents related to the responsibilities, powers, and obligations of the General Director) must be sent to the General Director at the same time and in the same manner as to other members of the Board of Directors, once issued.

Article 84. Cases where the Supervisory Board and the General Director request the convening of a Board of Directors meeting, and matters requiring the opinion of the Board of Directors.

(Based on the provisions of point h, clause 3, Article 162 of the Enterprise Law, Article 288 of Decree No. 155/2020/ND-CP, clause 4, Article 35, and Article 39 of the Company Charter)

1. Cases requiring the convening of a Board of Directors meeting.
 - a. The Supervisory Board may request the convening of a Board of Directors meeting in the following cases:
 - Upon request from a shareholder/group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law;
 - When it is found that the Auditor's right to access information and documents related to the company's operations is not fully exercised in accordance with applicable law and the Company's Articles of Association;
 - When a violation of the law or the company's charter by a member of the Board of Directors, the General Director, or other business executives is discovered, after

written notification has been given to the Board of Directors as stipulated in Clause 5, Article 40 of the company's charter, but the person committing the violation has not ceased the violation or taken measures to remedy the consequences.

- b. The CEO may request a meeting of the Board of Directors in the following cases:
 - When it is found that the General Director's rights as stipulated in Article 35 of the Company's Charter are not being exercised;
 - When illegal or breach-of-the-Company Charter violations are discovered by other business executives after written notification has been given to the Board of Directors, but the offending party has not ceased the violation or taken corrective measures.

2. Issues that the CEO needs to seek the Board of Directors' opinion on:

- a. Proposing to the Board of Directors a plan for the company's organizational structure and internal management regulations;
- b. Propose measures to improve the company's operations and management;
- c. The CEO reports annually to the Board of Directors on matters relating to employees and business executives;
- d. The General Director reports annually to the Board of Directors on matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and applicable laws;
- e. The Board of Directors is required to provide its opinion on the audited financial statements (including the balance sheet, income statement, and projected cash flow statement) for each fiscal year, which must be submitted for approval by the Board of Directors.
- f. Proposing a plan for paying dividends or handling business losses;
- g. We request the Board of Directors' approval of the detailed business plan for the next fiscal year;
- h. Other matters may be considered in the best interests of the Company.

3. Issues on which the CEO needs to seek the Chairman of the Board's opinion: When handling issues or implementing decisions that fall within the Chairman of the Board's authority.

Article 85. The General Director's report to the Board of Directors on the performance of assigned duties and responsibilities.

(Based on the provisions of Appendix IV of Circular No. 96/2020/TT-BTC, Clause 4, Article 35 of the Company Charter)

1. Report on the implementation of resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and investment plan of the Company have been approved by the Board of Directors and the General Meeting of Shareholders;
2. Periodically, on a quarterly and annual basis, reports assessing the financial situation and business performance of the Company are submitted;
3. Report on improvements in organizational structure, policies, and management;
4. Annual report on the implementation of obligations to the environment, community, and workers;
5. Report on the implementation of other matters authorized by the Board of Directors and the General Meeting of Shareholders;
6. Prepare reports on other matters as requested by the Board of Directors.

Article 86. Review the implementation of resolutions and other delegated authority of the Board of Directors to the General Director.

Based on the General Director's report on the performance of assigned duties and powers as stipulated in Article 75 of these Regulations, the Board of Directors will review the results of implementing resolutions and other delegated authority of the Board of Directors to the General Director.

Article 87. Issues that the CEO must report, provide information on, and how to communicate to the Board of Directors and the Supervisory Board .

(Based on the provisions of Clause 3, Article 291 of Decree No. 155/2020/ND-CP, Article 35, Clause 3, Article 42, and Article 44 of the Company Charter)

1. Issues that the CEO must report, provide information on, and how to communicate this to the Board of Directors:
 - a. The contents are as per Article 84 of these Regulations;
 - b. The General Director is obligated to inform the Board of Directors of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, with those entities themselves or with their related parties as stipulated by law.
 - c. Other matters requiring consultation or reporting to the Board of Directors must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days.
 - d. In the case of approving contracts and transactions as prescribed in Clause 1, Article 167 of the Enterprise Law and with a value less than 35% of the total value of the enterprise's

assets recorded in the most recent financial statement or another smaller percentage or value as prescribed in the Company Charter, the company representative signing the contract or transaction must notify the members of the Board of Directors and the Supervisory Board about the parties involved in that contract or transaction and send along the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receiving the notification, unless the Company Charter stipulates a different period; members of the Board of Directors with interests related to the parties in the contract or transaction do not have the right to vote.

2. Issues that the General Director must report, provide information on, and the method of notifying the Supervisory Board:

- a. Reports from the General Director to the Board of Directors or other documents issued by the company are sent to the Supervisors at the same time and in the same manner as to the members of the Board of Directors.
- b. The General Director and other business executives must provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the company as requested by the Auditor or the Supervisory Board, except for information related to the Company's trade secrets.
- c. The method of notifying the Supervisory Board is the same as that for the Board of Directors.

Article 88. Coordinate control, management, and supervision activities among members of the Board of Directors , the Auditors, and the General Director according to the specific duties of the aforementioned members.

1. Coordination of activities between the Supervisory Board and the Board of Directors:

The Supervisory Board plays a role in monitoring, coordinating, advising , and providing complete, timely, and accurate information. Specifically, it does the following:

- a. Regularly inform the Board of Directors about operating results, and consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;
- b. During Supervisory Board meetings, the Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing firms to attend and answer questions requiring clarification;
- c. The Supervisory Board's periodic and unscheduled inspections must have written conclusions (no later than fifteen (15) days from the date of completion) sent to the Board of

Directors to provide additional basis for the Board of Directors in managing the Company.

Depending on the level and results of the inspection, the Supervisory Board must discuss and reach a consensus with the Board of Directors and the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Supervisory Board may reserve its opinion and record it in the minutes, and the Head of the Supervisory Board is responsible for reporting to the next General Meeting of Shareholders;

d. In case the Supervisory Board discovers violations of the law or violations of the company's charter by members of the Board of Directors, the Supervisory Board shall notify the Board of Directors in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;

e. The Supervisory Board is obligated to inform the Board of Directors of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law;

f. For recommendations related to the Company's operational and financial situation, the Supervisory Board must send the written document along with related documents at least fifteen (15) days before the expected date of receiving the response;

g. Proposals to the Board of Directors must be submitted at least seven (07) working days in advance and the Board of Directors will respond within seven (07) working days;

h. The Board of Directors facilitates the Supervisory Board in exercising its rights and fulfilling its obligations.

2. Coordination of activities between the Supervisory Board and the General Director:

The inspection board has the function of checking and supervising.

a. During Supervisory Board meetings, the Supervisory Board has the right to request the General Director (and simultaneously request members of the Board of Directors, the General Director, and representatives of the approved auditing organization) to attend and answer questions requiring clarification on issues of concern to the Supervisors;

b. The Supervisory Board's periodic and unscheduled inspections must have written conclusions (no later than fifteen (15) days from the date of completion) sent to the General Director to provide additional basis for assisting the General Director in the management of the Company. Depending on the level and results of the inspection, the Supervisory Board must discuss and reach a consensus with the General Director before reporting to the General Meeting of Shareholders. In case of disagreement, the Board may reserve its opinion and record it in the minutes, and the Head of the Supervisory Board is responsible for reporting to the next General

Meeting of Shareholders;

c. The Supervisory Board member has the right to request the General Director to facilitate access to records and documents related to the Company's business operations (excluding information classified as business secrets or trade secrets) at the Head Office or where the records are stored, for the purpose of performing assigned duties of the Supervisory Board member, if approved by the Supervisory Board. The procedure for requesting information is stipulated in the Appendix to these Regulations. The person receiving the information is responsible for maintaining the confidentiality of the information provided and using it only for the assigned work.

d. For information and documents on business management and operation, business performance reports, and financial reports, the Supervisory Board's request for information must be sent to the Company at least forty-eight (48) working hours before the expected time of receiving a response. The Supervisory Board is not allowed to use information that has not been authorized for publication or disclose it to others to carry out related transactions;

e. The Board of Directors' recommendations on measures to amend, supplement, and improve the organizational structure for managing, supervising, and operating the Company's business activities must be sent to the General Director at least seven (07) working days before the expected date of receiving feedback;

f. The General Director facilitates the Supervisory Board in exercising its rights and fulfilling its obligations.

3. Coordination between the General Director and the Board of Directors: The General Director is responsible for managing the company's operations, ensuring continuous and efficient operation.

a. When there is a proposal for organizational structure and internal management regulations of the company, the General Director shall send it to the Board of Directors as soon as possible but not less than seven (07) days before the date on which that content needs to be decided;

b. The CEO reports annually to the Board of Directors on matters relating to employees and business executives;

c. The General Director reports annually to the Board of Directors on matters relating to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and applicable laws ;

d. The General Director is obligated to inform the Board of Directors of transactions

between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, with those entities themselves or with related parties of those entities as stipulated by law;

e. Other matters requiring consultation as stipulated in Clause 2, Article 84 of this Regulation must be sent to the Board of Directors at least seven (07) working days before the date of expected receipt of the Board of Directors' response.

SECTION 2 : REGULATIONS ON ANNUAL EVALUATION OF REWARDS AND DISCIPLINARY ACTIONS FOR MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, THE GENERAL DIRECTOR, AND OTHER ENTERPRISE EXECUTIVES

Article 89. Regulations concerning the evaluation of the performance of Board Members , Supervisors, General Manager, and other executives.

1. The Board of Directors is responsible for establishing performance evaluation standards for all members of the Board, the CEO, and other executives.

2. Performance evaluation criteria must strike a balance between the interests of business executives and the long-term interests of the Company and its shareholders. The financial and non-financial indicators used in the evaluation are carefully considered and decided upon by the Board of Directors at each given time. Non-financial indicators may include: stakeholder interests, operational efficiency, progress and improvements achieved, etc.

3. Annually, based on assigned functions and responsibilities, established evaluation standards, and achieved results, the Board of Directors conducts a performance evaluation of its members.

4. The evaluation of the Supervisors' performance is conducted in accordance with the methods outlined in the organizational structure and operation of the Supervisory Board.

5. The performance evaluation of other executives is carried out according to internal regulations or may be based on self-assessments by those executives.

Article 90. Awards

1. The Board of Directors or the Compensation Subcommittee (if any) is responsible for developing the reward policy. Rewards are given based on performance evaluations as stipulated in Article 89 of these Regulations.

2. Forms of reward include: cash, stock (issuing shares under an employee stock option program) , or other forms as developed by the Board of Directors or the Compensation and

Benefits Subcommittee. The General Director must prepare a plan for the General Director to submit to the Board of Directors for approval; in cases exceeding his authority, it will be submitted to the General Meeting of Shareholders for approval.

3. The reward system for members of the Board of Directors and supervisory board members will be decided by the General Meeting of Shareholders.

4. For business executives: the bonus funds are drawn from the Company's reward and welfare fund and other legitimate sources. The bonus amount is based on the actual annual business results; the General Director will propose it to the Board of Directors for approval, and if it exceeds the General Director's authority, it will be submitted to the General Meeting of Shareholders for approval.

Article 91. Discipline

1. The Board of Directors is responsible for determining disciplinary action based on the nature and severity of the violation. Disciplinary action must include the highest form of punishment, which is dismissal or removal from office.

2. Board members, supervisors, and business executives who fail to perform their duties as required with honesty, diligence, and care will be held personally liable for any damages caused by their actions.

3. Members of the Board of Directors, Supervisors, and business executives who, while performing their duties, violate legal regulations or company regulations will be subject to disciplinary action, administrative penalties, or criminal prosecution depending on the severity of the violation, in accordance with the law and the company's charter. In cases where damage is caused to the interests of the company, shareholders, or other parties, compensation will be required according to the law.

Chapter VII : Amendments to the Regulations on Corporate Governance

Article 92. Supplementing and amending the Corporate Governance Regulations.

1. Any additions or amendments to these Regulations must be considered and decided upon by the Company's General Meeting of Shareholders.

2. In the event that there are legal provisions relating to the company's operations not addressed in these regulations, or in the event that new legal provisions differ from the provisions in these regulations, those legal provisions shall automatically apply and govern the company's operations.

Chapter VIII : EFFECTIVE DATE

Article 93. Effective date

1. This regulation, comprising 8 chapters and 93 articles, was unanimously approved by the General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company on ... day ... month ... year 2026, and the full text of this regulation was also accepted as effective.
2. This regulation is the sole and official policy of the Company.
3. Copies or extracts of the Company's Governance Regulations must be signed by the Chairman of the Board of Directors.

O/B OF BOARD OF DIRECTORS

CHAIRPERSON

DANG VU HUNG

INFORMATION PROVISION PROCEDURE

Execution order	Flowchart	Transaction executor	Instructions/Forms
Step 1	<pre> graph TD A([Request for information]) --> B[Received request for information provision] </pre>	<ul style="list-style-type: none"> - Shareholder or group of shareholders(1) - Supervisory Board(2) - Member of the Board of Directors(3) - Member of the Supervisory Board(4) - Executive(5) 	<ul style="list-style-type: none"> - Request for information provision in writing (Form 01). - In case an authorized representative of a shareholder or group of shareholders requests information, the original or a notarized copy of the power of attorney must be attached in accordance with the law.
Step 2	<pre> graph TD B[Received request for information provision] --> C{Review} </pre>	Company	
Step 3	<pre> graph TD C{Review} -- No agree --> A C -- Agree --> D[Provide information as requested] </pre>	Board of Directors	<ul style="list-style-type: none"> - Maximum review time of 15 working days from the date of receiving the request for information provision. - Maximum response time for disagreeing with the request for information provision is 05 working days from the date the Board of Directors decides to refuse to provide information.
Step 4	<pre> graph TD D[Provide information as requested] --> E[] </pre>	Manager	<ul style="list-style-type: none"> - Maximum time for the manager to provide information is 10 working days from the date the Board of Directors agrees to provide information. - Provide information at the head office/representative office/branch of the Company. - Costs incurred from copying documents (if any) resulting from this information provision shall be paid by the requester.

(1) Shareholder or group of shareholders: in accordance with Article 12, Article 44 of the Company Charter.

(2) Board of Supervisors: in accordance with Article 39 of the Company Charter.

(3), (4), (5) Member of the Board of Directors, Member of the Board of Supervisors, Executive: in accordance with Article 44 of the Company Charter.

Step 5	Report to the Board of Directors on information	Manager	
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FORM 01
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

WRITTEN REQUEST FOR INFORMATION PROVISION

To: [Company Name] Joint Stock Company

I. INFORMATION OF THE REQUESTER:

1. Requester:.....

Legal representative (For institutional shareholders):.....

2. Subject requesting information:

☐ Shareholder/group of shareholders

☐ Supervisory Board

☐ Member of the Board of Directors

☐ Member of the Supervisory Board

☐ Executive

3. Address:

4. Nationality:

5. ID Card/Citizen ID/Passport/Business Registration Certificate No.:Date of issue:
.....Place of issue:

6. Telephone:Email:

7. Number of shares owned/represented:shares, as of date

II. CONTENT OF THE REQUEST FOR INFORMATION PROVISION:

Purpose of requesting information:

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By this document, I/We request the Company to provide the following information:

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I/We commit to the following:

- Keep the information provided by the Company confidential in accordance with the Company Charter and the law;
- Only use the provided information for the correct purpose of the assigned work/protecting my/our legitimate rights and interests;
- Do not disseminate, copy, or send the information provided by the Company to other organizations or individuals in accordance with the law;
- Pay in full all costs incurred from copying documents (if any) resulting from this information provision;
- Take full responsibility before the law in case of using the information for the wrong purpose.

Thank you very much!

....., *Date Month Year 20..*

INFORMATION REQUESTER

(Signature, seal, and full name)

GROUP MEETING MINUTES

ATTACHED TO THE WRITTEN REQUEST FOR INFORMATION

PROVISION

Today, date/...../20..., at, we are shareholders of Joint Stock Company, collectively holdingshares, accounting for% of the voting shares of the Company, named in the list below:

No.	Shareholder name	ID Card/Citizen ID/Passport/Business Registration Certificate	Address	Number of shares owned	Shareholder signature/ Signature, seal if it is an organization
1					
2					
...					
Total					

We unanimously nominate:

- Name:

- ID Card/Citizen ID/Passport/Business Registration Certificate No.:

Date of issue:Place of issue:.....

To act as the group representative to carry out procedures for requesting information at Joint Stock Company, with the specific content as follows:

Purpose of requesting information:

.....

By this document, We request the Company to provide the following information:

.....

We commit to the following:

- Keep the information provided by the Company confidential in accordance with the Company Charter and the law;
- Only use the provided information to protect our legitimate rights and interests;
- Do not disseminate, copy, or send the information provided by the Company to other organizations or individuals in accordance with the law;
- Pay in full all costs incurred from copying documents (if any) resulting from this information provision;
- Take full responsibility before the law in case of using the information for the wrong purpose.

Thank you very much!

....., *Date Month Year 20..*

NOMINATED GROUP REPRESENTATIVE

(Signature, seal, and full name)

**NHA TRANG TEXTILE &
GARMENT JOINT STOCK
COMPANY**



Number: 060/ TTr- ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Khanh Hoa, March 20, 2026

PROPOSAL

Re: Issuance of the Regulations on Operation of the Board of Directors

**To: General Meeting of Shareholders of Nha Trang Textile &
Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 and its amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019 and its amending and supplementing documents;
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and its amending and supplementing documents;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies;
- Pursuant to the Charter on Organization and Operation of Nha Trang Textile & Garment Joint Stock Company;

The Board of Directors of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the issuance of the Regulations on Operation of the Board of Directors of Nha Trang Textile & Garment Joint Stock Company, in order to comply with current legal regulations (Attached documents)

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely, thank you!

Recipients:

- As above

- Archived: Documents

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

(signed)

DANG VU HUNG



NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

Draft

REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS

Khanh Hoa, [date] [month] 2026

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CHAPTER I

GENERAL REGULATIONS

Article 1. Scope of Regulation and Applicable Subjects

1. Scope of application: The Board of Directors' operating regulations stipulate the organizational structure, personnel, operating principles, powers, and obligations of the Board of Directors and its members, in order to operate in accordance with the Law on Enterprises, the company's charter, the internal regulations on corporate governance, and other relevant legal provisions.
2. Scope of application: This Regulation applies to the Board of Directors, its members, and other related parties mentioned in this Regulation.

Article 2. Principles of operation of the Board of Directors

1. The Board of Directors operates on the principle of collective decision-making. Members of the Board of Directors are individually responsible for their assigned tasks and are jointly accountable to the General Meeting of Shareholders and to the law for the resolutions and decisions of the Board of Directors concerning the Company's development.
2. The Board of Directors assigns responsibility to the General Director to organize and implement the resolutions and decisions of the Board of Directors.

Article 3. Definitions and Terms

1. In these Regulations, the following terms are understood as follows:
 - a) *Charter capital* is the total par value of shares sold or subscribed upon the company's establishment, as stipulated in Article 6 of the Company's Charter .
 - b) *The Law on Enterprises* is Law No. 59/2020/QH14 on Enterprises, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 , and its amendments and supplements .
 - c) *The Securities Law* is Law No. 54/2019/QH14 on Securities, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments and supplements.
 - d) *Business managers* are those who manage a company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and individuals holding other managerial positions as stipulated in the Company's Charter .
 - e) The company's "other managers" include the Deputy General Director, the Chief Executive Officer, and the Chief Accountant;
 - f) *Related parties* are individuals and organizations as stipulated in Clause 46, Article 4 of the Securities Law;
 - g) *A shareholder* is an individual or organization that owns at least one share of a joint-stock company.
 - h) *Members of the Supervisory Board* are Supervisors;

- i) *Non-executive board members* are board members who are not the General Director, Deputy General Director, Chief Executive Officer, or Chief Accountant as stipulated in the Company's Articles of Association.
 - j) *Trade secret* refers to information regarding inventory levels, costs, profits, finance, technological solutions, business techniques, business strategies, business plans, customer lists, export plans, marketing plans, information on research and development activities, etc.
 - k) *Business secrets* are information obtained from financial and intellectual investments that have not been disclosed and can be used in business, etc.
2. In these Regulations, references to one or more other regulations or documents, including amendments, supplements, or replacements, are prohibited.
 3. The headings (Sections, Articles of this Regulation) are used for convenience in understanding the content and do not affect the content of this Regulation.

CHAPTER II

MEMBER OF THE BOARD OF DIRECTORS

Article 4. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have full rights and responsibilities as stipulated in the Enterprise Law, the Securities Law, relevant laws, and the Company's Charter, including the right to be provided with information and documents on the financial situation and business operations of the Company and its subsidiaries.
2. Members of the Board of Directors have obligations as stipulated by the Enterprise Law, the Company's Articles of Association, and the following obligations:
 - a) Perform your duties honestly and diligently for the best interests of the shareholders and the Company;
 - b) Attend all Board of Directors meetings and provide input on the issues discussed;
 - c) Report promptly and fully to the Board of Directors all remuneration received from subsidiaries, affiliated companies, and other organizations;
 - d) Report to the Board of Directors at the most recent meeting on transactions between the Company, its subsidiaries, other companies in which the Company holds control of more than 50% of the charter capital and members of the Board of Directors and their related parties; transactions between the Company and companies in which a member of the Board of Directors is a founding member or a business manager during the three (03) years immediately preceding the transaction;
 - e) The company must disclose information when conducting stock transactions in accordance with the law.

Article 5. Right of Board of Directors members to access information

1. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide

information and documents regarding the financial situation and business operations of the Company and its units related to the performance of their assigned duties, if approved by the Board of Directors, and provided that such information does not fall within the scope of the Company's trade secrets, Company's business secrets. Those receiving the information are responsible for maintaining its confidentiality and using it only for the assigned work.

2. Business managers are required to provide timely, complete, and accurate information and documents as requested by members of the Board of Directors. The procedures for requesting and providing information are detailed in the Internal Regulations on Corporate Governance.

Article 6. Number , term of office, and structure of Board of Directors members

1. Board of Directors members is five (05) people .
2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms.
3. If a member is elected mid-term, that member's term will be the remaining time of the Board of Directors' term. If all members of the Board of Directors complete their terms at the same time, those members will continue to be members of the Board of Directors until new members are elected to replace them and take over the work .
4. Board of Directors membership structure:
The company's Board of Directors structure must ensure that at least one (0 1) Board of Directors member is a non-executive member. The company limits the number of Board of Directors members holding executive positions in the company to ensure the independence of the Board of Directors.

Article 7. Standards and conditions for membership of the Board of Directors

Members of the Board of Directors must meet the following standards and conditions:

- a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- b) A member of the Company's Board of Directors may only simultaneously be a member of the Board of Directors or Board of Members in a maximum of five (05) other companies ;
- c) Meeting the standards and conditions stipulated in Clauses 1 and 2 of Article 155 of the Enterprise Law and the Company's Charter.

Article 8. Chairman of the Board of Directors

1. The Chairman and Vice-Chairmen of the Board of Directors (if any) are elected, dismissed, or removed from office by the Board of Directors from among its members.
2. The Chairman of the Board of Directors of a company cannot also hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and responsibilities:
 - a) Develop the program and activity plan for the Board of Directors;
 - b) Prepare the agenda, content, and documents for the meeting; convene, chair, and

- preside over the Board of Directors meeting;
 - c) Organize the adoption of resolutions and decisions by the Board of Directors;
 - d) Monitoring the implementation process of resolutions and decisions of the Board of Directors;
 - e) Presiding over the General Shareholders' Meeting and the Board of Directors' Meeting ;
 - f) Other rights and obligations as stipulated in the Enterprise Law and the Company's Articles of Association.
4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or being dismissed or removed from office.
5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member of the Board of Directors in writing to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles stipulated in the company's charter. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or has lost his/her civil capacity, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or performing a specific job, then the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.
6. When deemed necessary, the Board of Directors shall decide to appoint one (01) or more persons as Company Secretary for a term as decided by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary, but not contrary to current labor laws. The Company Secretary has the following rights and obligations:
- a) Assisting in organizing and convening General Meetings of Shareholders and Board of Directors; recording meeting minutes;
 - b) Assisting members of the Board of Directors in exercising their assigned rights and responsibilities;
 - c) Assisting the Board of Directors in applying and implementing corporate governance principles;
 - d) Assisting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; ensuring compliance with information provision obligations, information disclosure, and administrative procedures;
 - e) Other rights and obligations as stipulated in the Company's Charter and Internal

Article 9. Dismissal, removal, replacement, and appointment of members of the Board of Directors.

1. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
 - a) The company does not meet the qualifications and conditions stipulated in Article 155 of the Enterprise Law;
 - b) A resignation letter was submitted and accepted;
 - c) Other cases are stipulated in the Enterprise Law and the Company's Articles of Association.
2. Board members continue to fulfill all their obligations until their dismissal is approved by the General Meeting of Shareholders. Board members are not entitled to attend or vote at Board meetings and are not entitled to receive remuneration in the following circumstances:
 - a) The company has received notification that a member of the Board of Directors has limited legal capacity, has lost legal capacity, or has difficulties in understanding and controlling their behavior.
 - b) The company has received notification that a member of the Board of Directors is under criminal investigation, detained, serving a prison sentence, undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, or is prohibited by a court from holding office, practicing a profession, or engaging in certain work.
 - c) The Board of Directors shall decide to accept the resignation/resignation of a Board Member in accordance with Clause 3 of this Article.
3. In the event that a Board Member submits a resignation/resignation letter, the specific procedures for receiving it are as follows:
 - a) To announce their resignation, a Board member must submit a Letter of Resignation to the Board of Directors containing the following key information:
 - Resignation/Resignation from office;
 - Reason for resignation/resignation;
 - Effective date (specify the effective date);
 - Signature and full name (handwritten) of the Board member.
 - b) The procedure for handling resignation/resignation requests from members of the Board of Directors, as stipulated in point a of this clause, is as follows: The company will disclose any unusual information within 24 hours of receiving the resignation/resignation letter.
 - The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send notices of the meeting to the members of the Board of Directors within seven (07) working days from the date the Company receives the resignation/resignation letter and no later than three (03) working days before the meeting date.

- The Board of Directors meeting must be held no later than ten (10) working days from the date the Company receives the resignation/resignation letter.
 - In the event that the Board of Directors approves the acceptance of a resignation/resignation letter, the resigning/resigning Board member shall continue to exercise their rights and obligations until the General Meeting of Shareholders approves the decision to dismiss the Board member, except for the right to attend and vote at Board meetings and the right to receive remuneration as a Board member.
 - In the event that the Board of Directors does not approve the acceptance of the resignation/resignation letter, the resigning/resigning Board member shall continue to exercise their rights and obligations until the General Meeting of Shareholders approves the decision to dismiss the Board member. The Board of Directors must notify the resigning/resigning Board member in writing, stating the reasons for refusing to accept the resignation/resignation letter, no later than two (02) working days after the date of the decision.
 - The Board of Directors' resolution regarding the acceptance of a resignation/resignation letter must be published as an extraordinary information disclosure within 24 hours of the decision being made.
 - c) Board members are not permitted to withdraw their resignation, except in cases where the Board of Directors decides not to accept the resignation.
4. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
- a) Not participating in Board of Directors activities for six (06) consecutive months, except in case of force majeure;
 - b) Other cases are stipulated in the Enterprise Law and the Company's Articles of Association.
5. When deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in Clauses 1 and 4 of this Article.
6. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
- a) If the number of Board of Directors members is reduced by more than one-third (1/3) compared to the number stipulated in the Company's Charter, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third. (1/3) ;
 - b) Except as provided in point a of this clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed from office at the most recent meeting.

Article 10. Procedures for electing, dismissing, and removing members of the Board of Directors.

1. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter. Common shareholders forming a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders. Shareholders or groups of shareholders holding:
 - a) From 10% to less than 30%, 01 (one) candidate is nominated;
 - b) From 30% to under 50%, a maximum of 02 (two) candidates can be nominated;
 - c) From 50% to under 70%, a maximum of 03 (three) candidates can be nominated;
 - d) Candidates with a score of 70% or higher may nominate a maximum of 04 (four) candidates.

The nomination and election of members of the Board of Directors are regulated in detail in Clause 1, Article 44 of the Internal Regulations on Corporate Governance.

2. If the number of candidates for the Board of Directors nominated and elected as stipulated in Clause 5, Article 115 of the Enterprise Law is still insufficient, the incumbent Board of Directors shall nominate additional candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The incumbent Board of Directors' nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors as prescribed by law.
3. In the event that the number of candidates nominated by the incumbent Board of Directors under Clause 2 of this Article is still insufficient, the Board of Directors shall announce the information that the number of Board of Directors candidates is insufficient within five (05) working days before the opening of the General Meeting of Shareholders. The Board of Directors shall organize for other shareholders to nominate candidates in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Directors. The fact that the incumbent Board of Directors organizes for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.
4. The voting for Board of Directors members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of Board of Directors members to be elected, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Board of Directors members are determined by the number of votes received, from highest to lowest, starting with the

candidate with the highest number of votes until the number of members stipulated in the Company Charter is reached. In the event that two (02) or more candidates receive the same number of votes for the last Board of Directors member, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the election regulations or the Company Charter.

5. If the number of candidates is less than or equal to the number of Board of Directors members to be elected, the election of Board members may be conducted by cumulative voting as stipulated in Clause 3, Article 148 of the Enterprise Law, or by voting (approve, disapprove, abstain). The percentage of votes cast by voting shall be determined according to Clause 2, Article 21 of the Company's Charter.
6. The election, dismissal, and removal of members of the Board of Directors are carried out by the General Meeting of Shareholders through voting (approve, disapprove, abstain). The voting percentage required for approval by this method is stipulated in Clause 2, Article 21 of the Company's Charter.

Article 11. Notification of election, dismissal, and removal of members of the Board of Directors

1. In the event that candidates for the Board of Directors have been identified in accordance with Clause 1, Article 44 of the Internal Regulations on Corporate Governance, the Company must publish information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the published personal information and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that is published includes:
 - a) Full name, date of birth (day, month, year);
 - b) Professional qualifications;
 - c) Work experience;
 - d) Other managerial positions (including board positions in other companies);
 - e) The benefits relate to the Company and its related parties;
 - f) Other information (if any) as stipulated in the Company's Articles of Association;
 - g) The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate in those companies (if any).
2. The announcement of the results of the election, dismissal, and removal of members of the Board of Directors shall be made in accordance with the regulations and guidelines on information disclosure.

CHAPTER III

BOARD OF DIRECTORS

Article 12. Rights and obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are stipulated by law , the Company's Articles of Association, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
 - a) The company's strategic decisions, medium-term development plans, and annual business plans;
 - b) Propose the types of shares and the total number of shares authorized for sale for each type;
 - c) Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) The decision to repurchase shares is governed by Clauses 1 and 2 of Article 133 of the Enterprise Law;
 - f) Decisions on investment options and investment projects with a value less than 35% of the total asset value of the Company as recorded in the Company's most recent financial statement;
 - g) Making strategic decisions regarding market development, marketing, and technology;
 - h) Through purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, except for contracts and transactions falling under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 138, clauses 1 and 3, Article 167 of the Enterprise Law;
 - i) Approve transactions as stipulated in Article 13 of these Regulations.
 - j) Electing, dismissing, and removing the Chairman of the Board of Directors and Vice-Chairmen (if any); appointing, dismissing, signing contracts with, and terminating contracts with the General Director and other key managers as stipulated in Article 33 of the Company Charter; deciding on the salaries, remuneration, bonuses, and other benefits of those managers upon the recommendation of the Chairman of the Board of Directors; appointing authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and deciding on the remuneration and other benefits of those representatives;
 - k) Supervise and direct the General Director and other managers in the daily

operation of the Company's business;

- l) Decisions on the organizational structure and internal management regulations of the Company, excluding regulations subject to approval by the General Meeting of Shareholders; decisions on the establishment of subsidiaries, branches, representative offices; and capital contributions or share purchases in other enterprises;
 - m) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;
 - n) The audited annual financial statements are presented to the General Meeting of Shareholders;
 - o) Proposing the dividend rate to be paid; deciding on the timeframe and procedures for paying dividends or handling losses incurred during business operations;
 - p) Proposing the reorganization or dissolution of the Company; requesting the Company's bankruptcy;
 - q) Decisions to issue the Regulations on the operation of the Board of Directors, the Internal Regulations on corporate governance after approval by the General Meeting of Shareholders; and the Regulations on information disclosure of the Company ;
 - r) Monitoring and preventing conflicts of interest among members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers, including misuse of company assets and abuse of related-party transactions ;
 - s) Appointing a person in charge of corporate governance ;
 - t) Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the person in charge of corporate governance, and other managers of the company ;
 - u) The decision to establish and issue operating regulations for subcommittees of the Board of Directors is made at different times ;
 - v) The Board of Directors requests the General Director, Deputy General Directors, and other managers within the Company to provide information and documents regarding the financial situation and business operations of the Company and its units. Managers are required to provide timely, complete, and accurate information and documents as requested by the Board members. The procedures for requesting and providing information are specifically stipulated in the Internal Regulations on Corporate Governance.
 - w) Other rights and obligations as prescribed by the Enterprise Law, the Securities Law, other legal regulations, and the Company's Charter and Internal Regulations on Corporate Governance .
3. The Board of Directors must report to the General Meeting of Shareholders on the

results of the Board of Directors' operations as stipulated in Article 280 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities (and any replacement or amendment documents from time to time).

4. The Board of Directors adopts resolutions and makes decisions by voting at in-person or online meetings, by written consultation, or by other means as decided by the Board of Directors. Each member of the Board of Directors has one vote.
5. In cases where a resolution or decision passed by the Board of Directors is contrary to the law, a resolution of the General Meeting of Shareholders, or the company's charter, and causes damage to the Company, the members who approved the resolution or decision shall be jointly and severally liable for the individual responsibility for that resolution or decision and shall compensate the Company for the damage; members who opposed the resolution or decision shall be exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend the implementation or annul the aforementioned resolution or decision.

Article 13. Duties and powers of the Board of Directors in approving and signing transaction contracts.

1. The Board of Directors approves contracts and transactions with a value less than 35% or transactions resulting in a total transaction value arising within twelve (12) months from the date of the first transaction with a value less than 35% of the total asset value recorded in the most recent financial statement or a smaller percentage or value as stipulated in the Company's Charter between the Company and one of the following parties:
 - Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related parties of these entities;
 - Shareholders, authorized representatives of shareholders owning more than 10% of the total common stock of the Company, and their related parties;
 - Businesses are related to the entities specified in Clause 2, Article 164 of the Enterprise Law.
2. The Board of Directors approves contracts, loan transactions, and asset sales with a value less than or equal to 10% of the total value of the company's assets as recorded in the most recent financial statement between the Company and shareholders owning 51% or more of the total voting shares or related parties of such shareholders.
3. The Company's representative signing the contract or transaction must notify the members of the Board of Directors and the members of the Supervisory Board about the parties involved in that contract or transaction and send along the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receiving the notification, unless the Company's Charter stipulates a different period; members of the Board of Directors with interests related to the parties in the contract

or transaction do not have the right to vote.

Article 14. Responsibilities of the Board of Directors in convening extraordinary general meetings of shareholders.

1. The Board of Directors must convene an extraordinary general meeting of shareholders or solicit shareholder opinions in writing in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members required by law;
 - c) As requested by a shareholder 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, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders. Alternatively, the request may be made in multiple copies and include the signatures of all relevant shareholders.
 - d) As requested by the Supervisory Board;
 - e) Other cases as prescribed by law and the Company's Articles of Association.
2. Convening an extraordinary general meeting of shareholders.

The Board of Directors must determine the opening date of the General Meeting of Shareholders within sixty (60) working days from the date the number of remaining members of the Board of Directors or members of the Supervisory Board is as prescribed in point b, clause 1 of this Article or receives the request prescribed in points c and d, clause 1 of this Article;

3. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare a list of shareholders eligible to attend and vote/elect at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than ten (10) days before the date of sending the notice of invitation to the General Meeting of Shareholders unless the Company's Charter stipulates a shorter period. The Company must publish information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the last registration date;
 - b) Prepare the program and content for the congress;
 - c) Prepare documents for the conference;
 - d) Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors and members of the Supervisory Board;
 - e) Determine the time and location for holding the congress;
 - f) Notify and send notices of the General Meeting of Shareholders to all shareholders

- entitled to attend the meeting ;
- g) Other tasks related to the congress.

Article 15. Subcommittees assisting the Board of Directors .

1. When deemed necessary, the Board of Directors may establish a subcommittee to be in charge of development policy, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee is decided by the Board of Directors , with a minimum of three (03) people including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee are only effective when a majority of members attend and vote to approve them at the subcommittee meeting.
2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with applicable laws and regulations and the provisions of the Company's Charter and Internal Regulations on Corporate Governance.

**CHAPTER IV
BOARD OF DIRECTORS MEETING**

Article 16. Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of that Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the same percentage of votes, the members shall vote by majority to choose one of them to convene the meeting of the Board of Directors.
2. The Board of Directors must meet at least once every quarter (01) 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) There is a proposal from the Supervisory Board ;
 - b) With the recommendation of the General Director or at least five (05) other managers;
 - c) There is a proposal from at least two (02) members of the Board of Directors;
 - d) Other cases are as stipulated in the Company's Articles of Association.
4. The proposals stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the decisions falling within the authority of the Board of Directors.
5. The Chairman of the Board of Directors must send notices of the meeting to the members of the Board of Directors within 07 (seven) working days from the date the Company receives the proposal as stipulated in Clause 3 of this Article and no later

than 03 (three) working days before the meeting date. The Board of Directors meeting must be held no later than 10 (ten) working days from the date the Company receives the proposal. In case of failure to convene a Board of Directors meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening the Board of Directors meeting, following the same procedure as the Chairman of the Board of Directors convening the meeting as requested.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least three (03) working days before the meeting date unless the Company Charter stipulates otherwise. The notice of meeting must specify the time and place of the meeting, the form of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must be accompanied by the documents to be used at the meeting and the voting ballot of the members.

Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the company's charter, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the person convening the meeting sends the notice of meeting and accompanying documents to the members of the Supervisory Board in the same way as to the members of the Board of Directors.

Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

8. A Board of Directors meeting shall be held when at least three-quarters ($\frac{3}{4}$) of the total number of members are present. If the meeting convened in accordance with this Article does not have the required number of members present, the Chairman of the Board of Directors must send a second notice of meeting to the Board members within 7 (seven) days from the date of the first scheduled meeting and no later than 3 (three) working days before the meeting date. The Board of Directors meeting shall be held no later than 10 (ten) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the Board members are present.

9. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following circumstances:

- a) Attend and vote in person at the meeting;
- b) Authorize another person to attend the meeting and vote as stipulated in Clause 11 of this Article;
- c) Participate and vote via online conference, electronic voting, or other electronic means;

- d) Submit your ballot to the meeting via mail, fax, or email;
 - e) Submit your ballot by other means as prescribed in the Company's Articles of Association.
10. In case of sending ballots to the meeting by mail, the ballot must be 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 ballot may only be opened in the presence of all attendees.
 11. Members must attend all Board of Directors meetings. Members may authorize another person (a Board member or not a Board member) to attend meetings and vote on their behalf. If the authorized person is not a Board member, it must be approved by a majority of the Board members .
 12. Resolutions and decisions of the Board of Directors are adopted if approved by a majority (more than ½) of the members present; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors. Note that Board members are not permitted to vote on transactions that benefit that member or their related parties, as stipulated in the Enterprise Law and Article 42 of the Company's Charter.

Article 17. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. Minutes must be in Vietnamese and may also be in a foreign language, including the following main contents:
 - a) Name, registered office address, business registration number;
 - b) Time and location of the meeting;
 - c) Purpose, agenda, and content of the meeting;
 - d) The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting, and the reasons for absence;
 - e) The issue was discussed and voted on at the meeting;
 - f) Summarize the statements made by each meeting participant in chronological order of the meeting's proceedings;
 - g) The voting results clearly indicate which members approved, disapproved, and abstained.
 - h) The issue was approved, and the voting percentage was in favor.
 - i) The full name and signature of the presiding officer and the person recording the minutes, except as provided in Clause 2 of this Article.
2. In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present and agree to sign the minutes, and the minutes contain all the information stipulated in points a, b, c, d, e, g, and h of Clause 1 of this Article, then these minutes shall be valid. The minutes shall clearly state that the chairperson or the person recording the

minutes refused to sign. The person signing the minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson or the person recording the minutes shall be personally liable for any damages incurred by the enterprise due to their refusal to sign the minutes, in accordance with the Enterprise Law, the Company Charter, and relevant laws .

3. The chairperson, the minutes recorder, and those who sign the minutes are responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.
4. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's head office.
5. Minutes drawn up in Vietnamese and in a foreign language have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese minutes shall prevail.

CHAPTER V

REPORT AND DISCLOSURE OF BENEFITS

Article 18. Submitting annual reports

1. At the end of the fiscal year, the Board of Directors must submit the following report to the General Meeting of Shareholders:
 - a) Report on the company's business results;
 - b) Financial statements;
 - c) Report evaluating the company's management and operations;
 - d) Audit report by the Supervisory Board.
2. Reports stipulated in points a, b and c of Clause 1 of this Article must be submitted to the Supervisory Board for appraisal no later than thirty (30) days before the opening date of the Annual General Meeting of Shareholders.
3. The reports stipulated in Clauses 1 and 2 of this Article, the Supervisory Board's appraisal report, and the audit report must be kept at the Company's head office no later than twenty-one (21) days before the opening date of the Annual General Meeting of Shareholders. Shareholders who have continuously owned shares of the Company for at least one (01) year have the right to personally or together with a lawyer, accountant, or auditor with a professional certificate to directly review the reports stipulated in this Article.

Article 19. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.
2. Board members are entitled to remuneration and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration and

bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Board members holding executive positions, or board members working in subcommittees of the Board, or performing duties outside the normal scope of a board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board.
5. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.
6. Board members may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Association.

Article 20. Disclosure of related interests

Unless otherwise stipulated in the Company's Articles of Association, the disclosure of the Company's interests and related parties shall be carried out in accordance with the following regulations:

1. Members of the Company's Board of Directors must declare to the Company their related interests, including:
 - a) The name, business registration number, head office address, business sector, and type of business of the enterprise in which they own capital contributions or shares; the percentage and time of ownership of those capital contributions or shares;
 - b) The name, business registration number, head office address, and business lines of the enterprise in which the related parties jointly or individually own more than 10% of the charter capital.
2. The declaration stipulated in Clause 1 of this Article must be made within seven (07) working days from the date the relevant benefit arises; any amendments or additions must be notified to the Company within seven (07) working days from the date of the corresponding amendments or additions.
3. Members of the Board of Directors who, in their own name or on behalf of others, perform any work in any form within the scope of the Company's business operations must explain the nature and content of such work to the Board of Directors and may only perform it with the approval of a majority of the remaining members of the Board of Directors; if they perform such work without reporting it or

without the approval of the Board of Directors, all income derived from such activity shall belong to the Company.

CHAPTER VI RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 2 1. Relationship between members of the Board of Directors

1. The relationship between the members of the Board of Directors is one of collaboration; the members are responsible for informing each other on relevant issues in the process of handling their assigned tasks.
2. During the course of work, the Board member assigned primary responsibility must proactively coordinate and handle issues related to areas under the responsibility of other Board members. In cases where there are differing opinions among Board members, the member primarily responsible shall report to the Chairman of the Board for consideration and decision within his/her authority, or organize a meeting or seek the opinions of the Board members in accordance with the law, the Company Charter, and these Regulations.
3. In the event of a reassignment of duties among Board members, the Board members must hand over their responsibilities, files, and related documents. This handover must be documented in writing and reported to the Chairman of the Board.

Article 2.2 . Relationship with the Board of Directors

In its governance role, the Board of Directors issues resolutions for the CEO and the executive team to implement. At the same time, the Board of Directors monitors and supervises the implementation of these resolutions.

Article 2.3 . Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board is one of collaboration. The working relationship between the Board of Directors and the Supervisory Board is based on the principles of equality and independence, while also ensuring close coordination and mutual support in the performance of their duties.
2. Upon receiving inspection reports or summary reports from the Supervisory Board, the Board of Directors is responsible for reviewing them and directing relevant departments to develop plans and implement timely corrective actions.

CHAPTER VII ENFORCEMENT CLAUSES

Article 24. Amendments and additions to the regulations

1. During the implementation process , any suggestions for amendments or additions must be submitted in writing to the Board of Directors for consideration and decision, and then presented to the General Meeting of Shareholders for approval.
2. In the event that relevant legal provisions concerning the Company's operations are

not addressed in these Regulations, or in the event that new legal provisions or provisions of the Articles of Association differ from the provisions of these Regulations, those provisions shall automatically apply and govern the Company's operations.

Article 25. Effective Date

The operating regulations of the Board of Directors of Nha Trang Textile & Garment Joint Stock Company consist of 7 Chapters and 25 Articles and shall come into effect from day of month of 2026. Members of the Board of Directors, the General Director, and the Executive Board are responsible for implementing these regulations.

TM. BOARD OF DIRECTORS

Chairman of the Board

DANG VU HUNG

**NHA TRANG TEXTILE &
GARMENT JOINT STOCK
COMPANY**



No.: 061 / TT- ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Khanh Hoa, March 20, 2026

PROPOSAL

Re: Issuance of the Regulations on Operation of the Board of Supervisors

**To: General Meeting of Shareholders of Nha Trang Textile &
Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 and its amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019 and its amending and supplementing documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and its amending and supplementing documents;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 guiding a number of articles on corporate governance applicable to public companies;
- Pursuant to the Charter on Organization and Operation of NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY;

The Board of Directors of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the Issuance of the Regulations on Operation of the Board of Supervisors of Nha Trang Textile & Garment Joint Stock Company, in order to comply with current legal regulations (Attached documents)

Respectfully submitted to the General Meeting of Shareholders for consideration.

Sincerely, thank you!

Recipients:

- *As above*
- *Archived: Documents*

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

(signed)

DANG VU HUNG



NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

Draft

OPERATIONAL REGULATION OF THE SUPERVISORY BOARD



NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

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CHAPTER I GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The Operational Regulation of the Supervisory Board stipulates the organizational structure, personnel, standards, conditions, rights, and obligations of the Supervisory Board and its members in accordance with the Law on Enterprises, the Company's Charter, and other relevant regulations.
2. Subjects of application: The Operational Regulation of the Supervisory Board applies to the Supervisory Board and its members.

Article 2. Operational principles of the Supervisory Board

The Supervisory Board operates on the principle of collectivity. Members of the Supervisory Board are personally responsible for their assigned tasks and are jointly responsible to the General Meeting of Shareholders and before the law for the activities and decisions of the Supervisory Board.

Article 3. Definitions and terms

1. In this Regulation, the following terms are understood as follows:
 - a) *Charter capital is the total par value of shares sold or registered for purchase upon the establishment of the Company and as prescribed in Article 6 of the Company's Charter;*
 - b) *Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amending and supplementing documents;*
 - c) *Law on Securities is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amending and supplementing documents;*
 - d) *Enterprise executives are the General Director, Deputy General Director, Executive Director, and Chief Accountant;*
 - e) *Enterprise managers are the managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and other individuals holding management positions as prescribed in the Company's Charter;*
 - f) *Other managers of the Company are the Deputy General Director, Executive Director, and Chief Accountant;*
 - g) *Related persons are individuals and organizations as prescribed in Clause 46, Article 4 of the Law on Securities;*
 - h) *Shareholder is an individual or organization owning at least one share of the Joint Stock Company;*

- i) *Member of the Supervisory Board is a Supervisor;*
 - j) *Trade secret refers to information regarding inventory levels, costs, profits, finance, technological solutions, business techniques, business strategies, business plans, customer lists, export plans, marketing plans, information on research and development activities, etc.*
 - k) *Business secret refers to information obtained from financial and intellectual investment activities that has not been disclosed and is capable of being used in business, etc.*
2. In this Regulation, references to one or several other regulations or documents include amendments, supplements, or replacement documents.
3. Headings (Sections, Articles of this Regulation) are used for convenience of understanding and do not affect the content of this Regulation.

CHAPTER II

MEMBERS OF THE SUPERVISORY BOARD

Article 4. Rights, obligations, and responsibilities of members of the Supervisory Board

1. Comply with the law, the Company's Charter, resolutions of the General Meeting of Shareholders, and professional ethics in exercising assigned rights and performing assigned obligations.
2. Exercise assigned rights and obligations honestly, prudently, and to the best of their ability to ensure the maximum lawful interests of the Company.
3. Be loyal to the interests of the Company and shareholders; do not abuse position or rank, or use information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals.
4. Other obligations as prescribed by the Law on Enterprises and the Company's Charter; including the right to access information and documents related to the company's operations. Members of the Board of Directors, the General Director, and other executives of the enterprise are responsible for providing timely and complete information at the request of the members of the Supervisory Board.
5. In case of violation of the provisions in Clauses 1, 2, 3, and 4 of this Article causing damage to the Company or others, the members of the Supervisory Board shall be personally or jointly liable for compensation for such damage. Any income and other benefits obtained by the members of the Supervisory Board due to the violation must be returned to the Company.
6. In case of discovery that a member of the Supervisory Board has committed a violation in the exercise of assigned rights and obligations, a written notice must be sent to the Supervisory Board, requesting the violator to cease the violation and remedy the consequences.

Article 5. Term of office and number of members of the Supervisory Board

1. The number of members of the Company's Supervisory Board is three (03), which may change from time to time but shall be at least 03 members and at most 05 members. The term of office of a member of the Supervisory Board shall not

exceed five (05) years and they may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board are not necessarily shareholders of the Company.
3. The Supervisory Board must reside permanently in Vietnam.
4. In case the terms of office of the members of the Supervisory Board expire at the same time and the members for the new term have not been elected, the members whose terms have expired shall continue to exercise their rights and obligations until the members for the new term are elected and take office.

Article 6. Standards and conditions for members of the Supervisory Board

1. Members of the Supervisory Board must satisfy the following standards and conditions:
 - a) Not being a person as prescribed in Clause 2, Article 17 of the Law on Enterprises;
 - b) Having been trained in one of the majors in economics, finance, accounting, auditing, law, business administration, or a major suitable for the business activities of the Company;
 - c) Not being a family relative of a member of the Board of Directors, the General Director, or other managers;
 - d) Not being a manager of the Company, and not necessarily being a shareholder or an employee of the Company;
 - e) Not working in the accounting or finance department of the Company;
 - f) Not being a member or an employee of the independent auditing firm that performed audits of the Company's financial statements for the 03 consecutive preceding years;
 - g) Residing permanently in Vietnam;
 - h) Other standards and conditions as prescribed by relevant laws.
2. In addition to the standards and conditions prescribed in Clause 1 of this Article, members of the Company's Supervisory Board shall ensure full satisfaction of the conditions as prescribed in Clause 2, Article 169 of the Law on Enterprises.

Article 7. Head of the Supervisory Board

1. The Head of the Supervisory Board must have a university degree or higher in one of the majors in economics, finance, accounting, auditing, law, business administration, or a major related to the business activities of the enterprise.
2. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; the election, dismissal, and removal shall be based on the majority principle.
3. The rights and obligations of the Head of the Supervisory Board are prescribed by the Company's Charter.

Article 8. Nomination and candidacy for members of the Supervisory Board

1. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate persons to the Supervisory Board. Shareholders or groups of shareholders holding:
 - a. From 10% to less than 30% may nominate 01 (one) candidate;
 - b. From 30% to less than 70% may nominate a maximum of 02 (two)

candidates;

c. From 70% or more may nominate a maximum of 03 (three) candidates.

The nomination and candidacy for members of the Supervisory Board are detailed in Clause 1, Article 70 of the Internal Regulations on Corporate Governance.

2. In case the number of candidates for the Supervisory Board through nomination and candidacy under Clause 5, Article 115 of the Law on Enterprises is insufficient, the incumbent Supervisory Board shall nominate additional candidates in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Supervisory Board. The nomination of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.
3. In case the number of candidates nominated by the incumbent Supervisory Board under Clause 2 of this Article is still insufficient, the Supervisory Board shall disclose information regarding the insufficient number of candidates for the Supervisory Board no later than five (05) working days before the opening date of the General Meeting of Shareholders. The incumbent Supervisory Board shall organize for other shareholders to nominate in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Supervisory Board. The organization by the incumbent Supervisory Board for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 9. Methods of election, dismissal, and removal of members of the Supervisory Board

1. The election, dismissal, and removal of members of the Supervisory Board fall under the authority of the General Meeting of Shareholders.
2. Voting to elect members of the Supervisory Board must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Supervisory Board, and shareholders have the right to cast all or part of their total votes for one or several candidates. Elected members of the Supervisory Board are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is reached. In case there are two (02) or more candidates achieving the same number of votes for the last member of the Supervisory Board, a re-election shall be held among the candidates with equal votes or selection shall be based on criteria specified in the election regulations or the Company's Charter.
3. If the number of candidates is less than or equal to the number of Supervisory Board members to be elected, the election of Supervisory Board members may be conducted by cumulative voting as prescribed in Clause 3, Article 148 of the Law on Enterprises or by voting (approval, disapproval, no opinion). The voting

approval ratio under the voting method is implemented in accordance with Clause 2, Article 21 of the Company's Charter.

Article 10. Cases of dismissal and removal of members of the Supervisory Board

1. The General Meeting of Shareholders shall dismiss a member of the Supervisory Board in the following cases:
 - a) No longer meeting the criteria and conditions to be a member of the Supervisory Board as prescribed in Article 169 of the Law on Enterprises;
 - b) Submission of a resignation letter and its acceptance;
 - c) Other cases as prescribed by law and the Company Charter (if any).
2. Members of the Supervisory Board shall continue to perform their obligations in full until the General Meeting of Shareholders approves the dismissal of the Supervisory Board members. A member of the Supervisory Board shall not have the right to attend or vote at meetings of the Supervisory Board and shall not receive remuneration as a member of the Supervisory Board upon the occurrence of one of the following cases:
 - a) The Company receives a notice that the Supervisory Board member has restricted civil act capacity, has lost civil act capacity, or has difficulties in perceiving or controlling their acts.
 - b) The Company receives a notice that the Supervisory Board member is being prosecuted for criminal liability, is in temporary detention, is serving an imprisonment sentence, is serving administrative handling measures at a compulsory detoxification center or a compulsory educational institution, or is prohibited by the Court from holding certain positions, practicing certain professions, or performing certain jobs.
 - c) The Supervisory Board issues a decision approving the receipt of the resignation letter of the Supervisory Board member in accordance with Article 9 of the Operating Regulations of the Board of Directors.
3. The General Meeting of Shareholders shall remove a member of the Supervisory Board in the following cases:
 - a) Failure to complete assigned duties and tasks;
 - b) Failure to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;
 - c) Repeated or serious violations of the obligations of a Supervisory Board member as prescribed by the Law on Enterprises and the Company Charter;
 - d) Other cases according to the resolution of the General Meeting of Shareholders.

Article 11. Notification of election, dismissal, and removal of Supervisory Board members

1. In case candidates for the Supervisory Board have been identified pursuant to Clause 1, Article 70 of the Internal Regulations on Corporate Governance, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting; candidates for the Supervisory Board must provide a written commitment

regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, prudently, and for the best interests of the company if elected as a member of the Supervisory Board. Information related to candidates for the Supervisory Board to be disclosed includes:

- a) Full name, date, month, and year of birth;
- b) Professional qualifications;
- c) Working history;
- d) Other management positions;
- e) Interests related to the Company and related parties of the Company;
- f) Other information (if any) as prescribed in the Company Charter;

The Company shall be responsible for disclosing information about the companies in which the candidate is holding management positions and the interests related to the Company of the Supervisory Board candidate (if any).

2. The notification of the results of the election, dismissal, and removal of Supervisory Board members shall be carried out in accordance with the guiding regulations on information disclosure.

CHAPTER III

SUPERVISORY BOARD

Article 12. Rights, obligations, and responsibilities of the Supervisory Board

1. The Supervisory Board shall supervise the Board of Directors and the General Director in the management and operation of the Company.
2. Inspect the reasonableness, legality, truthfulness, and level of prudence in the management and operation of business activities; the systematicity, consistency, and appropriateness of accounting, statistics, and financial reporting.
3. Appraise the completeness, legality, and truthfulness of the business performance reports, annual and semi-annual financial statements of the Company, the management assessment reports of the Board of Directors, and submit the appraisal reports at the Annual General Meeting of Shareholders. Review contracts and transactions with related parties subject to the approval authority of the Board of Directors or the General Meeting of Shareholders and provide recommendations on contracts and transactions that require approval from the Board of Directors or the General Meeting of Shareholders.
4. Review, inspect, and evaluate the effectiveness and efficiency of the internal control system, internal audit, risk management, and early warning systems of the Company.
5. Examine accounting books, accounting records, and other documents of the Company, and the management and operation of the Company's activities when deemed necessary or according to a resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises.
6. Upon request from a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises, the Supervisory Board shall conduct an

inspection within seven (07) working days from the date of receipt of the request. Within fifteen (15) days from the end of the inspection, the Supervisory Board must report on the requested issues to the Board of Directors and the requesting shareholder or group of shareholders. The inspection by the Supervisory Board as prescribed in this Clause must not hinder the normal operations of the Board of Directors or cause disruption to the management of the Company's business activities.

7. The Supervisory Board is responsible for receiving requests to look up books and records from ordinary shareholders as prescribed in Clause 1, Article 44 of the Company Charter and fulfilling requests for information provision to the Board of Directors, General Director, or other managers. The process for requesting information is prescribed in the Internal Regulations on Corporate Governance. The person provided with information is responsible for maintaining the confidentiality of the information provided and using it for the correct purpose of the assigned work.
8. Recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, or improve the organizational structure for management, supervision, and operation of the Company's business activities.
9. Upon detecting that a member of the Board of Directors or the General Director has violated the provisions of Article 165 of the Law on Enterprises, the Supervisory Board must immediately notify the Board of Directors in writing, requesting the violator to cease the violation and provide solutions to remedy the consequences.
10. Attend and participate in discussions at the General Meetings of Shareholders, meetings of the Board of Directors, and other meetings of the Company.
11. Utilize independent consultants and the Company's internal audit department to perform assigned tasks.
12. The Supervisory Board may consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders.
13. Inspect specific issues related to the management and operation of the Company's activities as requested by shareholders.
14. Request the Board of Directors to convene an Extraordinary General Meeting of Shareholders.
15. Replace the Board of Directors in convening the General Meeting of Shareholders within 30 days in the event that the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises.
16. Request the Chairperson of the Board of Directors to convene a meeting of the Board of Directors.
17. Review, extract, and copy part or all of the declared content of the List of Related Persons and Related Interests declared as stipulated in Clauses 1 and 2, Article 164 of the Enterprise Law. The procedure for requesting information is stipulated in the Internal Regulations on Corporate Governance
18. Propose and recommend to the General Meeting of Shareholders (i) to approve the

- list of audit organizations approved to audit the Company's Financial Statements, (ii) to decide on the audit organization approved to inspect the Company's operations, (iii) to dismiss an approved auditor when deemed necessary.
19. Be responsible to shareholders for its supervisory activities.
 20. Supervise the Company's financial situation, the compliance with law by members of the Board of Directors, the General Director, and other managers in their operations.
 21. Ensure coordination of activities with the Board of Directors, the General Director, and shareholders.
 22. If a violation of law or the Company's Charter by a member of the Board of Directors, the General Director, or other enterprise executive is discovered, the Supervisory Board must notify the Board of Directors in writing within 48 hours, and request the violator to cease the violation and implement solutions to remedy the consequences.
 23. Develop the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
 24. Witness the Board of Directors organizing vote counting and preparing vote counting minutes if requested by the Board of Directors in cases where shareholders' opinions are collected in writing to approve a resolution of the General Meeting of Shareholders.
 25. The Head of the Supervisory Board shall preside over the election by the General Meeting of Shareholders of a chairperson for the meeting in cases where the Chairman is absent or temporarily incapacitated and the remaining members of the Board of Directors cannot elect a chairperson. In this case, the person with the highest number of votes shall chair the meeting.
 26. Perform other rights and obligations as stipulated by the Enterprise Law, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Article 13. Right to Information of the Supervisory Board

1. Documents and information must be sent to members of the Supervisory Board at the same time and in the same manner as for members of the Board of Directors, including:
 - a) Meeting invitations, opinion ballots for members of the Board of Directors and accompanying documents;
 - b) Resolutions, decisions, and meeting minutes of the General Meeting of Shareholders, the Board of Directors;
 - c) Reports of the General Director submitted to the Board of Directors or other documents issued by the Company.
2. Members of the Supervisory Board have the right to access the Company's records and documents stored at the head office, branches, and other locations related to the performance of their assigned duties if approved by the Supervisory Board, provided that such information does not fall within the scope of the Company's business secrets, Company's trade secrets. The recipient of the information is responsible for maintaining the confidentiality of the provided information and using it solely for the assigned work; and has the right to visit the workplaces of the Company's managers and employees during working hours. The procedure for

requesting information is stipulated in the Internal Regulations on Corporate Governance.

3. The Board of Directors, its members, the General Director, and other managers must provide full, accurate, and timely information and documents regarding the Company's management, administration, and business operations upon the request of a member of the Supervisory Board or the Supervisory Board itself. The order and procedures for requesting and providing information are stipulated in the Internal Regulations on Corporate Governance.

Article 14. Responsibilities of the Supervisory Board in convening extraordinary General Meetings of Shareholders

1. The Supervisory Board is responsible for replacing the Board of Directors in convening the General Meeting of Shareholders within 30 days in the event that the Board of Directors fails to convene the General Meeting of Shareholders in the following cases:
 - a) The number of remaining members of the Board of Directors or the Supervisory Board is less than the number required by law;
 - b) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Law on Enterprises; the request to convene the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, and must have sufficient signatures of the relevant shareholders or the request document is made in multiple copies and gathers sufficient signatures of the relevant shareholders;
 - c) When there is a request to convene an extraordinary General Meeting of Shareholders from the Supervisory Board but the Board of Directors does not comply, unless otherwise provided in the Company's Charter.
2. In the event that the Supervisory Board fails to convene the General Meeting of Shareholders as prescribed, the Supervisory Board must compensate for damages arising to the Company.
3. Costs for convening and conducting the General Meeting of Shareholders as prescribed in Clause 1 of this Article shall be reimbursed by the Company.

CHAPTER IV MEETINGS OF THE SUPERVISORY BOARD

Article 15. Meetings of the Supervisory Board

1. The Supervisory Board must meet at least two (02) times a year; the number of members attending the meeting must be at least two-thirds (2/3) of the total members of the Supervisory Board.
2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of the approved auditing organization to attend and answer matters that need clarification.

Article 16. Minutes of Supervisory Board meetings

Minutes of Supervisory Board meetings shall be prepared in detail and clearly. The person recording the minutes and the members of the Supervisory Board attending the meeting must sign the minutes. Minutes of Supervisory Board meetings must be archived to determine the responsibility of each member of the Supervisory Board.

CHAPTER V

REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of annual reports

Reports of the Supervisory Board at the Annual General Meeting of Shareholders include the following contents:

1. Report on the business results of the Company, the performance results of the Board of Directors and the General Director to be submitted to the General Meeting of Shareholders for approval at the Annual General Meeting of Shareholders.
2. Self-assessment report on the performance results of the Supervisory Board and its members.
3. Remuneration, operating expenses, and other benefits of the Supervisory Board and each member of the Supervisory Board.
4. Summary of Supervisory Board meetings and conclusions and recommendations of the Supervisory Board; results of monitoring the Company's operational and financial situation.
5. Assessment report on transactions between the Company, its subsidiaries, and other companies in which the Company holds control of over fifty percent (50%) or more of the charter capital with members of the Board of Directors, the General Director, and their related persons; transactions between the Company and companies in which a member of the Board of Directors is a founding member or a business manager within the last 03 years prior to the time of the transaction.
6. Results of supervision over the Board of Directors, the General Director, and other business managers.
7. Results of the assessment of coordination between the Supervisory Board and the Board of Directors, the General Director, and shareholders.
8. Propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations to audit the Company's Financial Statements; and approved auditing organizations to inspect the Company's operations when deemed necessary.

Article 18. Salaries and Other Benefits

The salaries, remuneration, bonuses, and other benefits of the members of the Supervisory Board shall be implemented according to the following provisions:

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of such remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.
3. Salaries and operating expenses of the Supervisory Board shall be accounted for

as business expenses of the Company in accordance with the provisions of corporate income tax law and other relevant legal provisions, and must be presented as a separate item in the Company's annual financial statements.

Article 19. Disclosure of Related Interests

1. Members of the Company's Supervisory Board must declare their related interests to the Company, including:
 - a) The name, enterprise code, head office address, and business lines of the enterprise that they own or hold capital contributions or shares; the percentage and time of ownership or holding of such capital contributions or shares;
 - b) The name, enterprise code, head office address, and business lines of the enterprise that their related persons own, co-own, or individually own capital contributions or shares exceeding 10% of the charter capital.
2. The declaration as stipulated in Clause 1 of this Article must be made within seven (07) working days from the date the related interest arises; any amendments or supplements must be notified to the Company within seven (07) working days from the date of the corresponding amendment or supplement.
3. Members of the Supervisory Board and their related persons may only use information obtained through their positions to serve the interests of the Company.
4. Members of the Supervisory Board have the obligation to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, or other companies controlled by the Company with fifty percent (50%) or more of the charter capital, and members of the Supervisory Board or their related persons, in accordance with legal provisions. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with securities laws on information disclosure.
5. Members of the Supervisory Board and their related persons must not use or disclose to others internal information to carry out related transactions.

CHAPTER VI

RELATIONSHIPS OF THE SUPERVISORY BOARD

Article 20. Relationships among Members of the Supervisory Board

The members of the Supervisory Board have an independent relationship, not dependent on each other, but cooperate and collaborate in common tasks to ensure the effective performance of the Supervisory Board's responsibilities, rights, and duties in accordance with legal provisions and the Company's Charter. The Head of the Supervisory Board coordinates the common work of the Supervisory Board but does not have the right to dominate the members of the Supervisory Board.

Article 21. Relationship with the Board of Management

The Supervisory Board maintains an independent relationship with the Company's Board of Management and acts as the unit that performs the function of supervising the activities of the Board of Management.

Article 22. Relationship with the Board of Directors

The Supervisory Board maintains an independent relationship with the Company's Board of Directors and acts as the unit that performs the function of supervising the

activities of the Board of Directors.

CHAPTER VII IMPLEMENTATION PROVISIONS

Article 23. Amendment and supplement of the regulations

1. During the implementation process, all opinions proposing amendments or supplements shall be expressed in writing and submitted to the Supervisory Board for consideration and decision, and subsequently submitted to the General Meeting of Shareholders for approval.
2. In cases where legal provisions related to the Company's activities are not mentioned in these Regulations, or in cases where there are new legal provisions or Charter provisions that differ from the terms in these Regulations, such provisions shall automatically apply and govern the activities of the Company.

Article 24. Effect

The Operating Regulations of the Supervisory Board of Nha Trang Textile & Garment Joint Stock Company consist of 7 chapters and 24 articles, and shall take effect from day..... month..... year 2026.

**ON BEHALF OF THE
SUPERVISORY BOARD
HEAD OF THE BOARD**

PHAN THI KIEU OANH

**NHA TRANG TEXTILE &
GARMENT JOINT STOCK
COMPANY**

NO. 062 / TT- DHDCB

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Khanh Hoa, March 20, 2026.

PROPOSAL

Re: Plan for private placement of shares to investors

**To: The General Meeting of Shareholders of
Nha Trang Textile & Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and the documents guiding the implementation of the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 8th session on November 26, 2019, and the documents guiding the implementation of the Law on Securities;
- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing several articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of Nha Trang Textile & Garment Joint Stock Company.

The Board of Directors (“BOD”) of Nha Trang Textile & Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the private placement of shares to investors as follows:

- | | |
|-----------------------------------|--|
| 1. Name of shares | : Shares of Nha Trang Textile & Garment Joint Stock Company |
| 2. Type of shares | : Ordinary shares |
| 3. Stock code | : NTT |
| 4. Par value | : 10,000 VND/share |
| 5. Current charter capital | : 235,000,000,000 VND |
| 6. Number of issued shares | : 23,500,000 shares |

In which:

- | | |
|---------------------------------------|----------------------------|
| - Number of outstanding shares | : 23,500,000 shares |
|---------------------------------------|----------------------------|

- **Number of treasury shares** : 0 shares

7. Number of shares expected to be offered : 5,000,000 shares

8. Expected value of shares to be offered at par value: 50,000,000,000 VND

9. Purpose of the offering: Repayment of bank loans arising from the Company's working capital requirements.

10. Offering price: 10,000 VND/share

11. Total amount raised at the offering price: 50,000,000,000 VND (*In words: Fifty billion Vietnam Dong*)

12. Target participants: Domestic professional securities investors:

+ Criteria for selecting investors: Domestic organizations and individuals that meet the standards and conditions for professional securities investors in accordance with the law.

+ The list of investors is as follows:

No.	List of investors	Business Registration Number	Number of shares owned before the offering	Number of additionally issued shares	Total number of shares owned after the offering	Relationship with the BOD/BOS/BOM
1	Phong Phu Corporation	0301446006	5,614,375	1,194,548	6,808,923	(*)
2	Phong Phu International Joint Stock Company	0304995318	4,538,132	1,787,473	6,325,605	(**)
3	Vinatex International Joint Stock Company	0106234350	9,484,500	2,017,979	11,502,479	(***)
Total			19,637,007	5,000,000	24,637,007	-

Note:

(*) Phong Phu Corporation is a related person of Mr. Tran Hoang Thao (Mr. Tran Hoang Thao is a Member of the BOD of Nha Trang Textile & Garment Joint Stock Company and also the Production Director of Phong Phu Corporation).

(**) Phong Phu International Joint Stock Company is a related person of Mr. Dang Vu Hung and Ms. Nguyen Thi Hong Phuong, specifically:

+ Mr. Dang Vu Hung is the Chairman of the BOD of Nha Trang Textile & Garment Joint Stock Company and also the Chairman of the BOD cum General Director of Phong Phu International Joint Stock Company.

+ Ms. Nguyen Thị Hong Phuong is a Member of the BOD of Nha Trang Textile & Garment Joint Stock Company and also a Member of the BOD cum Deputy General Director of Phong Phu International Joint Stock Company.

(***) Vinatex International Joint Stock Company is a related person of Mr. Dang Vu Hung and Ms. Nguyen Thị Hong Phuong, specifically:

+ Mr. Dang Vu Hung is the Chairman of the BOD of Nha Trang Textile & Garment Joint Stock Company and also the Chairman of the BOD of Vinatex International Joint Stock Company.

+ Ms. Nguyen Thị Hong Phuong is a Member of the BOD of Nha Trang Textile & Garment Joint Stock Company and also a Member of the BOD of Vinatex International Joint Stock Company.

13. Ratio of shares offered (*number of shares registered for offering/number of outstanding shares*): **21.28%**.

14. Plan for handling undistributed shares: The number of shares not fully distributed as expected will be authorized by the GMS to the BOD to decide on offering to other professional securities investors at a price not lower than 10,000 VND/share, according to the offering conditions approved by the GMS and in compliance with legal regulations. In the event that the BOD still cannot find suitable investors, the GMS authorizes the BOD to adjust the total number of shares offered down to the actual number of shares distributed.

15. Transfer restrictions: These additionally issued shares will be restricted from transfer for 01 year for professional securities investors from the date of completion of the offering, except for transfers between professional securities investors or implementation according to legally effective court judgments or decisions, arbitration decisions, or inheritance as prescribed by law.

16. Expected offering time: Expected to be implemented from Q2/2026 – Q4/2026; after the GMS votes for approval and after the State Securities Commission notifies the receipt of the complete registration dossier for the private placement of shares of the Company. The GMS authorizes the BOD to decide on the appropriate offering time.

17. Plan for the use of proceeds from the offering:

The total proceeds from the offering, expected to be 50,000,000,000 VND, will be used for specific purposes as follows:

No.	Item	Expected value (VND)	Expected disbursement time
1	Repayment of loan to Joint Stock Commercial Bank for Foreign Trade of Vietnam (Vietcombank)	50,000,000,000	Q2/2026 – Q4/2026
TOTAL		50,000,000,000	

18. Plan to compensate for the expected capital shortfall from the offering:

In the event that the full amount of capital is not raised according to the offering plan, the GMS authorizes the BOD to proactively seek other supplementary funding sources suitable for the actual situation of the Company and legal regulations.

19. Commitment to bring securities into trading on the organized securities market: After completing the offering, the GMS approves and authorizes the BOD to carry out procedures for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional trading registration at the Hanoi Stock Exchange (HNX) for the total number of shares actually offered.

20. Approval of the change in charter capital: Approval of the amendment to the Company's Charter (charter capital section) and adjustment of the Business Registration Certificate at the Khanh Hoa Department of Finance corresponding to the total par value of the actual number of shares offered as mentioned above, after the State Securities Commission notifies the receipt of the full Report on the results of the Company's offering.

21. Authorization for the Board of Directors:

The General Meeting of Shareholders authorizes the Board of Directors to perform tasks related to the offering as follows:

- Proactively develop and explain the offering permit application dossier submitted to the State Securities Commission and other functional agencies. Simultaneously, proactively adjust the Offering Plan and other relevant dossiers according to the actual situation of the Enterprise or at the request of the State Securities Commission and other functional agencies;
- Proactively develop a plan to ensure the foreign investor ownership ratio complies with legal regulations;
- Decide on handling plans in case the full amount of capital is not raised according to the Offering Plan in accordance with the Law;
- Decide on handling plans for undistributed shares from the offering (if any);
- Develop a detailed capital use plan. In case it is necessary to adjust the capital use plan to suit the actual situation of the enterprise, the BOD shall implement the adjustment and report to the nearest GMS;
- Perform procedures and tasks to register additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and register additional trading at the Hanoi Stock Exchange (HNX) ensuring the prescribed deadline for the number of shares actually offered after receiving a document from the State Securities Commission regarding the receipt of the full Report on the results of the Company's offering;
- Complete the amendment of the Charter on organization and operation of the Company (due to the change in charter capital) after the State Securities Commission provides written notification of the receipt of the report on the results of the Company's offering;
- Perform procedures to change the business registration contents of the Company related to the change in charter capital according to the actual results of the offering with competent state agencies after the State Securities Commission provides written notification of the receipt of the report on the results of the Company's offering.

- Depending on specific cases, the Board of Directors is authorized to sub-authorize the General Director to perform one or several specific tasks mentioned above;
- Other matters related to the private placement to investors.

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

Sincerely thank you!

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



Recipients:

- As above
- Archived: Documents

Attached document:

Plan for share issuance to increase charter capital in 2026.

DANG VU HUNG



NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

Address: Km 1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam.

Telephone: 0258.3727236 **Fax:** 0258.3727227

Website: <http://nhatrangtex.com>

Draft

PLAN
PLAN FOR SHARE ISSUANCE TO INCREASE
CHARTER CAPITAL IN 2026 OF NHA TRANG
TEXTILE & GARMENT JOINT STOCK COMPANY

Khanh Hoa Province, March 2026

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PART 1 – SUMMARY OF ISSUANCE PLAN

❖ Private placement of shares to investors

- Total current number of shares: 23,500,000 shares
- Total number of additional shares to be issued: 5,000,000 shares
- Total number of shares after issuance: 28,500,000 shares

❖ Shareholder structure before and after the issuance

Content	Before issuance		Additional issuance	After issuance	
	Number of shares	Percent age		Number of shares	Percent age
Current number of shares	23,500,000	100.00%	-	23,500,000	82.46%
Number of additional shares issued	-	-	5,000,000	5,000,000	17.54%
Total	23,500,000	100.00%	5,000,000	28,500,000	100.00%

PART 2 – ISSUANCE AND CAPITAL UTILIZATION PLAN

I. ENTERPRISE INFORMATION

1. Trading name: NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY
2. Head office: Km 1447 National Highway 1A, Bac Nha Trang Ward, Khanh Hoa Province, Vietnam
3. Telephone: 0258.3727236 - Fax: 0258.3727227
4. License on Operations 4200237973, 11th amended registration dated July 23, 2025, issued by the Department of Finance of Khanh Hoa Province – Business Management Division.
5. Charter capital: 235,000,000,000 VND (In words: Two hundred thirty-five billion VND).
6. Number of outstanding shares: 23,500,000 shares (In words: Twenty-three million five hundred thousand shares).

II. PURPOSE OF ISSUANCE AND NECESSITY OF CAPITAL INCREASE:

1. Current situation and necessity of increasing the Company's Charter capital:

The Company's Shareholders' equity as of December 31, 2025 is: 226.7 billion VND, accounting for 20.18% of the Company's total Assets; total liabilities are 593.6 billion VND, of which bank loans are 523.95 billion VND and loans from other enterprises are 69.675 billion VND, demonstrating:

No.	Item	Ending balance	Beginning balance
A	TOTAL ASSETS	1,123.83	1,234.81
I	Current assets	609.74	739.73
1	Cash and Cash equivalents	51.13	34.09
2	Held-to-maturity investments	11.00	67.57
3	Account receivable from customers	215.2	215.53
4	Advances to suppliers	40.21	7.18
5	Other short-term receivables	0.49	0.34
6	Provision for doubtful short-term receivables	(1.28)	(1.28)
7	Short-term prepaid expenses	2.40	1.92
II	Non-current assets	514.09	495.09
1	Long-term trade receivables	-	1.36
2	Fixed assets	491.24	458.88
3	Long-term construction in progress	8.30	10.36
4	Long-term prepaid expenses	13.33	23.26
B	TOTAL RESOURCES	1,123.83	1,234.81
I	Liability	897.1	1,047.06
1	Current liabilities	594.79	727.98
2	Non-current liabilities	302.31	319.09
II	Owners's equity	226.74	187.75
1	Owners's equity	226.74	187.75
1.1	Owner's Contributed Capital	235.00	235.00
1.2	Surplus equity	1.82	1.82
1.3	Investment and development fund	23.70	23.70
1.4	Other fund of owners' equity	-	-

1.5	Undistributed profit after tax	(33.78)	(72.77)
2	Other fund	-	-

Some basic financial indicators:

Indicator	Unit	This year	Last year
1. Profitability ratio			
- Profit before tax/Average total assets	%	4.25	2.98
- Profit before tax/Average Owners's equity	%	24.16	18.05
- Profit before tax/Net revenue	%	3.28	2.75
2. Solvency ratio, Capital structure			
- Quick ratio	times	0.62	0.48
- Current assets/Current liabilities	times	1.03	1.02
- liability/Owners's equity	times	3.96	5.58

- Regarding Assets:

The Company's total ASSETS as of December 31, 2025 were 1,123.83 billion VND, a decrease of 110.98 billion VND, equivalent to 91.0% compared to January 1, 2025 (Current Assets decreased by 129.98 billion VND, non-current Assets increased by 19.0 billion VND).

- Regarding Resources:

The Company's liability as of December 31, 2025 was 987.1 billion VND, a decrease of 149.97 billion VND, equivalent to 85.7% (Current liabilities decreased by 133.19 billion VND, long-term loans decreased by 16.8 billion VND).

- Regarding Shareholders' equity:

The Company's Shareholders' equity as of December 31, 2025 was 226.7 billion VND, an increase of 38.99 billion VND, equivalent to 120.8% due to an increase in undistributed Profit after tax.

- The Company's current ratio is 1.03.

Conclusion on the necessity of capital increase: Following the restructuring of the operating activities of Nha Trang Textile & Garment Joint Stock Company, the results in 2025 achieved a Profit before tax of 50 billion VND and a Profit after tax of 39 billion VND. The Company is currently entering a new growth phase, requiring sufficient financial resources to maintain development momentum and realize strategic goals. Increasing the Charter capital at this time is necessary and urgent for the following specific reasons:

- Strengthen financial capacity to implement production/business expansion projects and upgrade technical infrastructure during the 2025–2030 period.
- Increase the scale of Shareholders' equity, ensure high liquidity cash flows, and enhance the Company's reputation with credit institutions, customers, and partners.
- Supplement internal capital sources, creating a solid foundation for the Company to have the opportunity to participate in large projects or strategic cooperation with domestic and foreign partners.
- Contribute to improving key financial indicators, reducing debt pressure, and improving the debt-to-Shareholders' equity ratio, especially the capital adequacy ratio and solvency.

2. **Purpose of issuance: To repay bank loans arising from the company's need to supplement working capital.**
3. **Expected effectiveness after capital increase:**
 - The effectiveness brought about after the capital increase issuance (increasing capital as planned by 50 billion VND) will bring additional efficiency to the Company starting from 2026.
4. **5-year business plan after capital increase:**

Unit: Billion VND

INDICATOR	2026	2027	2028	2029	2030
Net revenue	1,824.60	1,879.34	1,935.72	1,993.79	2,053.60
Costs of goods sold	1,640.20	1,689.41	1,740.09	1,792.29	1,846.06
Gross profit	184.36	189.89	195.59	201.46	207.50
Profit before tax	103.86	106.98	110.19	113.49	116.90
NPAT/Net Revenue ratio	4.55%	4.55%	4.55%	4.55%	4.55%
Liability/Owners's equity ratio	3.66	3.23	2.94	2.75	2.62

III. LEGAL BASIS FOR SHARE OFFERING

1. Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, and guiding documents for the implementation of the Law on Enterprises;
2. Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 8th session on November 26, 2019, and guiding documents for the implementation of the Law on Securities;
3. Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities;
4. Pursuant to Decree No. 245/2025/NĐ-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the government detailing the implementation of a number of articles of the Law on Securities;
5. Pursuant to the Charter of Organization and Operation of Nha Trang Textile & Garment Joint Stock Company.

IV. PRINCIPLES OF THE ISSUANCE

1. The share offering is conducted uniformly in Vietnamese Dong.
2. Offering method: Private placement of shares to investors.
3. There is a Decision of the General Meeting of Shareholders approving the plan for private placement of shares to investors.
4. Unit price and basis for determining the offering price per share:

The offering price per share for the private placement is determined based on the consideration

and comprehensive assessment of the Company's financial and market factors, with a focus on the market price of Nha Trang Textile & Garment Joint Stock Company shares (Stock symbol: NTT) currently traded on the Upcom exchange and the book value per share of the Company as of December 31, 2025, specifically as follows:

4.1 Based on the market price of the shares (Stock symbol: NTT):

- From September 2025 to February 2026: the average trading price was 9,307 VND/share.
- The market price of the shares is determined based on the average trading price of the Stock symbol: NTT on the Upcom exchange within the 06 (six) months prior to the time of approving the offering plan.
- The reference to the market price is intended to reflect the actual value of the shares according to investor supply and demand, while ensuring the offering price is consistent with market developments, creating favorable conditions for capital mobilization while still ensuring the interests of existing shareholders.

4.2 Based on the book value of the shares:

- The book value per share is determined based on the most recent audited or reviewed financial statements, according to the formula:

Book value/share = Shareholders' equity / Total number of outstanding shares

Book value/share as of December 31, 2025 is: 9,648 VND/share.

Based on the analysis of the market price of the shares and the book value per share, the Board of Directors has considered and decided that the offering price per share according to this plan is 10,000 VND/share (equal to par value).

This unit price is consistent with the Company's financial situation, market condition, and capital mobilization objectives, ensuring a balance of interests between the Company, existing shareholders, and investors participating in the offering;

5. Target investors: Domestic Professional Securities Investor:

- + Criteria for selecting investors: Domestic organizations and individuals meeting the standards and conditions of a Professional Securities Investor according to the provisions of law.
- + The list of expected investors for the offering is as follows:

Based on the documents sent to the investors for the offering and the registration documents of the investors, the list and number of shares offered to the expected investors are as follows:

No.	List of investors	Enterprise ID	Number of shares owned before the offering	Number of additional shares issued	Total number of shares owned after the offering	Relationship with BOD/Member of the Board of Supervisors/ Executive Board
1	Phong Phu Corporation	0301446006	5,614,375	1,194,548	6,808,923	(*)
2	Phong Phu International Joint Stock	0304995318	4,538,132	1,787,473	6,325,605	(**)

	Company					
3	Vinatex International Joint Stock Company	0106234350	9,484,500	2,017,979	11,502,479	(***)
Total			19.637.007	5.000.000	24,637,007	-

Note:

(*) Phong Phu Corporation is a Related person of Mr. Tran Hoang Thao (Mr. Tran Hoang Thao is a Board of Directors' member of Nha Trang Textile & Garment Joint Stock COMPANY, and is also the Production Director of Phong Phu Corporation).

(**) Phong Phu International Joint Stock Company is a Related person of Mr. Dang Vu Hung and Ms. Nguyen Thi Hong Phuong, specifically:

+ Mr. Dang Vu Hung is the Chairman of the Board of Directors of Nha Trang Textile & Garment Joint Stock Company, and is also the Chairman of the Board of Directors and General Director of Phong Phu International Joint Stock Company.

+ Ms. Nguyen Thi Hong Phuong is a Board of Directors' member of Nha Trang Textile & Garment Joint Stock Company, and is also a Board of Directors' member and Deputy General Director of Phong Phu International Joint Stock Company.

(***) Vinatex International Joint Stock Company is a Related person of Mr. Dang Vu Hung and Ms. Nguyen Thi Hong Phuong, specifically:

+ Mr. Dang Vu Hung is the Chairman of the Board of Directors of Nha Trang Textile & Garment Joint Stock Company, and is also the Chairman of the Board of Directors of Vinatex International Joint Stock Company.

+ Ms. Nguyen Thi Hong Phuong is a Board of Directors' member of Nha Trang Textile & Garment Joint Stock Company, and is also a Board of Directors' member of Vinatex International Joint Stock Company.

6. Plan for handling undistributed shares: The number of undistributed shares as expected will be authorized by the GMS of the Company for the Board of Directors to decide to offer to other Professional Securities Investors such that the selling price is not lower than 10,000 VND/share according to the offering conditions already approved by the GMS and in accordance with the provisions of law. In case the Board of Directors still cannot find suitable investors, the GMS authorizes the Board of Directors to adjust and reduce the total number of shares offered according to the actual number of shares distributed.

7. Transfer restriction: These additional issued shares shall be subject to a transfer restriction for 01 year for professional securities investors from the date of completion of the offering, except for transfers between professional securities investors or those executed pursuant to a legally effective court judgment or decision, an arbitral award, or inheritance in accordance with the provisions of the law.

V. ISSUANCE PLAN

1. Stock name: Shares of Nha Trang Textile & Garment Joint Stock Company.
2. Type of stock: ordinary share.
3. Stock symbol: NTT
4. Par value: 10,000 (Ten thousand) VND/share

5. Offering price: 10,000 (Ten thousand) VND/share.
6. Expected number of shares to be offered: 5,000,000 shares.
7. Percentage of shares offered (number of shares registered for offering / number of outstanding shares): 21.28%.
8. Expected value of shares to be offered at par value: 50,000,000,000 VND
9. Total proceeds calculated at the offering price: 50,000,000,000 VND (In words: Fifty billion VND)
10. Expected offering time: Expected to be implemented from Q2/2026 – Q4/2026; After the General Meeting of Shareholders votes to approve and after The State Securities Commission notifies the receipt of the complete application for the private placement of shares of the Company. The General Meeting of Shareholders authorizes the Board of Directors to decide on the appropriate offering time.
11. Issuance method: Private placement of shares to investors.

VI. PLAN FOR USE OF PROCEEDS FROM THE ISSUANCE

1. The entire proceeds from the offering, expected to be 50,000,000,000 VND, will be used for specific purposes as follows:

No.	Item	Expected value (VND)	Expected disbursement time
1	Repayment of loan to Vietnam Joint Stock Commercial Bank for Foreign Trade (Vietcombank)	50,000,000,000	Q2/2026 – Q4/2026
TOTAL		50,000,000,000	

2. Plan to cover the shortfall in capital expected to be raised from the offering: In case the full amount of capital is not raised according to the offering plan, the General Meeting of Shareholders authorizes the Board of Directors to proactively seek additional funding sources suitable to the actual situation of the Company and the provisions of the law.
3. Commitment to list securities on the organized stock market: After completing the offering, the General Meeting of Shareholders approves and authorizes the Board of Directors to carry out procedures for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional trading registration at the Hanoi Stock Exchange (HNX) for all shares actually offered.
4. Approval of the change in Charter capital: Approval of the change in the Company Charter (Charter capital section) and adjustment of the Business Registration Certificate at the Department of Finance of Khanh Hoa province corresponding to the total par value of the number of shares actually offered as mentioned above after The State Securities Commission notifies the receipt of the complete Report on the results of the offering of the Company.

VII. AUTHORIZATION

The General Meeting of Shareholders authorizes the Board of Directors to perform tasks related to the offering as follows:

1. Proactively develop and explain the application for the offering to be submitted to The State

Securities Commission and other functional agencies. At the same time, proactively adjust the Offering Plan and other related documents according to the actual situation of the Enterprise or at the request of The State Securities Commission and other functional agencies;

2. Proactively develop a plan to ensure the foreign ownership ratio is in accordance with the provisions of the law;
3. Decide on the handling plan in case the full amount of capital is not raised according to the Offering Plan in accordance with the provisions of the Law;
4. Decide on the handling plan for shares of the offering that are not fully distributed (if any);
5. Develop a detailed plan for the use of proceeds. In case it is necessary to adjust the plan for the use of proceeds to suit the actual situation of the enterprise, the Board of Directors shall make adjustments and report to the nearest General Meeting of Shareholders;
6. Perform procedures and tasks to register additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and register for additional trading at the Hanoi Stock Exchange (HNX) ensuring the deadline according to regulations for the number of shares offered according to the actual offering after receiving the official dispatch from The State Securities Commission regarding the receipt of the complete Report on the results of the offering of the Company;
7. Finalize the amendment of the Charter of organization and operation of the Company (due to the change in Charter capital) after The State Securities Commission notifies in writing the receipt of the report on the results of the offering of the Company;
8. Perform procedures to change the business registration content of the Company related to the change in Charter capital according to the actual results of the offering with the competent state agency after The State Securities Commission notifies in writing the receipt of the report on the results of the offering of the Company;
9. Depending on each specific case, the Board of Directors is authorized to re-delegate to the General Director to perform one or more specific tasks mentioned above;
10. Other issues related to the private placement to investors.

VIII. IMPLEMENTATION ORGANIZATION

The General Meeting of Shareholders considers and approves, authorizing the Board of Directors to consider and decide on the timing of issuance, and implement procedures to execute the above Issuance Plan at an appropriate time depending on the market situation and the business activities of the Company, ensuring the interests of shareholders, the success of the issuance, and compliance with the provisions of the law and the Company Charter.

Respectfully submit to the General Meeting of Shareholders for approval of the above contents.

Thank you very much./.



DANG VU HUNG



SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness



**NHA TRANG TEXTILE & GARMENT
JOINT STOCK COMPANY**

Item

DRAFT

Name of Delegate:

Number of shares owned: shares

Number of proxy-held shares: shares

Total number of represented shares: shares

(Delegates please mark the selection box for each voting content)

CONTENT	Approve	Disapprove	No opinion
Content 01: Approving the adjustment of the Company's business lines to comply with new State regulations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 02: Approving the amendment and supplement of the Charter on organization and operation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 03: Approving the Internal Regulations on Corporate Governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 04: Approving the Operating Regulations of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 05: Approving the Operating Regulations of the Board of Supervisors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 06: Approving the plan for private placement of shares to investors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Instructions:

Shareholders mark (X) in 1 of the 3 boxes:
Approve/Disapprove/No opinion for each voting content.

Khanh Hoa, March 20, 2026

DELEGATE

(Signature and full name)



**NHA TRANG
TEXTILE & GARMENT JSC**
No. /NQ-DMNT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness



Khanh Hoa, March 20, 2026

DRAFT

RESOLUTION

2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS NHA TRANG TEXTILE & GARMENT JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its guiding documents;
- Pursuant to the Charter of Organization and Operation of Nha Trang Textile & Garment Joint Stock Company;
- Pursuant to the Minutes of the 2026 Extraordinary General Meeting of Shareholders No. /BB-DMNT dated March 20, 2026.

RESOLVES:

The General Meeting of Shareholders unanimously resolved the following contents:

Article 1: Approve the adjustment of the Company's business lines to comply with new State regulations

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 2: Approve the amendment and supplement of the Charter of Organization and Operation

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 3: Approve the Internal Regulations on Corporate Governance

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 4: Approve the Operating Regulations of the Board of Directors

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 5: Approve the Operating Regulations of the Supervisory Board

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 6. Approve the plan for private placement of shares to investors

The General Meeting voted to approve with the number of affirmative votes being votes, accounting for of the total number of voting shares attending the meeting.

Article 7: Implementation

- The Board of Directors and the Board of Management are responsible for effectively implementing the contents of this Resolution approved by the General Meeting of Shareholders in accordance with the Law and the Company's Charter of Organization and Operation.
- The Resolution of the 2026 Extraordinary General Meeting of Shareholders of Nha Trang Textile & Garment Joint Stock Company was voted and approved by the General Meeting of Shareholders with the number of affirmative votes beingvotes, accounting for of the total number of voting shares attending the meeting.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON**

Recipients:

- *As per Article 11;*
- *Hanoi Stock Exchange;*
- *Relevant functional agencies*
- *Archived: Office.*

DANG VU HUNG