



THE CHARTER OF NAM ME KONG GROUP JOINT STOCK COMPANY

Ha Noi, 2026-03-13

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OPENING SECTION

This Charter of Nam Me Kong Group Joint Stock Company (hereinafter referred to as the “Company”) is the legal basis for all operations of the Company, a Joint stock company, established and operating under the Enterprise Law. The Charter, the Company's regulations, and resolutions of the General Shareholders Meeting and the Board of Directors, duly adopted in accordance with relevant laws, shall be the binding rules and regulations governing the Company's business activities.

This Charter was adopted pursuant to Resolution No. 10 NQ/2021/MKG-GSM of the General Shareholders Meeting of Nam Me Kong Group Joint Stock Company on 2021-04-27 and was amended and supplemented for the ninth time on 2026-03-13.

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

1. In this Charter, the following terms shall be understood as follows:
 - a) “Charter Capital” means the total par value of shares sold or registered for purchase upon establishment of the enterprise and stipulated in Article 6 of this Charter;Article 6
 - b) “Voting Capital” means the share capital, whereby the owner has the right to vote on matters falling under the decision-making authority of the General Shareholders Meeting;
 - c) “Enterprise Law” means Enterprise Law No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 2020-06-17;
 - d) “Securities Law” means Securities Law No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 2019-11-26;
 - e) “Vietnam” shall mean the Socialist Republic of Vietnam;
 - f) “Company” shall mean Nam Me Kong Group Joint Stock Company;
 - g) “Establishment Date” means the date the Company was first issued the Certificate of Enterprise Registration (Business Registration Certificate and equivalent documents) for the first time;
 - h) “Term of Operation” means the period of operation of the Company stipulated in Article 2 of this Charter and any extended period (if any) approved by the General Shareholders Meeting of the Company through a Resolution;Article 2
 - i) “Enterprise Operator” means the Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant, and other operators as stipulated by the Company's Charter;
 - j) “Enterprise Manager” means the manager of the Company, including the Chairman of the Board of Directors, Member of Board of Directors, Chief Executive Officer, and

other individuals holding management titles as stipulated in the Company's Charter;

- k) "Related Person" means an individual or organization defined in Clause 23, Article 4 of the Enterprise Law, and Clause 46, Article 4 of the Securities Law.
 - l) "Shareholder" means an individual or organization owning at least one share of the Joint stock company.
 - m) "Founding Shareholder" means a shareholder owning at least one ordinary share and whose name is signed in the list of founding shareholders of the Joint stock company.
 - n) "Major Shareholder" means a shareholder defined in Clause 18, Article 4 of the Securities Law.
 - o) "Stock Exchange" means the Vietnam Stock Exchange and its subsidiaries.
- 2. In this Charter, references to any provision or other document shall include any amendments or replacement documents thereof.
 - 3. Headings (Sections, Articles of this Charter) are used for convenience of understanding the content and do not affect the content of this Charter.
 - 4. Words or terms defined in the Enterprise Law (unless inconsistent with the subject or context) shall have the same meaning in this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY.

Article 2. Name, form, head office, branches, representative offices, business locations and term of operation of the Company.

- 1. Vietnamese Name: NAM MEKONG GROUP JOINT STOCK COMPANY
 - Vietnamese Name: NAM MEKONG GROUP JOINT STOCK COMPANY
 - English Name: NAM MEKONG GROUP JOINT STOCK COMPANY
 - Trading Name:
 - Abbreviated Name:
- 2. The Company is a joint stock company with legal personality in accordance with current Vietnamese law.
- 3. Legal Form and Legal Personality.
 - a) NAM MEKONG GROUP Joint stock company operates in the form of a joint stock company, operating under the Enterprise Law, and possesses full legal personality as stipulated by Law.
 - b) The Company has its own seal, is independent regarding assets, and may open accounts at the State Treasury and domestic and foreign banks as prescribed by law.

- c) Has an Organizational and Operational Charter of the Company.
 - d) Is responsible for its debts with the Company's entire owner's equity.
 - e) Is self-responsible for business results, maintains independent economic accounting, and is financially autonomous.
4. The Company's registered office is:
- Address: 11th Floor, Geleximco Building, 36 Hoang Cau, O Cho Dua Ward, Ha Noi City, Vietnam.
 - Phone: 0243.7560333
 - Fax: 0243.7560332
 - E-mail: Info@nammekong.net
 - Website: nammekong.net; nammekong.org.
5. The Company may establish branches and representative offices within its business territory to achieve its operational objectives in accordance with resolutions of the Board of Directors and within the limits permitted by law.
6. Unless operation is terminated prematurely as stipulated in Article 54 or extended as stipulated in Article 55 of this Charter, the Company's operational term shall commence from the establishment date and shall be indefinite.

Article 3. Legal Representative of the Company.

1. The Company has two legal representatives, including the Chairman of the Board of Directors and the Chief Executive Officer of the Company.
- [2. The powers and obligations of the legal representative are per Article 27 and Article 35 of this Charter, and reference provisions on the powers and obligations of the enterprise's legal representative in the 2015 Civil Code and the Enterprise Law for application.]
2. The powers and obligations of each legal representative are specified as follows:
- Legal representative: represents the Company to exercise rights and obligations arising from Company transactions, representing the Company as a civil petitioner, plaintiff, defendant, interested party before Arbitration, Court, and other rights, obligations as prescribed by law.
- The powers and obligations of each legal representative are defined by decision of the Board of Directors.

III. OBJECTIVES, BUSINESS SCOPE AND OPERATIONS OF THE COMPANY

Article 4. Operational objectives of the Company

1. The business lines of the Company are:

Business Sector Code	Business Sector Name
6499	Other financial service activities not elsewhere classified (excluding insurance and pension fund activities) Details: Debt trading business activities
4101	Construction of residential buildings
0810	Quarrying of stone, sand, gravel, and clay
4102	Construction of non-residential buildings
2511	Manufacture of metal structures
7730	Rental of machinery, equipment and other tangible goods without operator Details: Motorcycle rental, repair, and maintenance services, trading of construction equipment
2512	Manufacture of metal tanks, reservoirs, and containers
2592	Machining; treatment and coating of metals
2599	Manufacture of other fabricated metal products not elsewhere classified Details: Manufacture of metal utensils for kitchens, bathrooms, and dining rooms
3512	Electricity generation from renewable energy sources Details: Electricity generation (excluding: transmission and dispatch of the national power system; construction and operation of multi-purpose hydropower and nuclear power of special socio-economic importance)
3513	Transmission and distribution of electricity (excluding: transmission and dispatch of the national power system; construction and operation of multi-purpose hydropower and nuclear power of special socio-economic importance)
3530	Generation and distribution of steam, hot water, air conditioning, and production of ice

3830	Recycling of waste and scrap
3900	Pollution treatment and other waste management activities
4212	Construction of roads and highways
4222	Construction of water supply and drainage systems
4223	Construction of telecommunications and communication works
4229	Construction of other civil engineering projects
4292	Construction of mining facilities
4293	Construction of processing and manufacturing facilities
4311	Demolition
4321	Installation of electrical systems
4322	Installation of water supply and drainage systems, heating, and air conditioning systems
4330	Finishing construction works
4390	Other specialized construction activities
4633	Wholesale of beverages
4653	Wholesale of agricultural machinery, equipment, and spare parts
4679	Other specialized wholesale not elsewhere classified Details: Wholesale of fertilizers, pesticides, and other chemicals used in agriculture, other chemicals (excluding those used in agriculture), primary plastics, rubber, silk, fibers, textile yarns, garment and footwear accessories, metal and non-metal scrap, and waste.
4723	Retail sale of beverages.
4751	Retail sale of textiles, wool, yarn, sewing thread, and other textile goods.
4752	Retail sale of hardware, paints, glass, and other building materials and installation equipment.
4753	Retail sale of carpets, mats, blankets, screens, curtains, and wall and floor coverings.

4759	Retail sale of household electrical appliances, beds, wardrobes, tables, chairs, and similar furniture, lamps and lighting fixtures, and other household articles not elsewhere classified.
4762	Retail sale of sports and exercise equipment and tools.
4763	Retail sale of games and toys. (excluding games and toys prohibited by the state)
4771	Retail sale of garments, footwear, leather goods, and imitation leather goods.
5210	Warehousing and storage of goods
5225	Direct support service activities for road transport
5229	Other support service activities related to transportation Details: Agency and freight forwarding services; Logistics; Shipping agency. (excluding: - Services for establishing, operating, maintaining, and servicing maritime aids to navigation, water areas, public maritime channels and routes; surveying water areas, public maritime channels and routes for the purpose of issuing Notices to Mariners; surveying, constructing, and publishing nautical charts of water areas, seaports, maritime channels, and routes; developing and publishing maritime safety documents and publications; - Services for regulating maritime safety in water areas, and public maritime channels; electronic maritime information services. - Maritime pilotage and support services related to air transport)
5610	Restaurants and mobile food service activities
5630	Beverage serving services
7721	Rental of sports and recreational equipment
7729	Rental of other personal and household goods Details: Rental of video tapes and discs; Rental of other personal and household goods
8110	Combined office administrative service activities
8121	General cleaning of buildings
8129	Other cleaning services Details: Industrial cleaning and specialized structures

8130	Landscape services Details: Landscape care and maintenance services
8230	Organization of trade fairs and promotional activities (excluding press conferences)
8292	Packaging services
9321	Activities of amusement parks and theme parks
6810 (Main)	Real estate business, land use rights owned, used, or leased Details: Real estate business <i>(excluding investment in construction of cemetery and graveyard infrastructure for transferring land use rights associated with the infrastructure)</i>
4329	Installation of other construction systems. Details: Installation of concrete structures, steel components, technical building systems, various types of machinery, equipment (elevators, air conditioning, ventilation, fire prevention, fire fighting, water supply and drainage systems);
4673	Wholesale of construction materials and other installation equipment in construction. Details: Trading in construction materials: bricks, tiles, stone, sand, gravel, cement, roofing sheets, used in construction.
2392	Manufacture of construction materials made from clay. Details: Manufacturing construction materials: bricks, tiles, stone, sand, gravel, cement, roofing sheets, used in construction.
1622	Manufacture of wooden construction products. Details: Wood used in construction, manufacturing and trading of wooden consumer goods.
6619	Activities of financial service support that are not elsewhere classified. Details: Construction investment consulting, and the implementation of investment projects (Excluding legal, financial, tax, audit, accounting, securities consulting services);
3600	Extraction, treatment, and supply of water.
3700	Drainage and processing of wastewater.

5510	Hotels and similar types of accommodation services. Details: Services of short-term accommodation.
5590	Other places of accommodation.
7710	Rental of vehicles with motor engines.
6829	Other real estate activities on a fee or by contract basis. Details: Management and operation of apartment buildings.
4299	Construction of other civil engineering construction works. Details: Undertaking construction and installation for civil, industrial, post office projects, irrigation works, various levels of road traffic infrastructure, airports, seaports, bridges, culverts, urban and industrial park technical infrastructure projects, power lines and transformer stations up to 110KV, foundation leveling work, weak soil treatment, water supply and drainage construction works, installation of process and pressure pipelines, refrigeration, interior and exterior decoration, fabrication, and installation of various types of aluminum and glass frames.

2. Operational objectives of the Company

- a) Profitable business, preserving and developing the capital of shareholders who have invested in the Company, completing the tasks approved by the General Shareholders Meeting.
- b) Scope of business and operations of the Company.

Article 5. Scope of business and operations of the Company.

1. The Company may plan and conduct all business activities under registered lines (as specified herein), notifying the business registration authority of content changes, publishing them on the National Business Registration Portal.
2. In cases of conditional investment business lines, the Company shall only operate upon meeting full business conditions as prescribed by the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter Capital, shares, founding shareholders

1. The Charter Capital of the Company is voluntarily contributed by the shareholders from their lawful capital sources.
2. Charter Capital may be contributed in Vietnamese Dong, foreign currency, or in kind and shall be converted into a unified unit of Vietnamese Dong.

3. The Charter Capital of the Company is 1,384,142,580,000 VND (One trillion three hundred eighty-four billion one hundred forty-two million five hundred eighty thousand Dong).
4. The total charter capital of the Company is divided into 138,414,258 shares (one hundred thirty-eight million four hundred fourteen thousand two hundred fifty-eight shares), with a par value of VND 10,000 per share.
5. The Company may alter its Charter Capital when approved by the General Shareholders Meeting, pursuant to law.
6. As of the adoption date of this amended and supplemented Charter, all shares issued by the Company are common shares, and individuals holding common shares are known as common shareholders (hereinafter referred to simply as shareholders). The rights and obligations of such shareholders are detailed in Article 12 and Article 13 of this Charter.
7. The Company may issue other preferred share types, once approved by the General Shareholders Meeting and consistent with law.
8. As of this Charter's approval date, the Company's founding shareholders no longer face transfer restrictions under the Enterprise Law.

Common shares must be preferentially offered to existing shareholders in proportion to their common share ownership percentage in the Company, unless the General Shareholders Meeting stipulates otherwise. Any shares not subscribed by shareholders shall be determined by the Company's Board of Directors. The Board of Directors may distribute such shares to parties under conditions and methods deemed appropriate by the Board of Directors, but these shares shall not be sold under more favorable conditions than those offered to existing shareholders, unless the General Shareholders Meeting approves otherwise or if the shares are sold via the Stock Exchange by auction.

9. The Company may purchase shares issued by the Company itself in the manner prescribed in this Charter and current law.
10. The Company may issue other types of securities when approved by the General Shareholders Meeting and in accordance with legal provisions.

Article 7. Share Certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares owned.
2. A share is a type of security confirming the legitimate rights and interests of the owner in a portion of the charter capital of the issuing organization. Shares must contain all information as stipulated in Clause 1, Article 121 of the Enterprise Law.
3. Within thirty (30) days from the date of submitting a complete application for share

ownership transfer as stipulated by the Company or within two (02) months from the date of full payment for share purchase as stipulated in the Company's share issuance plan (or other period as per issuance terms), the share owner shall be issued a share certificate. The share owner is not required to pay the cost of printing the share certificate to the Company.

4. In case a share certificate is lost, damaged, or destroyed in any other form, the owner of such share certificate may request a new share certificate, provided that proof of share ownership is presented and all related costs are paid to the Company.

The shareholder's request must include the following contents:

- a) Information regarding the share certificate that has been lost, damaged, or destroyed in any other form; in case of loss, it must be pledged that maximum efforts have been made to search, and if found, it will be returned to the Company for destruction.
- b) Commitment to bear responsibility for disputes arising from the re-issuance of a new share certificate.

For shares with a total par value exceeding ten million Vietnamese Dong, before accepting a request for a new share certificate, the legal representative of the Company may require the share owner to publish a notice regarding the loss, destruction, or damage of the share certificate in any other form, and after fifteen (15) days from the date of publishing the notice, will request the Company to issue a new share certificate.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates of the Company are issued with the signature of the legal representative and the Company's seal.

Article 9. Share Transfer

1. All shares are freely transferable unless otherwise stipulated by this Charter and the law. Shares listed on the Stock Exchange are transferred according to the provisions of securities law and the stock market.
2. Shares that have not been fully paid are not transferable and do not enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase charter capital from owner's equity, the right to purchase newly offered shares, and other benefits as stipulated by law.

Article 10. Share Repurchase

1. In case a shareholder fails to fully and timely pay the amount due for share purchase, the Board of Directors shall notify and has the right to require that shareholder to pay the remaining amount together with interest on that amount and any expenses incurred by the Company due to the incomplete payment. The aforementioned payment notice must clearly state the new payment deadline (a minimum of seven (07) days from the

date the notice is sent), the payment location, and the notice must clearly state that if payment is not made as required, the unpaid shares will be repurchased.

3. The Board of Directors may forfeit shares not fully and timely paid if the requirements in the aforementioned notice are not fulfilled.
4. Forfeited shares are considered shares eligible for offering as stipulated in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize their sale and redistribution under such terms and in such manner as the Board of Directors deems appropriate.
5. Shareholders holding forfeited shares shall forfeit their shareholder status with respect to those shares, but must still pay all related amounts plus proportional interest (not exceeding the demand loan interest rate of Joint Stock Commercial Bank for Foreign Trade of Vietnam) at the time of forfeiture as decided by the Board of Directors, from the date of forfeiture until the date of payment. The Board of Directors has full discretion to enforce payment of the full share value at the time of forfeiture or may waive or reduce payment of part or all of that amount.
6. The forfeiture notice shall be sent to the holder of the forfeited shares prior to the time of forfeiture. The forfeiture remains effective even in the event of any error or negligence in sending the notice.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure of governance and oversight

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

1. General Shareholders Meeting.
2. Board of Directors.
3. Board of Supervisors.
4. Chief Executive Officer.

VI. SHAREHOLDERS AND GENERAL SHAREHOLDERS MEETING

Article 12. Shareholder Rights

1. Shareholders are individuals or organizations owning at least one share of the Company, possessing corresponding rights and obligations based on the number and type of shares they own. Shareholders are only liable for the Company's debts and other property obligations to the extent of the capital contributed to the Company.
2. Common shareholders have the following rights:
 - a) To attend and speak at General Shareholders Meeting meetings and exercise voting rights directly or through an authorized representative or other forms stipulated by the Company's Charter or law. Each common share carries one voting right;

- b) To receive dividends at the rate decided by the General Shareholders Meeting;
 - c) To freely transfer their fully paid shares to others, except for cases stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;
 - d) To have priority to purchase new shares proportional to each shareholder's common shareholding ratio in the Company; to examine, look up, and extract information regarding names and contact addresses in the list of shareholders with voting rights; to request amendments to their inaccurate information;
 - e) To examine, look up, extract, or copy the Company's Charter, minutes of General Shareholders Meeting meetings, and resolutions of the General Shareholders Meeting;
 - f) In the event of the Company's dissolution or bankruptcy, to receive a portion of the remaining assets proportional to their shareholding ratio in the Company after the Company has paid its debts (including obligations to the state, taxes, fees) and paid other classes of shareholders of the Company as stipulated by law;
 - g) To request the Company to repurchase their shares in cases stipulated in Article 132 of the Law on Enterprises;
 - h) To be treated equally. Each share of the same class confers equal rights, obligations, and benefits to its holder. If the Company has preferred shares, the rights and obligations associated with preferred shares must be approved by the General Shareholders Meeting and fully disclosed to shareholders;
 - i) To have full access to periodic and extraordinary information published by the Company in accordance with legal provisions.
 - j) To have their legal rights and interests protected; to request the suspension or annulment of resolutions, decisions of the General Shareholders Meeting, Board of Directors in accordance with the Law on Enterprises.
 - k) Other rights as stipulated by this Charter and the law.
3. Shareholders or a group of shareholders owning 5% or more of the total ordinary shares have the following rights:
- a) To request the Board of Directors to convene a General Shareholders Meeting in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises.
 - b) To review, look up, and extract copies of minutes and resolutions, decisions of the Board of Directors, semi-annual and annual Financial Statements, reports of the Board of Supervisors, contracts, transactions requiring approval by the Board of Directors, and other documents, except for documents related to the trade secrets, business secrets of the Company.

- c) To nominate candidates for the Board of Directors or Board of Supervisors in accordance with the corresponding provisions in Articles 25 and 36 of this Charter. The nomination of individuals to the Board of Directors and Board of Supervisors shall be carried out as follows:
- Ordinary shareholders forming a group to nominate individuals to the Board of Directors and Board of Supervisors must notify the shareholders attending the meeting about the group meeting before the opening of the General Shareholders Meeting.
 - Based on the number of Members of the Board of Directors and Board of Supervisors, shareholders or a group of shareholders specified in this clause have the right to nominate one or more individuals as decided by the General Shareholders Meeting as candidates for the Board of Directors and Board of Supervisors. If the number of candidates nominated by shareholders or a group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Shareholders Meeting, the remaining candidates shall be nominated by the Board of Directors, Board of Supervisors, and other shareholders.
- d) To request the Board of Supervisors to inspect specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and include the following details: full name, contact address, nationality, Citizen ID card number/Identity Card number/Passport number or other lawful personal identification for individual shareholders; name, enterprise code or legal document number of the organization, principal office address for institutional shareholders; the number of shares and the share registration date for each shareholder, the total number of shares of the entire group of shareholders and the ownership ratio in the total shares of the Company; the issue to be inspected, the purpose of the inspection.
- e) To propose matters for inclusion in the agenda of the General Shareholders Meeting. The proposal must be in writing and sent to the Company no later than three (03) working days before the opening date. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the matter proposed for inclusion in the meeting agenda.
- f) Other rights as stipulated by law and this Charter.

Article 13. Obligations of shareholders

Shareholders have the following obligations:

1. To fully and timely pay for the shares committed to be purchased and to provide an accurate address when registering to purchase shares.
2. Not to withdraw capital contributed through ordinary shares from the Company in any

form, except when the shares are repurchased by the Company or another party. If a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, that shareholder and related parties within the Company must jointly and severally bear responsibility for the debts and other property obligations of the Company to the extent of the value of the withdrawn shares and any damages incurred.

3. Adhere to the Company Charter and the Company's internal management regulations.
4. Comply with resolutions and decisions of the General Shareholders Meeting, Board of Directors.
5. Maintain confidentiality of information provided by the Company as stipulated in the Company Charter and law; use provided information solely to exercise and protect legitimate rights and interests; strictly prohibit disseminating, copying, or forwarding information provided by the Company to other organizations or individuals.
6. Attend the General Shareholders Meeting and exercise voting rights through the following methods:
 - a) Attend and vote directly at the meeting;
 - b) Authorize another individual or organization to attend and vote at the meeting;
 - c) Attend and vote via online conference, electronic ballot, or other electronic means;
 - d) Submit voting ballots to the meeting via mail, fax, or email.
7. Assume personal responsibility when acting on behalf of the Company in any capacity to perform any of the following actions:
 - a) Violating the law;
 - b) Engaging in business and other transactions for personal gain or to serve interests of other organizations or individuals;
 - c) Settling undue debts in anticipation of potential financial risks that may occur to the Company.
8. Fulfilling other obligations as stipulated by current law and the Company's Charter.

Article 14. General Shareholders Meeting

1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company. The Annual General Meeting of Shareholders shall be held once a year. The General Meeting of Shareholders must convene an annual meeting within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the time for holding the Annual General Meeting of Shareholders in necessary cases, but not exceeding six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of

Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam..

2. The Board of Directors convenes the Annual General Shareholders Meeting and selects a suitable venue and organizational format (in-person, online, or a hybrid of in-person and online). The Annual General Shareholders Meeting decides on matters according to legal provisions and the Company's Charter, specifically approving the annual Financial Statements and the financial plan for the subsequent fiscal year. If the Audit Report of the Company's annual Financial Statements contains material exceptions, an adverse or disclaimed audit opinion, the Company must invite a representative from the approved auditing organization that audited the Company's Financial Statements to attend the Annual General Shareholders Meeting, and this representative is responsible for attending the Company's Annual General Shareholders Meeting.
3. The Board of Directors must convene an Extraordinary General Shareholders Meeting in the following cases:
 - a) The Board of Directors deems it necessary for the Company's benefit;
 - b) Quarterly, six (06) month, or audited annual Financial Statements reflect that owner's equity has been reduced by half (1/2) compared to the beginning balance;
 - c) When the number of Members of the Board of Directors, independent Members of the Board of Directors, or Supervisors is less than the number of members prescribed by law, or the number of Members of the Board of Directors is reduced by more than one third (1/3) compared to the number of members stipulated in this Charter;
 - d) Shareholders or groups of shareholders specified in Clause 3, Article 12 of this Charter may request to convene a General Shareholders Meeting. The request to convene a General Shareholders Meeting must be in writing, clearly stating the reasons and purpose of the meeting, with sufficient signatures of the relevant shareholders or multiple copies of the request compiled with sufficient signatures of the relevant shareholders;Article 12
 - e) The Board of Supervisors shall request to convene a meeting if the Board of Supervisors has reason to believe that the Members of the Board of Directors or other executives have seriously violated their obligations under Article 165 of the Law on Enterprises or the Board of Directors has acted or intends to act beyond the scope of its authority;
 - f) Other cases as stipulated by law and this Charter.
4. Convening an Extraordinary General Shareholders Meeting
 - a) The Board of Directors must convene a General Shareholders Meeting within thirty (30) days from the date the number of Members of the Board of Directors, independent

Members of the Board of Directors, or Members of the Board of Supervisors remains as specified in Point c, Clause 3 of this Article, or upon receiving a request as specified in Point d and Point e, Clause 3 of this Article;

- b) If the Board of Directors fails to convene a General Shareholders Meeting as stipulated in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Board of Supervisors must replace the Board of Directors in convening the General Shareholders Meeting as stipulated in Clause 3, Article 140 of the Law on Enterprises;
- c) If the Board of Supervisors fails to convene a General Shareholders Meeting as stipulated in Point b, Clause 4 of this Article, then the shareholder or group of shareholders specified in Point d, Clause 3 of this Article has the right to represent the Company in convening the General Shareholders Meeting as stipulated in the Law on Enterprises.

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

- d) Procedures for organizing a General Shareholders Meeting as stipulated in Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and Duties of the General Shareholders Meeting

- 1. The General Shareholders Meeting has the following rights and duties:
 - a) Approving the development orientation of the Company;
 - b) Deciding the types of shares and the total number of shares of each type authorized for offer; deciding the annual dividend rate for each type of share;
 - c) Electing, dismissing, removing Members of the Board of Directors, Members of the Board of Supervisors;
 - d) Deciding on investments or sales of assets valued at 35% or more of the total asset value recorded in the Company's most recent Financial Statements;
 - e) Deciding on amendments and supplements to the Company Charter;
 - f) Approving the annual Financial Statements;
 - g) Deciding to repurchase more than 10% of the total sold shares of each type;
 - h) Reviewing and addressing violations by Members of the Board of Directors, Members of the Board of Supervisors causing damage to the Company and its shareholders;

- i) Deciding on the reorganization, dissolution of the Company;
 - j) Deciding the budget or total remuneration, bonuses, and other benefits for the Board of Directors, Board of Supervisors;
 - k) Approve Internal Governance Regulations; Operating Regulations of the Board of Directors, Board of Supervisors;
 - l) Approve the list of approved auditing firms; decide on the approved auditing firm to conduct operational inspections of the Company, dismiss the approved auditor when deemed unnecessary;
 - m) Other rights and obligations as prescribed by law.
2. The General Shareholders Meeting shall discuss and approve the following matters:
- a) The Company's annual business plan;
 - b) Annual audited Financial Statements;
 - c) Report of the Board of Directors on the governance and operational results of the Board of Directors and each Member of Board of Directors;
 - d) Report of the Board of Supervisors on the business results of the Company, operational results of the Board of Directors, Chief Executive Officer;
 - e) Self-assessment report on the operational results of the Board of Supervisors and its Members;
 - f) The annual dividend payment rate for each share type in accordance with the Enterprise Law and the rights associated with that share type. This dividend rate shall not exceed the rate proposed by the Board of Directors after consulting with shareholders at the General Shareholders Meeting;
 - g) The number of Members of the Board of Directors; Board of Supervisors;
 - h) Elect, relieve from duty, dismiss Members of the Board of Directors and Members of the Board of Supervisors;
 - i) Decide on the budget or total remuneration, bonuses, and other benefits for the Board of Directors, Board of Supervisors;
 - j) Approve the list of approved auditing firms; decide on the approved auditing firm to conduct inspections of the company's operations when deemed necessary;
 - k) Supplement and amend the Company Charter;
 - l) Decide on the share type and the number of new shares to be issued for each share type.
 - m) Division, separation, consolidation, merger, or transformation of the Company;
 - n) Decide on the reorganization and dissolution (liquidation) of the Company and appoint a liquidator;

- o) Inspect and address violations by the Board of Directors, Board of Supervisors causing damage to the Company and its shareholders;
 - p) Decide to invest in or sell assets with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent audited financial statements;
 - q) Decide to repurchase over 10% of the total issued shares of each share type;
 - r) The Company enters into contracts, transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the Company's total asset value recorded in the most recent audited financial statements;
 - s) Approve transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 2020-12-31 of the Government detailing the implementation of a number of articles of the Securities Law;
 - t) Approve internal regulations on corporate governance, Operating Regulations of the Board of Directors, Operating Regulations of the Board of Supervisors;
 - u) Other matters as stipulated in this Charter.
3. Shareholders are not allowed to participate in voting in the following cases:
- a) Contracts specified in Clause 2 of this Article when that shareholder or a person related to that shareholder is a party to the contract.
 - b) The repurchase of shares from that shareholder or a person related to that shareholder, except when the share repurchase is carried out proportionally to the ownership ratio of all shareholders or the repurchase is carried out through order matching or public tender offer on the Stock Exchange or public tender offer as prescribed by law.
4. All resolutions and matters included in the meeting agenda must be brought up for discussion and voting at the General Shareholders Meeting.

Article 16. Authorization to attend General Shareholders Meeting

- 1. A shareholder, or an authorized representative of an institutional shareholder, may directly attend the meeting or authorize one or more other individuals or organizations to attend, or attend through one of the forms specified in these Articles of Association. If there is more than one authorized representative, the specific number of shares and votes authorized for each representative must be clearly defined.
- 2. The authorization for an individual or organization to represent and attend the General Shareholders Meeting per Clause 1 of this Article must be in writing, using the Company's form, and bear the following signatures:
 - a) If the authorizing shareholder is an individual, the power of attorney must bear the signature of that shareholder and the individual or legal representative of the authorized organization attending the meeting;

- b) If the authorizing shareholder is an organization, the power of attorney must bear the signature of the authorized representative, legal representative of the authorized institutional shareholder attending the meeting;
- c) In other cases, the power of attorney must bear the signatures of the shareholder's legal representative and the authorized attendee.

The authorized attendee of the General Meeting of Shareholders must submit the power of attorney upon registration before entering the meeting room. In the case of re-authorization, the attendee must also present the original power of attorney from the shareholder or from the authorized representative of the institutional shareholder (if it has not been previously registered with the Company).

- 3. If a lawyer, on behalf of the authorizing party, signs the representative designation form, the designation of a representative in this case shall only be deemed effective if that representative designation form is presented along with the power of attorney for the lawyer (if not previously registered with the Company).
- 4. Except as stipulated in Clause 3 of this Article, the ballot of an authorized person attending the meeting, within the scope of their authorization, remains valid if one of the following events occurs:
 - a) The authorizing party has died, had their civil act capacity restricted, or lost their civil act capacity;
 - b) The authorizing party has revoked the authorization designation;
 - c) The authorizing party has revoked the authority of the person performing the authorization.

This clause does not apply if the Company receives notification of one of the aforementioned events before the opening hour of the General Shareholders Meeting or before the reconvened meeting.

Article 17. Changes to Rights

- 1. The amendment or revocation of special rights attached to a class of preference shares shall become effective when approved by shareholders representing at least 65% of the total votes of all attending shareholders. A resolution of the General Shareholders Meeting regarding content that adversely alters the rights and obligations of shareholders holding preference shares shall only be adopted if it is approved by preference shareholders of the same class attending the meeting, holding 75% or more of the total shares of that class, or if it is approved by preference shareholders of the same class holding 75% or more of the total shares of that class when the resolution is adopted through written opinions.
- 2. The convening of a meeting of shareholders holding a class of preference shares to approve the aforementioned change of rights shall only be valid if there are at least two

(02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that class. If the quorum as stated above is not met, the meeting shall be reconvened within thirty (30) days thereafter, and the holders of shares of that class (regardless of the number of individuals and shares) present in person or through authorized representatives shall be deemed to constitute the required quorum. At such meetings of shareholders holding preference shares, the holders of shares of that class present in person or through a representative may request a secret ballot. Each share of the same class shall have equal voting rights at the aforementioned meetings.

3. The procedures for conducting such separate meetings shall be carried out similarly to the provisions in Articles 19, 20, and 21 of this Charter.
4. Unless the terms of share issuance stipulate otherwise, the special rights attached to classes of shares with preferential rights regarding some or all matters related to the distribution of profits or assets of the Company shall not be altered when the Company issues additional shares of the same class.

Article 18. Convening a meeting, meeting agenda, and notice of General Shareholders Meeting

1. The Board of Directors shall convene annual and extraordinary General Shareholders Meetings. The Board of Directors shall convene extraordinary General Shareholders Meetings in the cases stipulated in Clause 3, Article 14 of this Charter.
2. The convener of the General Shareholders Meeting must perform the following duties:
 - a) Prepare a list of shareholders eligible to attend and vote at the General Shareholders Meeting. The list of shareholders entitled to attend the General Shareholders Meeting shall be prepared no earlier than ten (10) days before the date of sending the notice of invitation to the General Shareholders Meeting. The Company must disclose information about the preparation of the list of shareholders entitled to attend the General Shareholders Meeting at least twenty (20) days before the record date;
 - b) Prepare the agenda and content of the meeting;
 - c) Prepare documents for the meeting;
 - d) Draft the resolution of the General Shareholders Meeting according to the proposed content of the meeting;
 - e) Determine the time and venue for the meeting;
 - f) Announce and send the notice of General Shareholders Meeting to all shareholders entitled to attend;
 - g) Other tasks serving the meeting.
3. The notice of invitation to the General Shareholders Meeting shall be sent to all

shareholders by a method ensuring delivery to the shareholder's contact address, and simultaneously published on the Company's website and the State Securities Commission of Vietnam, the Stock Exchange where the Company's shares are listed. The convener of the General Shareholders Meeting must send the notice of invitation to all shareholders on the list of shareholders entitled to attend no later than twenty-one (21) days before the opening date of the General Shareholders Meeting (calculated from the date the notice is validly sent or transmitted, postage paid, or placed in the mailbox). The agenda of the General Shareholders Meeting and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. If the documents are not enclosed with the notice of the General Shareholders Meeting, the notice of invitation must clearly state the link to all meeting documents for shareholders to access, including:

- a) The meeting agenda, documents used in the meeting;
 - b) The list and detailed information of candidates in case of electing Members of the Board of Directors, Members of the Board of Supervisors;
 - c) Voting ballot;
 - d) Proxy appointment form for attending the meeting;
 - e) Draft resolution for each matter on the meeting agenda.
4. Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of this Charter have the right to propose matters for inclusion in the agenda of the General Shareholders Meeting. Proposals must be in writing and submitted to the Company at least three (03) working days before the opening date of the General Shareholders Meeting. The proposal must include the shareholder's full name, contact address, nationality, citizen identification card number/identity card number/passport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, principal office address for institutional shareholders; the number and type of shares held by that shareholder, and the content of the proposed matter for the meeting agenda. Article 12
5. The convener of the General Shareholders Meeting may reject proposals related to Clause 4 of this Article if they fall into one of the following cases:
- a) The proposal was not submitted by the deadline, or was insufficient or incorrect in content;
 - b) At the time of the proposal, the shareholder or group of shareholders did not hold at least 5% of common shares as stipulated in Clause 3, Article 12 of this Charter; Article 12
 - c) The proposed matter does not fall within the decision-making authority of the General Shareholders Meeting;
 - d) Other cases as stipulated by law and this Charter.

6. The convener of the General Shareholders Meeting must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and meeting content, except as provided in Clause 5 of this Article; the proposal will be officially added to the agenda and meeting content if approved by the General Shareholders Meeting.

Article 19. Conditions for convening the General Shareholders Meeting

1. The General Shareholders Meeting shall proceed when attending shareholders represent over 50% of the total voting shares.
2. In the event that the first meeting does not meet the conditions for convening as prescribed in Clause 1 of this Article, the notice of invitation for the second meeting shall be sent within thirty (30) days from the date the first meeting was intended to be held. The second General Meeting of Shareholders shall only be conducted when attending shareholders represent at least 33% of the voting shares.
3. Should the second General Meeting fail to proceed as per Clause 2 of this Article, the third meeting notice must be sent within twenty (20) days from the planned second meeting date. In this case, the General Meeting shall proceed regardless of the number of shareholders or authorized representatives attending, and shall be deemed valid and have the right to decide all matters that the first General Shareholders Meeting could approve.
4. Only the General Shareholders Meeting may change the meeting agenda sent with the meeting notice as stipulated in Clause 3, Article 18 of this Charter.

Article 20. Procedures for conducting and voting at the General Shareholders Meeting.

1. Before the meeting commences, the Company must conduct shareholder registration procedures and continue registration until all eligible shareholders present are registered in the following order:
 - a) Upon registration of shareholders, the Company shall issue to each shareholder or their authorized representative with voting rights a voting card, which specifies the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting rights held by such shareholder. The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by way of votes in favor, votes against, and abstentions. At the Meeting, votes in favor shall be collected first, followed by votes against, and finally the total number of votes in favor and against shall be counted to determine the result. The vote-counting results shall be announced by the Chairperson immediately prior to the closing of the Meeting. The General Meeting of Shareholders shall elect persons responsible for vote counting or supervision of vote counting as proposed by the Chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the Chairperson's proposal

- b) A shareholder, or an authorized representative of a shareholder that is an organization, or an authorized person arriving after the meeting has commenced, has the right to register immediately and, subsequently, has the right to participate and vote at the General Shareholders Meeting immediately after registration. The presiding officer is not responsible to halt the General Shareholders Meeting for late-arriving shareholders to register, and the validity of any votes already conducted before the late-arriving shareholder attends shall not be affected.
- 2. Election of chairperson, secretary, and ballot committee is stipulated as follows:
 - a) Chairman of Board of Directors acts as Chairperson or authorizes another Member of Board of Directors as Chairperson of General Shareholders Meeting convened by Board of Directors. If Chairman is absent or temporarily incapacitated, the remaining Members of Board of Directors elect one among them as the Chairperson of the meeting by the majority rule. If no Chairperson is elected, Head of Board of Supervisors conducts proceedings for General Shareholders Meeting to elect Chairperson, and the person with the highest votes shall be the Chairperson of the meeting;
 - b) Except cases specified in Point a of this Clause, person who signed convocation for General Shareholders Meeting conducts proceedings for General Shareholders Meeting to elect Chairperson, and the person with highest votes shall be Chairperson;
 - c) Chairperson appoints one or more persons as the meeting secretaries;
 - d) General Shareholders Meeting elects one or more persons to ballot committee upon proposal of the meeting chairperson.
 - 3. Agenda and meeting content must be approved by General Shareholders Meeting during opening session. Agenda must clearly and specifically define time for each item within meeting program.
 - 4. The Chairperson of the General Meeting may take necessary measures to ensure that the General Meeting of Shareholders is conducted in an orderly manner, in accordance with the approved agenda, and reflects the wishes of the majority of attending participants;
 - a) Arrange seating at the General Shareholders Meeting venue;
 - b) Ensure safety for all persons present at the meeting venues;
 - c) Facilitate shareholders to attend (or continue to attend) the meeting. The convener of the General Shareholders Meeting has full authority to change the aforementioned measures and implement all necessary measures. The measures applied may include issuing admission tickets or using other forms.
 - 5. The General Shareholders Meeting discusses and votes on each issue on the agenda.

Voting is conducted by affirmative votes, negative votes, and abstentions. The vote counting results are announced by the Chairperson immediately before the close of the meeting.

6. Shareholders or authorized proxies attending the meeting who arrive after the meeting has commenced are still permitted to register and have the right to participate in voting immediately after registration; in this case, the validity of previously voted resolutions remains unchanged.
7. The convener of the meeting or the Chairperson of the General Shareholders Meeting has the following rights:
 - a) To require all attendees to undergo inspection or other lawful and reasonable security measures;
 - b) To request competent authorities to maintain order at the meeting; to expel individuals who disregard the Chairperson's authority, intentionally disrupt order, impede the normal progress of the meeting, or fail to comply with security inspection requirements from the General Shareholders Meeting.
8. The Chairperson has the right to postpone the General Shareholders Meeting, even if a sufficient number of attendees have registered, for a maximum of three (03) business days from the originally scheduled commencement date, and may only postpone the meeting or change the meeting venue in the following cases:
 - a) The meeting venue lacks sufficient convenient seating for all attendees;
 - b) The facilities at the meeting venue are inadequate for attending shareholders to participate, discuss, and vote;
 - c) Attendees obstruct and disrupt order, posing a risk that the meeting cannot be conducted fairly and lawfully.
9. Should the Chairperson postpone or temporarily suspend the General Shareholders Meeting in contravention of Clause 8 of this Article, the General Shareholders Meeting shall elect another individual from among the attendees to replace the Chairperson and preside over the meeting until its conclusion; all resolutions adopted at that meeting shall be legally effective.
10. Should the Company utilize modern technology to conduct the General Shareholders Meeting through online means, the Company bears the responsibility to ensure shareholders can participate and cast votes via electronic ballot or other electronic methods, as prescribed by Article 144 of the Enterprise Law and Clause 3, Article 173 of Decree No. 155/ND-CP dated 2020-12-31, issued by the Government, which elaborates on the implementation of certain articles of the Securities Law.

Article 21. Conditions for the adoption of resolutions by the General Shareholders

Meeting.

1. Resolutions concerning the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting shares held by all shareholders present and voting at the meeting, with the exception of cases stipulated in Clauses 3, 4, and 6 of Article 148 of the Enterprise Law:
 - a) Classes of shares and the total number of shares within each class;
 - b) Alteration of business sectors, professions, and operational scope;
 - c) Modification of the Company's management organizational structure;
 - d) Investment projects or the sale of assets with a value equivalent to 35% or more of the total asset value as documented in the Company's most recent Financial Statements, unless the Company Charter stipulates a different percentage or value;
 - e) Reorganization or dissolution of the Company.
2. Resolutions shall be adopted upon approval by shareholders holding more than 50% of the total voting shares of all shareholders present at the meeting, with the exception of cases stipulated in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Enterprise Law.
3. Resolutions of the General Shareholders Meeting adopted by 100% of the total voting shares are deemed lawful and immediately effective, even if the procedures for convening the meeting and passing such resolutions contravene the provisions of the Enterprise Law and the Company Charter.

Article 22. Authority and Formalities for Soliciting Written Shareholder Opinions to Adopt Resolutions of the General Shareholders Meeting

The authority and formalities for soliciting written shareholder opinions to adopt resolutions of the General Shareholders Meeting shall be implemented in accordance with the following provisions:

1. The Board of Directors is authorized to solicit written shareholder opinions for the adoption of resolutions by the General Shareholders Meeting when deemed necessary for the Company's benefit.
2. All decisions falling within the purview of the General Shareholders Meeting may be adopted through the process of soliciting written shareholder opinions.
3. The Board of Directors must prepare opinion ballots, draft resolutions of the General Shareholders Meeting, and explanatory documents pertaining to the draft resolutions, and dispatch them to all shareholders possessing voting rights no later than ten (10) days prior to the deadline for returning the opinion ballots. The requirements and procedures for submitting opinion ballots and accompanying documents shall adhere to the stipulations of Clause 3, Article 18 of this Charter.

4. The opinion ballots must include the following essential information:
 - a) Name, principal office address, enterprise identification number;
 - b) Purpose of the opinion solicitation;
 - c) Full name, contact address, nationality, Citizen ID Card/Identity Card/Passport number, or other valid personal identification for individual shareholders; name, principal office address, enterprise identification number, or legal document number for institutional shareholders, or the full name, contact address, nationality, Citizen ID Card/Identity Card/Passport number, or other valid personal identification of the authorized representative of institutional shareholders; the quantity of shares of each class and the shareholder's total voting shares;
 - d) Issues requiring opinion for the decision approval;
 - e) Voting options include approval, disapproval, and no opinion for each issue opinions are sought;
 - f) The deadline for the answered opinion form to be sent to the Company;
 - g) Full name, signature of the Chairman of the Board of Directors.
5. Shareholders may send answered opinion forms to the Company by mail, fax, or email as specified below:
 - a) In case of mail, the answered opinion form must bear the signature of the individual shareholder, or the authorized representative or legal representative of the institutional shareholder. The opinion form sent to the Company must be placed in a sealed envelope and no one is permitted to open it before vote counting;
 - b) In case of fax or email, the opinion form sent to the Company via fax or email must be kept confidential until the time of vote counting;
 - c) Opinion forms sent to the Company after the deadline specified in the opinion form, or opened in case of mail, or disclosed before vote counting in case of fax or email, are invalid. An opinion form not returned is considered a non-participating vote.
6. The Board of Directors shall conduct the vote counting and prepare the vote-counting minutes in the presence of the Supervisory Board or shareholders who do not hold managerial positions in the Company. The vote-counting minutes must include the following principal contents;
 - a) Name, the address of its principal office, the enterprise code;
 - b) Purpose and the issues requiring opinions for the adoption of a resolution;
 - c) Number of shareholders, with the total number of votes that participated in the voting, specifying the number of valid votes, the number of invalid votes, and the voting method, together with an appendix listing the shareholders participating in the voting;

- d) The total number of votes in favor, the votes against, and votes of no opinion for each issue;
- e) The issues that have been approved and the corresponding percentage of votes for approval;
- f) Full name and signature of the Chairman of the Board of Directors, the vote supervisor, and the vote counter.

The Members of the Board of Directors, the vote supervisor, and the vote counter shall bear joint and several responsibility for the honesty and accuracy of the ballot counting record; they shall bear joint and several responsibility for the damages arising from decisions adopted due to dishonest or inaccurate ballot counting.

- 7. The vote-counting minutes and resolutions must be sent to shareholders within fifteen (15) days from the date the vote counting is completed. The delivery of the vote-counting minutes and resolutions may be substituted by posting them on the Company's website within twenty-four (24) hours from the completion of the vote counting.
- 8. Answered opinion ballots, ballot counting minutes, adopted resolutions, and related documents accompanying the opinion ballots must all be kept at the head office of the Company.
- 9. A resolution adopted via written shareholder opinions is valid if approved by shareholders holding over 50% of the total voting rights of all voting shareholders and holds the same value as a resolution adopted at a General Shareholders Meeting.

Article 23. Resolution, Minutes of the General Shareholders Meeting.

- 1. The General Shareholders Meeting must be minuted and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may also be prepared in a foreign language, and must contain the following main contents:
 - a) Name, head office address, enterprise code;
 - b) Time and venue of the General Shareholders Meeting;
 - c) Agenda and content of the meeting;
 - d) Full name of the Chairperson and secretary;
 - e) Summary of the proceedings of the meeting and the opinions expressed at the General Shareholders Meeting concerning each issue in the content of the meeting agenda;
 - f) The number of shareholders and the total number of voting shares of the attending shareholders, the appendix of the registered shareholder list, shareholder representatives attending the meeting with the corresponding number of shares and votes;

- g) The total number of votes for each voting matter, in which the voting method is clearly stated, the total valid votes, invalid votes, the total votes in favor, against, and abstentions; the corresponding ratio to the total votes of the attending shareholders;
 - h) The matters that have been approved and the corresponding ratio of votes for the approval;
 - i) Full name and signature of the Chairperson and the Secretary. In the event that the Chairperson and/or the Secretary refuse to sign the meeting minutes, such minutes shall remain valid if signed by all other attending members of the Board of Directors and containing all required contents as prescribed in this clause. The minutes must clearly state the refusal of the Chairperson and/or the Secretary to sign the meeting minutes.
2. The minutes of the General Shareholders Meeting must be finalized and approved prior to the conclusion of the meeting. The chairperson, meeting secretary, and other individuals signing the minutes shall be jointly liable for the veracity and accuracy of the minutes' content.
 3. Minutes and resolutions of the General Shareholders Meeting prepared in both Vietnamese and foreign languages shall possess equal legal validity. Should there be any divergence in the content between the Vietnamese and foreign language minutes or resolutions, the content within the Vietnamese minutes or resolutions shall be legally applicable.
 4. The minutes of the meeting, resolutions of the General Shareholders Meeting, the appendix containing the list of shareholders registered to attend the meeting with their signatures, proxy forms for meeting attendance, and all documents appended to the Minutes (if applicable), along with relevant documents accompanying the notice of meeting, must be publicly disclosed in accordance with legal provisions on information disclosure in the securities market and must be retained at the Company's head office.

Article 24. Request for Annulment of a Resolution of the General Shareholders Meeting

Within ninety (90) days from the date of receipt of the resolution or minutes of the General Shareholders Meeting, or the minutes detailing the results of written ballot counting for General Shareholders Meeting opinions, a shareholder or a group of shareholders as stipulated in Clause 3, Article 12 of this Charter possesses the right to petition the Court or Arbitration to review and annul the resolution or a specific portion of the General Shareholders Meeting's resolution in the subsequent circumstances:

1. The procedures and process for convening meetings and adopting decisions by the General Shareholders Meeting gravely contravene the provisions of the Enterprise Law and the Company's Charter, except for circumstances stipulated in Clause 3, Article 21 of this Charter.

2. The content of the resolution infringes upon the law or the Company's Charter.

Should a resolution of the General Shareholders Meeting be annulled by a decision of the Court or Arbitration, the convener of the annulled General Shareholders Meeting may elect to re-convene the General Shareholders Meeting within sixty (60) days, adhering to the procedures and process stipulated in the Enterprise Law and this Charter.

VII. BOARD OF DIRECTORS

Article 25. Candidacy and Nomination of Members of the Board of Directors

1. Where candidates have been pre-identified, information pertaining to the Board of Directors candidates shall be incorporated into the General Shareholders Meeting documents and disseminated at least ten (10) days prior to the commencement date of the General Shareholders Meeting on the Company's electronic information portal, enabling shareholders to review these candidates before casting their votes. Each Board of Directors candidate must provide a written undertaking attesting to the veracity, accuracy, and reasonableness of the disclosed personal information, and must commit to discharging their duties honestly, diligently, and in the paramount interests of the Company if elected as a Member of the Board of Directors. The information related to Board of Directors candidates to be disclosed shall encompass, at a minimum, the subsequent particulars:
 - a) Full name, date of birth;
 - b) Educational level;
 - c) Level of professional expertise;
 - d) Work experience;
 - e) Companies where the candidate currently holds the position of Member of Board of Directors and other management positions;
 - f) Evaluation report on the candidate's contributions to the Company, in case the candidate is currently a Member of Board of Directors of the Company;
 - g) Interests related to the Company and related parties of the Company;
 - h) Full name of the shareholder or group of shareholders nominating that candidate (if any);
 - i) Other information (if any).
2. Shareholders holding ordinary shares shall have the right to aggregate their voting rights to nominate candidates to the Board of Directors. A shareholder or a group of shareholders holding from 5% to less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may

nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

3. In the event that the number of Board of Directors candidates through nomination and candidacy remains insufficient as stipulated in Clause 3, Article 12 of this Charter, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism defined by the Company in its Internal Regulation on corporate governance. The procedure for the incumbent Board of Directors to introduce Board of Directors candidates must be clearly disclosed and approved by the General Shareholders Meeting before proceeding with nominations as prescribed by law.

Article 26. Composition and term of office for a Member of Board of Directors

1. The number of Member of Board of Directors is five (05) individuals. The term of office for a Member of Board of Directors does not exceed five (05) years and they may be re-elected for an unlimited number of terms.
2. Structure of the Board of Directors: The Company's Board of Directors must ensure that at least one-third (1/3) of the total Board of Directors members are non-executive members. The Company's Board of Directors must ensure that there is at least one (01) independent member among the total five (05) Board of Directors members. An independent Board of Directors member must not serve more than 02 consecutive terms.
3. A Member of Board of Directors ceases to be qualified in the following cases:
 - a) Fails to meet the qualifications to be a Member of Board of Directors as stipulated by the Law on Enterprises or is prohibited by law from being a Member of Board of Directors;
 - b) Submits a resignation letter;
 - c) Suffers from a mental disorder and other members of the Board of Directors possess professional evidence proving that the individual lacks legal capacity;
 - d) Fails to attend meetings of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
 - e) By resolution of the General Shareholders Meeting;
 - f) Provides false personal information when submitting to the Company as a candidate for the Board of Directors;
 - g) Other cases as stipulated by law and this Charter.
4. The appointment of a Member of Board of Directors must be disclosed according to the provisions of laws on securities and the securities market.

5. A Member of Board of Directors may not be a shareholder of the Company.

Article 27. Powers and duties of the Board of Directors

1. The business operations and affairs of the Company shall be managed or directed by the Board of Directors. The Board of Directors is the governing body of the Company, with full authority to decide on the exercise of the Company's rights and obligations, except for those rights and obligations falling under the authority of the General Shareholders Meeting.
2. The rights and obligations of the Board of Directors are prescribed by law, the Charter, the Company's internal regulations, and the General Shareholders Meeting. Specifically, the Board of Directors has the following powers and duties:
 - a) To decide on the strategy, medium-term business development plan, and annual budget plan;
 - b) To propose the types of shares and the total number of shares authorized for offer by type;
 - c) To decide on the selling price of new shares within the limit of shares authorized for offer for each type, and to decide on capital mobilization through other forms;
 - d) To decide on the selling price of shares and bonds of the Company;
 - e) To decide on the repurchase of shares as stipulated in Clauses 1 and 2 of Article 133 of the Law on Enterprises;
 - f) To decide on investment plans 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 Statements
 - g) To decide on market development, marketing, and technology solutions;
 - h) To approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions with a value of 35% or more of the total asset value as recorded in the Company's most recent Financial Statements, unless the Company's Charter stipulates a different ratio or value and the contract or transaction falls under the decision-making authority of the General Shareholders Meeting as stipulated in Point d, Clause 2, Article 138, and Clauses 1 and 3 of Article 167 of the Law on Enterprises;
 - i) To elect, dismiss, and remove the Chairperson of the Board of Directors; to appoint, dismiss, sign contracts, and terminate contracts with the Chief Executive Officer and other key managers as prescribed by the Company's Charter; to decide on the salaries, remuneration, bonuses, and other benefits of those managers; to authorize representatives to participate in the Board of Members or General Shareholders Meeting of other companies, and to decide on the remuneration and other benefits of those representatives;

- j) To supervise and direct the Chief Executive Officer and other managers in the daily business operations of the Company;
 - k) To resolve the Company's complaints against enterprise executives as well as to decide on selecting the Company's representatives to address issues related to legal procedures concerning those executives;
 - l) To decide on the organizational structure of the Company, the establishment of subsidiaries, the establishment of branches, representative offices, and the capital contribution, acquisition of shares in other enterprises;
 - m) To propose the reorganization or dissolution of the Company;
 - n) To decide on internal regulations on corporate governance after effective approval by the General Shareholders Meeting to protect shareholders;
 - o) To approve the agenda, content of documents for the General Shareholders Meeting, to convene the General Shareholders Meeting, or to solicit opinions for the General Shareholders Meeting to adopt resolutions;
 - p) To propose the annual dividend rate; to decide on the deadline and procedures for dividend payment or to address losses incurred during business operations;
 - q) To submit the audited annual Financial Statements, corporate governance report to the General Shareholders Meeting
 - r) Other rights and obligations (if any).
3. The following matters must be approved by the Board of Directors:
- a) Establishment of branches or representative offices of the Company;
 - b) Establishment of subsidiaries of the Company;
 - c) Within Clause 2 Article 153 of the Enterprise Law, and excluding cases in Clause 2 Article 139, Clause 1 and Clause 3 Article 167 of the Enterprise Law requiring General Shareholders Meeting approval, the Board of Directors decides execution, amendment, and cancellation of Company contracts (including purchase, sale, merger, acquisition, and joint venture contracts);
 - d) Appointment and dismissal of persons authorized by the Company as its commercial representatives and lawyers;
 - e) The Company's borrowing and execution of its mortgages, collateral, guarantees, and indemnities;
 - f) Investments not within business plan and budget exceeding 10% of annual business plan and budget value;
 - g) The purchase or sale of shares, capital contributions in other companies established in Vietnam or abroad;

- h) The valuation of assets contributed to the Company that are not in cash during the issuance of shares or bonds, including gold, land use rights, intellectual property rights, technology, and technical know-how;
 - i) The Company repurchasing or redeeming not more than 10% of the total shares of each type offered within twelve (12) months;
 - j) Deciding the price for repurchase or redemption of the Company's shares;
 - k) Business matters or transactions which the Board decides require approval within its authority and responsibility.
4. The Board of Directors must report to the General Shareholders Meeting concerning its operations, specifically regarding the supervision by the Board of Directors over the Chief Executive Officer and other executives during the financial year. If the Board of Directors fails to submit the report to the General Shareholders Meeting, the Company's annual Financial Statements are considered invalid and not approved by the Board of Directors.
5. Unless the law and Charter stipulate otherwise, the Board of Directors may delegate authority to subordinate employees and other executives to represent and handle work on behalf of the Company.

Article 28. Remuneration, salaries, and other benefits of Members of Board of Directors

1. Members of the Board of Directors (excluding authorized representatives) shall be entitled to remuneration for their work in their capacity as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Meeting of Shareholders. Such remuneration shall be allocated among the members of the Board of Directors in accordance with their agreement or, in the absence of such agreement, shall be distributed equally among them.
2. The total sum of all monies paid to each individual Member of the Board of Directors, which shall include remuneration and allowances, associated costs, commission payments, rights to acquire shares, and any other forms of advantage that are derived from the Company, its subsidiary companies thereof, entities associated with the Company, and any other companies in which a Member of the Board of Directors serves as a capital contribution representative, must be thoroughly disclosed in comprehensive detail within the annual report of the Company. The remuneration of the Member of the Board of Directors shall be explicitly shown as a distinct separate item within the annual Financial Statements of the Company.
3. A Member of the Board of Directors holding an executive position, or a Member of the Board of Directors serving on subcommittees of the Board of Directors, or performing other duties which, in the opinion of the Board of Directors, fall outside the ordinary

scope of a Member of the Board of Directors' usual responsibilities, may be paid additional remuneration in the form of a lump-sum payment per instance, salary, commission, percentage of profits, or in any other form as determined by the Board of Directors.

4. A Member of Board of Directors has the right to be reimbursed for all travel, accommodation, living, and other reasonable expenses incurred while performing their duties as a Member of Board of Directors, including costs for attending General Shareholders Meeting, Board of Directors, or its sub-committee meetings.
5. A Member of Board of Directors may be provided with liability insurance by the Company following approval by the General Shareholders Meeting. This insurance does not cover liabilities of the Member of Board of Directors related to violations of law and the Company's Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, relieved of duty, or dismissed by the Board of Directors from among its Members of Board of Directors.
2. The Chairman of the Board of Directors shall not concurrently hold the position of Chief Executive Officer of the Company.
3. The Chairman of the Board of Directors has the following rights and duties:
 - a) To establish the Board of Directors' operational agenda and plans;
 - b) To prepare the agenda, content, and documents for the meeting; to convene, preside over, and chair meetings of the Board of Directors;
 - c) To organize the adoption of resolutions and decisions by the Board of Directors;
 - d) To oversee the implementation process of resolutions and decisions by the Board of Directors;
 - e) To chair meetings of the General Shareholders Meeting;
 - f) Other rights and duties as stipulated in this Charter and the Enterprise Law.
4. Should the Chairman of the Board of Directors resign or be relieved of duty or dismissed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the date of being relieved of duty or dismissed.
5. Should the Chairman of the Board of Directors be absent or unable to perform their duties, they must authorize another Member of Board of Directors in writing to exercise the rights and duties of the Chairman of the Board of Directors. If there is no authorized person, or if the Chairman of the Board of Directors dies, is missing, is temporarily detained, is serving a prison sentence, is undergoing administrative sanctions at a

compulsory drug rehabilitation center, a compulsory education center, has absconded from their place of residence, has their civil act capacity restricted or lost, has difficulties in perception or controlling their behavior, or is prohibited by a Court from holding a position, practicing a profession, or performing a certain job, then the remaining Members of Board of Directors shall elect one person from among themselves to serve as Chairman of the Board of Directors by a majority vote of the remaining Members of Board of Directors 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 conclusion of the election for that term's Board of Directors. This meeting shall be convened and presided over by the Member with the highest number of votes. Should there be more than one (01) Member with the highest and equal number of votes, then the elected Members shall, by majority vote, designate one (01) of them to convene the Board of Directors meeting.
2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors, establish the agenda, time, and location of the meeting at least five (05) working days prior to the meeting date. The Chairman may convene meetings whenever deemed necessary, but must hold at least one (01) meeting per quarter.
3. The Chairman of the Board of Directors must convene a Board of Directors meeting, without undue delay, when one of the following entities submits a written request stating the meeting's purpose and the matters for discussion:
 - a) Board of Supervisors;
 - b) Chief Executive Officer or at least five (05) other executives;
 - c) Independent Member of Board of Directors;
 - d) At least two (02) Members of Board of Directors.
4. The Chairman of the Board of Directors must convene a Board of Directors meeting within seven (07) working days from the date of receiving the request specified in Clause 3 of this Article. If the meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Company; those who requested the meeting as specified in Clause 3 of Article 30 have the right to replace the Chairman of the Board of Directors in convening the Board of Directors meeting.³
5. In case of a request from an independent auditing company conducting the audit of the Company's Financial Statements, the Chairman of the Board of Directors must convene

a Board of Directors meeting to discuss the Audit Report and the Company's situation.

6. Board of Directors meetings shall be held at the Company's head office or other locations in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the consensus of the Board of Directors.
7. Notice of Board of Directors meeting must be sent in advance to the Members of Board of Directors and the Supervisors at least five (05) working days before the meeting date. A Member of Board of Directors may decline the meeting notice in writing; this refusal may be changed or cancelled in writing by that Member of Board of Directors. The notice of Board of Directors meeting must be in Vietnamese writing and must fully state the agenda, time, location of the meeting, content of the issues for discussion, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and the member's voting ballot.

Meeting notices shall be sent by mail, fax, email or other means, but must ensure delivery to the contact address of each Member of Board of Directors and Supervisors registered with the Company.

8. Meetings of the Board of Directors shall only be held when at least three-quarters (3/4) of the Members of Board of Directors are present in person or through a representative (authorized person) if approved by a majority of the Board of Directors members.

If the number of members attending the meeting is insufficient as stipulated, the meeting must be reconvened within seven (07) days from the date originally scheduled for the first meeting. The reconvened meeting shall proceed if more than half (1/2) of the Members of Board of Directors attend.

9. A Board of Directors meeting may be held as an online conference among the Members of Board of Directors when all or some members are in different locations, provided that each member participating in the meeting can:
 - a) Hear each other Member of Board of Directors participating and speaking during the meeting;
 - b) Speak to all other participating members simultaneously.

Discussions among members may be conducted directly by phone or by other communication means or a combination of these methods. A Member of Board of Directors participating in such a meeting shall be considered "present" at that meeting. The location of the meeting organized under this provision is the location with the most Members of Board of Directors or the location where the meeting Chairman is present.

Decisions adopted in the telephonic meeting, duly convened and conducted, shall be effective immediately upon the conclusion of the meeting but must be affirmed by the signatures in the minutes of all Members of Board of Directors attending this meeting.

10. A Member of Board of Directors may submit a ballot to the meeting via mail, fax, or

email. If a ballot is sent to the meeting via mail, the ballot must be enclosed in a sealed envelope and must be delivered to the Chairman of the Board of Directors no later than one (01) hour prior to the commencement. The ballot shall only be opened in the presence of all attendees.

11. Voting

- a) Except as stipulated in Point b, Clause 9, Article 30, each Member of Board of Directors or authorized person as stipulated in Clause 8 of this Article, personally present at the Board of Directors meeting, shall have one (01) vote.⁹
 - b) A Member of Board of Directors shall not vote on contracts, transactions, or proposals where that member or a related person has an interest conflicting or potentially conflicting with the Company's interests. Such a Member of Board of Directors shall not be counted towards the quorum for Board of Directors meetings concerning decisions on which they cannot vote.
 - c) Pursuant to Point d, Clause 11, Article 30, when an issue arises at a Board of Directors meeting concerning the interest or voting right of a Member of Board of Directors and that member does not voluntarily abstain from voting, the Chairman's ruling shall be final, unless the nature or extent of the related Member of Board of Directors' interest has not been fully disclosed.
 - d) A Member of Board of Directors benefiting from a contract as stipulated in Point a and Point b, Clause 6, Article 42 of this Charter shall be deemed to have a significant interest in that contract.
 - e) The Controller has the right to attend Board of Directors meetings, has the right to discuss but not to vote.
12. A Member of Board of Directors who directly or indirectly benefits from a contract or transaction already executed or intended to be executed with the Company and knows that they have an interest therein is responsible for disclosing this interest at the first Board of Directors meeting discussing the execution of this contract or transaction. If a Member of Board of Directors does not know that they and related persons have an interest at the time the contract or transaction is signed with the Company, this Member of Board of Directors must disclose the related interests at the first Board of Directors meeting held after this member becomes aware that they have or will have an interest in the related transaction or contract.
13. The Board of Directors adopts decisions and passes resolutions based on the approval of the majority of Members of Board of Directors present at the meeting. In case of an equal number of votes for and against, the Chairman of the Board of Directors' vote shall be decisive.
14. Resolutions adopted by written consultation are passed based on the affirmative votes

of the majority of Members of Board of Directors entitled to vote. Such resolutions shall have the same force and effect as resolutions adopted by the Members of Board of Directors at a meeting duly convened and held.

15. The Chairman of the Board of Directors is responsible for circulating the minutes of the Board of Directors meetings to the members, and such minutes shall constitute conclusive evidence of the business transacted at those meetings, unless objections to the content of the minutes are raised within ten (10) days from the date of dispatch. The minutes of the Board of Directors meetings shall be prepared in Vietnamese and may also be prepared in English, including the following main contents:
 - a) Name, principal office address, enterprise code;
 - b) Time, meeting venue;
 - c) Purpose, agenda, and meeting content;
 - d) Full name of each attending member or authorized representative attending the meeting and method of attendance; full name of non-attending members and reasons;
 - e) Issues discussed and voted on at the meeting;
 - f) Summary of opinions expressed by each attending member in the order of the meeting's proceedings;
 - g) Voting results clearly stating members in favor, against, and abstaining;
 - h) Issues approved and the corresponding approval voting rate;
 - i) Full name, signature of the chairperson and the minute-taker, except for cases specified in Clause 16 of this Article.
16. In cases where the chairperson or minute-taker refuses to sign the meeting minutes, but if all other attending Members of Board of Directors agree to approve and sign the meeting minutes and the minutes contain full content as stipulated in points a, b, c, d, e, f, g, and h of Clause 15 of this Article, then these minutes shall be valid. The meeting minutes shall clearly state the chairperson's and minute-taker's refusal to sign the meeting minutes. The signatories of the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson and minute-taker shall be personally responsible for damages incurred by the enterprise due to their refusal to sign the meeting minutes as stipulated by the Enterprise Law, the Company Charter, and relevant laws.

Article 31. Sub-committees under the Board of Directors

1. The Board of Directors may establish sub-committees to be responsible for development policies, human resources, remuneration, and internal audit. The number of members of the sub-committee shall be decided by the Board of Directors, but should comprise at least three (03) individuals, including Members of Board of

Directors and external members. Independent Members of Board of Directors/non-executive Members of Board of Directors shall constitute the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee by decision of the Board of Directors. The sub-committee's operations must comply with the regulations of the Board of Directors. A resolution of the sub-committee shall only be effective when a majority of attending members who are Members of Board of Directors vote to approve it at the sub-committee meeting.

2. The implementation of decisions of the Board of Directors, or of a sub-committee under the Board of Directors, or of a person with the status of a Member of Board of Directors sub-committee must comply with current legal provisions and the provisions in the Company Charter.

Article 32. Company Governance Officer

1. The Board of Directors shall appoint at least one (01) Company Governance Officer to support the effective conduct of governance activities within the Company. The term of the Company Governance Officer shall be decided by the Board of Directors, for a maximum of five (05) years.
2. The Company Governance Officer must meet the following standards:
 - a) Possess knowledge of law;
 - b) Must not simultaneously work for an independent auditing firm that is auditing the Financial Statements of the Company;
 - c) Other standards as stipulated by law, this Charter, and decisions of the Board of Directors.
3. The Board of Directors may dismiss the Company Governance Officer when necessary but not contrary to current labor laws. The Board of Directors may appoint Assistant Company Governance Officers from time to time.
4. The Company Governance Officer has the following rights and obligations:
 - a) Advise the Board of Directors on organizing General Shareholders Meetings according to regulations and related matters between the Company and shareholders;
 - b) Prepare meetings of the Board of Directors, Board of Supervisors, and General Shareholders Meeting as requested by the Board of Directors or the Board of Supervisors;
 - c) Advise on meeting procedures;
 - d) Attend meetings;
 - e) Advise on procedures for drafting Board of Directors' resolutions in accordance with legal provisions;
 - f) Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and Supervisors;

- g) Supervise and report to the Board of Directors on the Company's information disclosure activities;
- h) Serve as the point of contact with relevant stakeholders;
- i) Maintain confidentiality of information according to legal provisions and the Company's Charter;
- j) Other rights and obligations according to legal provisions and the Company's Charter.

VIII. CHIEF EXECUTIVE OFFICER AND OTHER EXECUTIVES

Article 33. Management Structure

The Company's management system must ensure that the management apparatus 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 one (01) Chief Executive Officer, Deputy Chief Executive Officers, a Chief Accountant, and other management positions appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by a Board of Directors' resolution.

Article 34. Company Executives

1. Company Executives include the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, and other management positions within the Company approved by the Board of Directors.
2. Upon the recommendation of the Chief Executive Officer and with the approval of the Board of Directors, the Company may recruit other executives with numbers and standards consistent with the Company's organizational structure and management regulations as stipulated by the Board of Directors. These executives must exercise diligence to assist the Company in achieving its stated objectives in operations and organization.
3. The Chief Executive Officer shall be paid a salary and bonus. The salary and bonus of the Chief Executive Officer shall be determined by the Board of Directors.
4. The salaries of other executives shall be accounted for as business expenses of the Company in accordance with corporate income tax laws, shall be 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, Duties, and Powers of the Chief Executive Officer

1. Appointment: The Board of Directors shall appoint one (01) member from the Board of Directors or hire another person as Chief Executive Officer and shall sign a contract specifying the salary, remuneration, benefits, and other terms related to the employment. Information regarding the Chief Executive Officer's salary, allowances,

and benefits must be reported at the annual General Shareholders Meeting, shall be presented as a separate item in the annual Financial Statements, and shall be included in the Company's annual report.

2. The Chief Executive Officer manages the daily business operations of the Company; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and before the law for the exercise of assigned rights and obligations.
3. The term of office of the Chief Executive Officer shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The appointment may cease to be effective based on the provisions of the employment contract. The Chief Executive Officer must not be a person prohibited by law from holding this position and must meet the standards and conditions stipulated by law and the Company's Charter.
4. Chief Executive Officer must have following rights and obligations:
 - a) Implement resolutions of the Board of Directors and General Shareholders Meeting, the Company's business plan and investment plan approved by the Board of Directors and General Shareholders Meeting;
 - b) Decide all matters not requiring resolutions from the Board of Directors, including on behalf of the Company, signing financial and commercial contracts, organizing and operating the Company's daily business production activities according to best management practices;
 - c) Propose to the Board of Directors on the organizational structure plan, the Company's internal management regulations;
 - d) Propose the number and enterprise managers the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations, and propose remuneration, salaries, and other benefits for enterprise managers for the Board of Directors to decide;
 - e) Consult with the Board of Directors to decide the number of employees, salary levels, allowances, benefits, appointments, dismissals, and other terms related to their employment contracts;
 - f) By October 31 each year, the Chief Executive Officer must submit to the Board of Directors for approval a detailed business plan for the following financial year, based on meeting the requirements of the appropriate budget as well as the five (05)-year financial plan;;
 - g) Propose measures to enhance the Company's operations and management;
 - h) Prepare the Company's long-term, annual, and quarterly budgets (hereinafter referred to as budgets) to support the Company's long-term, annual, and quarterly management activities in accordance with the business plan. The annual budget (including projected

balance sheets, income statements, and cash flow statements) for each financial year must be submitted for approval by the Board of Directors and must include the information stipulated in the Company's regulations;

- i) Other rights and obligations as stipulated by law, this Charter, the internal regulations of the Company, resolutions of the Board of Directors, and labor contracts signed with the Company.
5. The Board of Directors may dismiss the Chief Executive Officer when a majority of voting Members present at the meeting approve and appoint a new Chief Executive Officer.

IX. BOARD OF SUPERVISORS

Article 36. Nomination and candidacy for Supervisor

1. The nomination and candidacy for Supervisor shall be conducted similarly to the provisions in Clauses 1 and 2, Article 25 of this Charter.
2. Should the number of candidates for the Board of Supervisors through nomination and candidacy be insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism stipulated in the Company's Charter, the internal regulations on corporate governance, and the operational regulations of the Board of Supervisors. The mechanism by which the incumbent Board of Supervisors nominates candidates for the Board of Supervisors must be clearly disclosed before the General Shareholders Meeting votes to elect members of the Board of Supervisors as prescribed by law.

Article 37. Supervisor

1. The Company shall have three (03) Supervisors. The term of office for a Supervisor shall not exceed five (05) years, and they may be re-elected for an unlimited number of terms.
2. Supervisors must meet the standards and conditions stipulated in Article 169 of the Law on Enterprises, the Company's Charter, and must not fall into the following cases:
 - a) Working in the Company's accounting or finance department;
 - b) Being a member or employee of an independent auditing firm currently auditing the Company's Financial Statements for the three (03) immediately preceding years.
3. A Supervisor shall be dismissed in the following cases:
 - a) Not possessing sufficient qualifications and conditions to serve as a Supervisor as stipulated by the Enterprise Law;
 - b) Failing to exercise one's rights and obligations for six (06) consecutive months, except in cases of force majeure;
 - c) Submitting a resignation letter that is accepted;

- d) Other cases as prescribed by law and this Charter.
- 4. A Supervisor shall be removed in the following cases:
 - a) Failing to complete assigned duties and tasks;
 - b) Seriously violating or repeatedly violating the obligations of a Supervisor as stipulated by the Enterprise Law and the Company Charter;
 - c) Pursuant to a resolution of the General Shareholders Meeting;
 - d) Other cases as prescribed by law and this Charter.

Article 38. Board of Supervisors

- 1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; election, dismissal, and removal shall follow the majority principle. The Board of Supervisors must have more than half of its members permanently residing in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the following specializations: economics, finance, accounting, auditing, law, business administration, or a specialization related to the enterprise's business operations.
- 2. Rights and obligations of the Head of the Board of Supervisors:
 - a) To convene meetings of the Board of Supervisors;
 - b) To request the Board of Directors, Chief Executive Officer, and other executives to provide relevant information for reporting to the Board of Supervisors;
 - c) To prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors for submission to the General Shareholders Meeting.

Article 39. Rights and obligations of the Board of Supervisors

- 1. The Board of Supervisors shall have the rights and obligations stipulated in Article 170 of the Enterprise Law and the following rights and obligations:
 - a) To propose and recommend the General Shareholders Meeting to approve an independent auditing firm to audit the Company's Financial Statements; to decide on an approved auditing firm to conduct operational reviews of the Company, and to remove approved auditors when deemed necessary.
 - b) To be accountable to shareholders for its supervisory activities;
 - c) To oversee the Company's financial situation, the legality of activities of Members of the Board of Directors, the Chief Executive Officer, other executives, and the coordination of activities between the Board of Supervisors, the Board of Directors, the Chief Executive Officer, and shareholders;
 - d) Should any violation of law or the Company Charter by a Member of the Board of Directors, the Chief Executive Officer, or other enterprise executives be discovered,

written notification must be provided to the Board of Directors within forty-eight (48) hours, demanding that the infringing party cease the violation and implement corrective measures;

- e) To develop the Operational Regulations of the Board of Supervisors and submit them to the General Shareholders Meeting for approval;
 - f) To report at the General Shareholders Meeting as stipulated by the Enterprise Law;
 - g) Other rights and obligations as prescribed by law and this Charter.
2. Members of the Board of Directors, the Chief Executive Officer, and other executives must provide complete, accurate, and timely all information and documents regarding the Company's management, operation, and activities as requested by the Board of Supervisors. The person responsible for corporate governance must ensure that all copies of resolutions, minutes of meetings of the General Shareholders Meeting and the Board of Directors, financial information, and other information and documents provided to shareholders and Members of the Board of Directors are also provided to the Supervisors at the same time and in the same manner as for shareholders and Members of the Board of Directors.

Article 40. Meeting of the Board of Supervisors

- 1. The Board of Supervisors may issue regulations regarding its meetings and operational procedures. The Board of Supervisors must meet at least two (02) times a year, and a meeting shall be conducted when at least two-thirds (2/3) of the Supervisors are present. The minute-taker and the Members of the Board of Supervisors attending the meeting must sign the meeting minutes. The meeting minutes of the Board of Supervisors must be kept to determine the responsibilities of each Member of the Board of Supervisors.
- 2. The Board of Supervisors has the right to request Members of the Board of Directors, the Chief Executive Officer, and representatives of the approved auditing organization to attend and clarify necessary issues.

Article 41. Salaries, remuneration, bonuses, and other benefits of Members of the Board of Supervisors

- 1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Shareholders Meeting. The General Shareholders Meeting determines the total level of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.
- 2. Members of the Board of Supervisors shall be reimbursed for reasonable costs of accommodation, meals, travel, and independent consulting services. The total amount of this remuneration and expenses shall not exceed the total annual operating budget of

the Board of Supervisors approved by the General Shareholders Meeting, unless the General Shareholders Meeting decides otherwise.

3. The salaries and operating expenses of the Board of Supervisors shall be accounted for as business expenses of the Company in accordance with the law on corporate income tax, other relevant legal provisions, and must be recorded as a separate item in the Company's annual Financial Statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORS, CHIEF EXECUTIVE OFFICER, AND OTHER MANAGERS

Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other managers are responsible for performing their duties, including those as members of Board of Directors subcommittees, honestly and diligently for the benefit of the Company.

Article 42. Duty of Honesty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other managers must disclose related interests as stipulated in Article 164 of the Enterprise Law and other legal provisions.
2. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other managers, and their related persons, may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other managers have an obligation to notify in writing the Board of Directors and the Board of Supervisors about transactions between the Company, its subsidiaries, or other companies controlled by the Company with 50% or more of the charter capital, and themselves or their related persons, as stipulated by law. For the aforementioned transactions approved by the General Shareholders Meeting or the Board of Directors, the Company must disclose information about these resolutions in accordance with securities law on information disclosure.
4. Members of the Board of Directors shall not vote on transactions that bring benefits to that member or their related person, as stipulated by the Enterprise Law and the Company's Charter.
5. Unless the General Shareholders Meeting decides otherwise, the Company shall not grant loans or guarantees to Members of the Board of Directors, Supervisors, the Chief Executive Officer, other managers, and individuals or organizations related to the aforementioned members or legal entities in which these individuals have financial interests, except when the Company and the organization related to this member are companies within the same group or companies operating as a group of companies, including parent company – subsidiary, economic group, and specialized law provides

otherwise.

6. A contract or transaction between the Company and one or more Members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive officers, and individuals, organizations related to them or a company, partner, association, or organization in which a Member of the Board of Directors, Supervisor, Chief Executive Officer, other executive officer, or persons related to them are members, or have financial interests, shall not be invalidated in the following cases:
 - a) For contracts with a value less than or equal to 20% of the total asset value recorded in the most recent Financial Statements, the important contents of the contract or transaction, as well as the relationships and interests of the Member of the Board of Directors, Supervisor, Chief Executive Officer, and other executive officers, have been reported to the Board of Directors. Concurrently, the Board of Directors has authorized the execution of such contract or transaction in good faith by a majority vote of the Members of the Board of Directors without related interests;
 - b) For contracts with a value greater than 20% of the total asset value recorded in the most recent Financial Statements, the important contents of such contract or transaction, as well as the relationships and interests of the Member of the Board of Directors, Supervisor, Chief Executive Officer, and other executive officers, have been disclosed to shareholders without related interests who have voting rights on the matter, and such shareholders have approved this contract or transaction;
 - c) Such contract or transaction is deemed fair and reasonable by an independent consulting organization in all aspects related to the Company's shareholders at the time this transaction or contract was approved by the Board of Directors or the General Shareholders Meeting;
 - d) Members of the Board of Directors, Supervisors, the Chief Executive Officer, other executive officers, and organizations, individuals related to the aforementioned members shall not use the Company's undisclosed information or disclose it to others to conduct related transactions.

Article 43. Responsibility for damages and compensation

1. Members of the Board of Directors, Supervisors, the Chief Executive Officer, and other executive officers who violate their duties and responsibilities of honesty and diligence, or fail to fulfill their obligations with due diligence and professional competence, shall be liable for damages caused by their violations.
2. The Company shall indemnify persons who have been, are currently, or may become a party in complaints, lawsuits, or prosecutions (including civil, administrative cases, and not cases where the Company is the plaintiff) if that person has been or is currently a Member of the Board of Directors, Supervisor, Chief Executive Officer, other

executive officer, employee, or an authorized representative of the Company, or that person has been or is currently acting at the Company's request as a Member of the Board of Directors, executive officer, employee, or authorized representative of the Company, provided that the person has acted honestly, diligently, and assiduously in the interest of or not in conflict with the interest of the Company, in compliance with the law, and there is no evidence confirming that the person has violated their responsibilities.

3. When performing functions, duties, or executing tasks authorized by the Company, a Member of the Board of Directors, Supervisor, other executive officer, employee, or authorized representative of the Company shall be indemnified by the Company when becoming a party in complaints, lawsuits, or prosecutions (excluding cases where the Company is the plaintiff) in the following cases:
 - a) Has acted honestly, diligently, and assiduously in the interest of and not in conflict with the interest of the Company;
 - b) Compliance with the law is ensured, and no evidence confirms they have not fulfilled their responsibilities.
4. Compensation costs include all incurred expenses (including legal counsel fees), judgment costs, financial penalties, and payments arising in fact or considered reasonable amounts when these matters are resolved within the legal framework permitted. The Company may purchase insurance for these individuals in order to avoid the aforementioned compensation liabilities.

XI. RIGHT TO INVESTIGATE THE COMPANY'S BOOKS AND OTHER RECORDS

Article 44. Right to examine the books and records

1. Common shareholders are entitled to examine the books and records, specifically as follows:
 - a) Common shareholders shall have the right to review, examine, and extract information concerning names and contact addresses in the list of voting shareholders; to request amendment of their inaccurate information; and to review, examine, extract, or make copies of the Company's Charter, the minutes of the General Shareholders Meeting, and resolutions of the General Shareholders Meeting;
 - b) A shareholder or a group of shareholders holding 5% or more of the total ordinary shares shall have the right to examine, review, and extract copies of the minutes book, resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except for those 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 to inspect books and records, they must provide the power of attorney from the shareholder or group of shareholders they represent or a notarized copy of this power of attorney.
3. A Member of Board of Directors, Supervisor, Chief Executive Officer, and other executive officers have the right to inspect 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 this Charter and its amendments, the Enterprise Registration Certificate, regulations, documents proving asset ownership, resolutions of the General Shareholders Meeting and Board of Directors, minutes of the General Shareholders Meeting and Board of Directors meetings, reports of the Board of Directors, reports of the Board of Supervisors, annual Financial Statements, accounting books, and any other documents as required by law at its head office or another location, provided that shareholders and the business registration authority are notified of the storage location of these documents.
5. The Company's Charter must be published on the Company's website.

XII. EMPLOYEES AND LABOR UNION

Article 45. Employees and labor union

1. The Chief Executive Officer 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 executives.
2. The Chief Executive Officer must develop a plan for the Board of Directors to approve matters related to the Company's relationship with labor unions in accordance with best management standards, practices, and policies, as well as practices and policies stipulated in this Charter, the Company's regulations, and current legal provisions.

XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Shareholders Meeting decides the annual dividend payment rate and form of dividend payment from the Company's retained earnings.
2. The Company does not pay interest on dividend payments or payments related to a class of shares.
3. The Board of Directors may propose to the General Shareholders Meeting to approve the payment in full or in part of dividends by shares, and the Board of Directors is the body responsible for executing this decision.
4. If dividends or other payments related to a class of shares are paid in cash, the

Company must pay in Vietnamese Dong. Payment may be made directly or through banks based on the banking details provided by the shareholder. If the Company has transferred the funds according to the banking details provided by the shareholder, but the shareholder does not receive the money, the Company shall not be responsible for the amount the Company transferred to the beneficiary shareholder. The payment of dividends for shares listed on the Stock Exchange may be carried out through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution specifying a record date for the shareholder list. Based on that date, those registered as shareholders or holders of other securities shall be entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.
6. Other matters related to profit distribution shall be implemented in accordance with legal provisions.

XIV. BANK ACCOUNTS, RESERVE FUNDS, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 47. Bank Accounts

1. The Company shall open accounts at Vietnamese banks or at foreign banks permitted to operate in Vietnam.
2. With the prior approval of the competent authority, if necessary, the Company may open bank accounts abroad in accordance with legal provisions.
3. The Company shall conduct all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the Company has opened accounts.

Article 48. Financial Year

1. The Company's financial year begins on January 1 and ends on December 31 of the same year. The first financial year begins on the date of issuance of the Enterprise Registration Certificate (or business license for conditional business lines) and ends on December 31 immediately following the date of issuance of that Enterprise Registration Certificate (business license).

Article 49. Accounting Regime

1. The accounting regime used by the Company is the Vietnamese Accounting Standards (VAS) or another accounting regime approved by the Ministry of Finance.
2. The Company shall prepare full accounting books, vouchers, accounting reports, and other related accounting documents in Vietnamese. The Company shall maintain accounting records in accordance with current regulations, based on the type of business activities the Company is involved in. These records must be accurate, up-to-

date, systematic, and sufficient to prove and explain the Company's transactions.

3. The Company uses Vietnamese Dong as its accounting currency. If the Company has economic transactions primarily arising in a foreign currency, it may choose that foreign currency as its accounting currency, taking responsibility for that choice before the law and notifying the direct tax administration authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS, PUBLIC INFORMATION DISCLOSURE RESPONSIBILITIES

Article 50. Annual, semi-annual, and quarterly Financial Statements

1. The Company must prepare annual financial statements in accordance with legal provisions and the regulations of the State Securities Commission, and the report must be audited as stipulated in Article 52 of this Charter. Within ninety (90) days from the end of each fiscal year, the annual financial statements approved by the General Shareholders Meeting must be submitted to the competent tax authority, the State Securities Commission, the Stock Exchange, and the business registration authority.
2. Annual Financial Statements must include full reports, appendices, and disclosures as stipulated by legal provisions on enterprise accounting. The annual financial statements must truthfully and objectively reflect the Company's operational situation.
3. The Company must prepare and disclose reviewed semi-annual reports and quarterly financial statements in accordance with legal provisions on information disclosure in the securities market and submit them to the competent State authorities.
4. The Company's audited financial statements (including the auditor's opinion), reviewed semi-annual reports, and quarterly financial statements must be published on the Company's electronic information page.
5. Interested organizations and individuals are entitled to inspect or copy the audited annual financial statements, reviewed semi-annual reports, and quarterly financial statements during the Company's working hours, at the Company's head office, and must pay a reasonable fee for copying.

Article 51. Annual Report

The Company must prepare and disclose the Annual Report in accordance with legal provisions on securities and the securities market.

XVI. COMPANY AUDIT

Article 52. Audit

1. The Annual General Shareholders Meeting shall appoint an independent audit firm or approve a list of independent audit firms and authorize the Board of Directors to decide on selecting one of these entities to conduct the audit activities for the Company's financial statements for the next fiscal year based on the terms and conditions agreed

upon with the Board of Directors. The Company must prepare and submit its annual financial statements to the independent audit firm after the end of the fiscal year.

2. The independent audit firm examines, confirms, prepares the audit report, and submits that report to the Board of Directors within two (02) months from the end of the fiscal year.
3. A copy of the audit report is attached to the Company's annual financial statements.
4. The independent auditor who audits the Company is permitted to attend General Shareholders Meetings and is entitled to receive notices and other information related to the General Shareholders Meeting that shareholders are entitled to receive and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

XVII. SEAL

Article 53. Seal

1. The Board of Directors has the right to decide the form, quantity, and content of the Company's official seal in accordance with legal provisions and the Company's Charter.
2. The Board of Directors and the Chief Executive Officer shall use and manage the seal in accordance with current legal provisions.

XVIII. TERMINATION OF OPERATIONS AND LIQUIDATION

Article 54. Termination of Operations

1. The Company may be dissolved or have its operations terminated in the following cases:
 - a) Upon the expiration of the Company's operational term, even after extension.
 - b) Dissolution before the expiry of the term by decision of the General Shareholders Meeting.
 - c) Revocation of the Enterprise Registration Certificate, unless the Law on Tax Administration provides otherwise.
 - d) Other cases as prescribed by law.
2. The early dissolution of the Company (including any extended term) shall be decided by the General Shareholders Meeting and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if mandatory) as prescribed.

Article 55. Extension of operations

1. The Board of Directors shall convene a General Shareholders Meeting at least seven (07) months before the expiration of the operational term to allow shareholders to vote

on extending the Company's operations for an additional period as proposed by the Board of Directors.

2. The operational term shall be extended when 65% or more of the total votes of shareholders with voting rights present in person or through authorized representatives at the General Shareholders Meeting approve it.

Article 56. Liquidation

1. At least six (06) months before the expiration of the Company's operational term or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee comprising three (03) members. Two (02) members shall be appointed by the General Shareholders Meeting, and one (01) member shall be appointed by the Board of Directors from an independent auditing Company. The Liquidation Committee shall prepare its operational regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to liquidation shall be prioritized for payment by the Company before other debts of the Company.
2. The Liquidation Committee is responsible for reporting to the business registration authority on its establishment date and commencement date of operations. From that point, the Liquidation Committee shall represent the Company in all matters related to the Company's liquidation before the Court and administrative agencies.
3. Proceeds from the liquidation shall be disbursed in the following order:
 - a) Liquidation expenses.
 - b) Salaries and insurance costs for employees.
 - c) Taxes and tax-related payments that the Company must pay to the State.
 - d) Loans (if any).
 - e) Other debts of the Company.
 - f) The remaining balance after all debts from items (a) to (e) above have been paid shall be distributed to shareholders. Preferred shares shall be paid first.

XIX. INTERNAL DISPUTE RESOLUTION

Article 57. Internal dispute resolution

1. In the event of a dispute or complaint related to the Company's operations or to shareholders' rights arising from the Charter or from any rights or obligations stipulated by the Enterprise Law or other laws or administrative regulations, between:
 - a) Shareholders and the Company; or
 - b) Shareholders and the Board of Directors, Board of Supervisors, Chief Executive Officer, or other executives.

The involved parties shall endeavor to resolve such disputes through negotiation and conciliation. Except for disputes involving 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 shall request each party to present factual elements 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 General Shareholders Meeting to appoint an independent expert to act as an arbitrator for the dispute resolution process.

2. If a conciliation decision is not reached within six (06) weeks from the commencement of the conciliation process, or if the conciliator's decision is not accepted by the parties, any party may submit the dispute to economic arbitration or an economic court.
3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Court costs shall be determined by the Court as to which party shall bear them.

XX. ADDITIONS AND AMENDMENTS TO THE CHARTER

Article 58. Additions and amendments to the Charter

1. Any additions or amendments to this Charter must be considered and decided upon by the General Shareholders Meeting.
2. In cases where legal provisions related to the Company's operations are not yet addressed in this Charter or in cases where new legal provisions differ from the articles in this Charter, those legal provisions shall automatically apply and govern the Company's operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. This Charter comprises 21 chapters and 59 articles, unanimously approved by the General Shareholders Meeting of Nam Me Kong Group Joint Stock Company on 2021-04-27 and was amended and supplemented for the ninth time on 2026-03-13 in Ha Noi and jointly agreed to the full validity of this Charter.
2. This Charter supersedes the previous Charter and is made in 10 copies, all having equal legal validity and are kept at the Company's head office.
3. This Charter is the sole and official Charter of the Company.
4. Copies or excerpts of the Company's Charter are valid when bearing the signature of the Chairman of the Board of Directors or at least one-half (1/2) of the total Members of the Board of Directors.

REPRESENTATIVE ACCORDING TO LAW

NAM ME KONG GROUP'S JOINT STOCK COMPANY

**CHAIRMAN FOR THE BOARD OF
DIRECTORS**

CHIEF EXECUTIVE OFFICER

KIEU XUAN NAM

DANG MINH HUE