

THANH LE CORPORATION

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: **3.2.6**/CV-TL
Re: Disclosure of the 3rd amendment and supplement to the Charter of Organization and Operation of Thanh Le Corporation.

Ho Chi Minh City, May 11, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To:

- State Securities Commission;
- Hanoi Stock Exchange.

1. Organization name: Thanh Le Corporation.
 - Stock code: TLP
 - Address: No. 63, Yersin Street, Thu Dau Mot Ward, Ho Chi Minh City.
 - Tel: 0274 3829534 – 3829535 Fax: 0274 3824 112
 - Person in charge of information disclosure: Ms. Pham Thi Bang Trang.
 - Position: General Director.
 - Email: btrang123456@gmail.com
2. Content of information disclosure: Disclosure of the 3rd amendment and supplement to the Charter of Organization and Operation of Thanh Le Corporation.
3. Type of information disclosure:
 - ☐ Periodic ☒ Extraordinary ☐ Upon request
4. This information was disclosed on the company's website on May 11, 2026, at the link: www.thalexim.vn

We hereby affirm that the information disclosed above is accurate and we assume full legal responsibility for the content of the disclosed information.

Recipients:

- As stated above;
- Archived: Administration, Accounting.

ORGANIZATION REPRESENTATIVE
AUTHORIZED DISCLOSURE OFFICER
GENERAL DIRECTOR



Pham Thi Bang Trang

Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

The English translation is for informational purposes only and is not a substitute for the Vietnamese version. In case of any discrepancy between the Vietnamese and English version, the Vietnamese version shall prevail.

THANH LE CORPORATION

Address: 63 Yersin Street, Thu Dau Mot Ward, Ho Chi Minh City

Phone: (0274) 3829534 | Fax: (0274) 3824112

Website: www.thalexim.vn



CHARTER

OF ORGANIZATION AND OPERATION

THANH LE CORPORATION

(The 03rd amendment and supplement according to the Resolution of the 2026 Annual General Meeting of Shareholders)

Thu Dau Mot, 2026





CHARTER OF ORGANIZATION AND OPERATION
THANH LE CORPORATION

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents, amendments, supplements, or replacements from time to time;
- Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents, amendments, supplements, or replacements from time to time;
- The Model Charter applicable to public companies issued together with Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance providing guidance on corporate governance for public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain articles of the Law on Securities.

Thanh Le Corporation was established through the equalization of Thanh Le Import-Export Trading One Member Company Limited, pursuant to Decision No. 1165/QĐ-TTg dated August 09, 2017, by the Prime Minister regarding the approval of the equalization plan for the parent company - Thanh Le Import-Export Trading One Member Company Limited. The Corporation is organized and operates in accordance with the Law on Enterprises and its guiding documents.

This Charter was adopted in accordance with the valid Resolution of the First General Meeting of Shareholders of Thanh Le Corporation, officially held on December 23, 2017, amended and supplemented for the first time by the Resolution of the General Meeting of Shareholders of Thanh Le Corporation held on June 27, 2020, amended and supplemented for the second time by the Resolution of the Annual General Meeting of Shareholders 2021 held on June 19, 2021, and amended and supplemented for the third time by the Resolution of the Annual General Meeting of Shareholders 2026 held on April 24, 2026.

This Charter of Thanh Le Corporation serves as the legal basis for all activities of the Corporation, a joint-stock company established and operating under the Enterprise Law. The organization and operation of Thanh Le Corporation are carried out in accordance with relevant current laws and regulations and this Charter.



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I. DEFINITION OF TERMS IN THE STATUTES

Article 1. Explanation of terms

1. In these Charter, the following terms are understood as follows :

"Corporation", "THALEXIM": Understood as Thanh Le Corporation;

"Enterprise Law" means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, effective from January 1, 2021, and guiding documents for its implementation, amendments, supplements or replacements to this Law at each point in time;

"Securities Law" means the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and all implementing guidelines, amendments, supplements, or replacements to this Law at any given time;

Charter capital " is the total par value of shares sold or subscribed for when a joint-stock company is established, as stipulated in Article 6 of these Charters ;

"Shares" are registered capital divided into many equal parts called shares, each share having a par value of VND 10,000 (ten thousand dong);

"Shares" are certificates issued by the Corporation, or book entries, or electronic data confirming ownership of one or more shares of the Corporation;

"Dividends" are after-tax profits paid to each share in cash or other assets;

"Shareholder" is an individual or organization that owns at least one share of the Corporation;

"Major shareholder" refers to a shareholder as defined in Clause 18, Article 4 of the Securities Law;

"Authorized Representative" refers to an individual authorized in writing by a shareholder to act on behalf of the shareholder in exercising all or part of the shareholder's rights and obligations as stipulated by law;

"Establishment date" is the date on which the Corporation was first granted its Certificate of Business Registration (Business Registration Certificate and other equivalent documents);

"Business executives" are the General Director, the Deputy General Director(s), the Chief Accountant, and other executive positions (if any) appointed by the Board of Directors ;

"Related parties" are individuals and organizations as defined in Clause 23, Article 4 of the Enterprise Law and Clause 46, Article 4 of the Securities Law;

¹According to Clause 34 , Article 4 of the Enterprise Law.





"Charter" or **"Charter of the Corporation"** refers to the charter governing the organization and operation of Thanh Le Corporation;

"Business area" refers to the territory of Vietnam and foreign countries where the Corporation is permitted to conduct legitimate business activities;

"The legal representative of the Corporation" (hereinafter referred to as "the Representative") is an individual who represents the Corporation in exercising the rights and obligations arising from the Corporation's transactions, representing the Corporation as a party requesting the resolution of civil matters, plaintiff, defendant, or party with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law²;

"Operating period" refers to the operating period of the Corporation as stipulated in Article 2 of these Charters and any extension period (if any) approved by resolution of the General Meeting of Shareholders of the Corporation ;

" Vietnam" means the Socialist Republic of Vietnam .

2. In these Statutes, references to one or more other regulations or documents, including amendments or replacements, are prohibited.

3. The headings (Chapters, Articles of these Statutes) are used for convenience in understanding the content and do not affect the content of these Statutes.

4. Words or terms not defined in these Charters shall be interpreted according to the definitions in the Enterprise Law, the Securities Law, and other relevant legal documents.

II. NAME, HEADQUARTERS, FORM, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION, AND LEGAL REPRESENTATIVE OF THE CORPORATION

Article 2. Name, headquarters, form, branches, representative offices and operating period of the Corporation

1. Name of the Corporation: .

- Vietnamese name: THANH LE CORPORATION
- English name: THANH LE CORPORATION
- Trade name: THANH LE CORPORATION
- Abbreviation: THALEXIM

2. The registered office of the Corporation is:

²According to Clause 1 , Article 12 of the Enterprise Law.



- Address: 63 Yersin Street, Thu Dau Mot Ward, Ho Chi Minh City.
- Phone: (0274) 382 9534 – (0274) 382 9535
- Fax: (0274) 3824 112 – 3829533
- Email: contact@thalexim.vn
- Website: www.thalexim.vn

3. The Corporation is a joint-stock company with legal personality in accordance with current Vietnamese law. The Corporation was transformed from a 100% state-owned enterprise into a joint-stock company, organized and operating under the Enterprise Law.

4. The Corporation may establish branches and representative offices in its business areas to achieve its operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.

5. Unless the Corporation ceases operations prematurely in accordance with Clause 2 of Article 52 or extends its operations in accordance with Article 53 of these Charters, its operating term begins from the date of establishment and is indefinite.

Article 3. Legal representative of the Corporation

Thanh Le Corporation has two (02) legal representatives of the Corporation, including:

1. Chairman of the Board of Directors;
2. General Director.

The legal representative exercises the rights and obligations arising from the Corporation's transactions, represents the Corporation as a party requesting civil settlement, plaintiff, defendant, or party with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.

Each legal representative of the Corporation is a fully authorized representative of the Corporation before third parties.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE CORPORATION

Article 4. Operational Objectives of the Corporation

1. Business lines of the Corporation:

- Wholesale of solid, liquid, and gaseous fuels and related products. Details: Import and export of petroleum products. Buying and selling of petroleum raw materials and fuels. Buying and selling of crude oil, natural gas, and related products. Buying and selling of coal and other solid fuels. (Coal is not stored at the head office).

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- Grow corn and other grain crops.
- Grow plants that produce starchy root vegetables.
- Plant sugarcane.
- Growing plants for fiber.
- Grow oilseed crops.
- Plant other annual crops.
- Planting fruit trees.
- Grow trees that bear oilseeds.
- Planting cashew trees.
- Planting pepper plants.
- Plant rubber trees.
- Planting coffee trees.
- Cultivate perennial spice plants, medicinal plants, and aromatic plants.
- Plant other perennial plants.
- Raising buffalo and cattle, and producing buffalo and cattle breeds.
- Raising horses, donkeys, mules, and breeding horses and donkeys.
- Pig farming and pig breeding.
- Poultry farming.
- Other livestock farming.
- Mixed farming and livestock raising.
- Agricultural services.
- Livestock farming services.
- Post-harvest service activities.
- Seed treatment for propagation.
- Technical inspection and analysis. Details: Technical safety and environmental protection inspection of road motor vehicles.
- Collection of hazardous waste. Details: Collection of medical waste; Collection of other hazardous waste.
- Handling and disposal of hazardous waste. Details: Handling and disposal of medical waste; Handling and disposal of other hazardous waste.
- Scrap recycling. Details: Recycling of metal scrap; Recycling of non-metal scrap.
- Pollution control and other waste management activities.
- Other support services related to transportation. Details: Agency services, freight forwarding; Logistics; Other support services related to transportation not classified elsewhere.



- Packaging services.
- Wholesale of other household goods. Details: Buying and selling equipment and spare parts, electrical and electronic products, and consumer goods. Buying and selling handicrafts: lacquerware, wood carvings, ceramics, glass, wool carpets, leather products, imitation leather, rubber, household wooden goods, and other handicrafts.
- Wholesale of machinery, equipment and other machine parts. Details: Buying and selling of transport vehicles, civil engineering equipment, printing industry equipment and supplies.
- Wholesale food. Details: Buying and selling processed agricultural and forestry products: cashew nuts, coffee, pepper, rubber, grains, and other food products.
- Wholesale trade of agricultural and forestry raw materials (excluding wood, bamboo, and rattan) and live animals. Details: Buying and selling medicinal herbs.
- Architectural and related engineering consulting activities. Details: Consulting, design, and supervision of civil, public, industrial, transportation, and infrastructure projects.
- Other specialized construction activities. Details: Investment, construction and operation of technical infrastructure for industrial parks, residential areas and urban areas, and worker housing. Investment and operation of markets, supermarkets, shopping centers, and entertainment and recreational service areas.
- Real estate business, land use rights belonging to the owner, user or lessee. Details: Real estate business. Leasing of office space, auditoriums, meeting rooms, organizing conferences and seminars. Leasing of warehouses and factories (in accordance with the Provincial planning).
- Restaurants and mobile food service. Details: Business of providing food and beverage services.
- Warehousing and storage of goods. Details: Warehousing and storage of goods in cold storage.
- Warehousing and storage of goods in other warehouses.
- Loading and unloading goods.
- Processing and preserving fruits and vegetables. Details: Production and processing of agricultural, forestry, and aquatic products.
- Manufacture of other paper and cardboard products not elsewhere classified. Details: Packaging manufacturing.
- Printing. Details: Packaging printing.
- Extraction of stone, sand, gravel, and clay. Details: Extraction and processing of stone, sand, gravel, and clay.

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- Other retail in general merchandise stores. Details: Retail in supermarkets, shopping malls.
- Wholesale trade of various goods.
- Shipbuilding and floating structures.
- Manufacture of clothing (excluding fur clothing). Details: Production and processing of garment products.
- Water extraction, treatment, and supply.
- Footwear manufacturing. Details: Manufacturing and processing of various types of footwear.
- Drainage and wastewater treatment.
- Collect non-hazardous waste.
- Other specialized wholesale trade not classified elsewhere. Details: Buying and selling fertilizers, agricultural supplies (excluding pesticides), basic chemicals, chemical products, and packaging. Wholesale of raw materials and accessories for garments and footwear.
- Wholesale of other building materials and installation equipment. Details: Buying and selling building materials, stone, sand, and gravel.
- Wholesale of fabrics, clothing, and footwear. Details: Buying and selling of clothing, textiles, and dyes.
- Processing and disposing of non-hazardous waste.
- Construction of residential buildings. Details: Construction of civil and industrial buildings.
- Construction of buildings not intended for habitation. Details: Construction of civil and industrial buildings.
- Construction of railway infrastructure.
- Road construction. Details: Construction of public works and transportation infrastructure.
- Construction of other civil engineering works. Details: Construction of technical infrastructure works.
- Wholesale of beverages.
- Production of refined petroleum products; production of fossil fuel products. Details: Processing of petroleum products; Production of refined petroleum products.
- Other road passenger transport.
- Other mining support service activities.
- Road freight transport.
- Wholesale trade of metals and metal ores. Details: Wholesale trade of iron, steel and other metals (excluding trading in gold bars), and metal ores.



- General retail, including food, beverages, tobacco, and snuff, accounts for a large proportion of the business. Specifically: Retail sale of food, beverages, and tobacco (domestically produced).
- Coastal and ocean passenger transport.
- Coastal and ocean freight transport.
- Wholesale trade of automobiles and other motor vehicles.
- Wholesale of spare parts and accessories for automobiles and other motor vehicles.
- Inland waterway passenger transport.
- Inland waterway freight transport.
- Agents, brokers, and auctioneers of goods.
- Services that directly support railway transport.
- Services that directly support water transport.
- Detail:
 - Operation of seaports, river ports, wharves, and jetties;
 - Activities relating to the transport of passengers, animals or goods by water, coastal and ocean (group 52221);
 - Pilotage, towing, and berthing services;
 - Operation of ships and barges.
 - Services that directly support road transport.
 - Hotels and similar accommodation services.
 - Other short-term accommodation services. Details: Villas or apartments operating as short-term accommodation businesses; Guesthouses and lodges operating as short-term accommodation businesses.
 - Other financial services activities not elsewhere classified (excluding insurance and pension fund activities). Details: Investing in, exercising the rights and obligations of owners, shareholders, and contributing members in subsidiary and affiliated corporations.
 - Propagation and care of agricultural seedlings. Details: Propagation and care of annual and perennial seedlings.
 - Raising goats, sheep, deer, and elk, and producing breeding stock of goats, sheep, deer, and elk.
 - Activities of amusement parks and theme parks. Details: Business of green parks, organizing various types of entertainment and recreation.
 - Repair and maintenance of automobiles and other motor vehicles.

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- (The company must comply with all legal regulations regarding land, construction, environmental protection, and business conditions for conditional business sectors).

2. The Corporation's operational objectives:

- Conduct business activities in accordance with the registered business activities;
- Maximizing profits, developing production and business activities, bringing optimal benefits to shareholders, contributing to the State budget through taxes from production and business activities, and at the same time creating jobs and generating income for workers;
- Improving working conditions and increasing income for employees of the Corporation;
- Diversifying business sectors, applying science and technology, expanding domestic and international markets, and enhancing the Corporation's competitiveness are all aimed at building and developing the Corporation into a strong economic entity.
- Contributing to the implementation of socio-economic policies and promoting the industrialization and modernization of the country.

Article 5. Scope of business and operations of the Corporation

1. The Corporation is permitted to plan and conduct all business activities in accordance with the Corporation's published business lines on the National Business Registration Portal and this Charter, in compliance with current laws and regulations, and to implement appropriate measures to achieve the Corporation's objectives ³.
2. The Corporation may conduct business in other sectors and professions permitted by law and approved by the General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Corporation is VND 2.366.000.000.000 (In words: Two thousand, three hundred and sixty-six billion Vietnamese Dong).

The total charter capital of the Corporation is divided into 236,600,000 shares with a par value of VND 10,000 per share.

2. The Corporation may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with the provisions of the law.
3. The shares of the Corporation on the date of adoption of these Charters include common shares and preferred shares (if any). The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of these Charters.

³According to Articles 7, 8, and 16 of the Enterprise Law.



4. The Corporation may issue various types of shares (including common shares and preferred shares) after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.
5. Thanh Le Corporation is a privatized state-owned enterprise, therefore it does not have founding shareholders.
6. Common shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Corporation, unless the General Meeting of Shareholders decides otherwise. The number of shares not subscribed for by shareholders will be decided by the Corporation's Board of Directors. The Board of Directors may distribute these shares to other parties under conditions and in a manner deemed appropriate, but may not sell them under more favorable conditions than those offered to existing shareholders, except in cases where the shares are sold through an auction on the stock exchange.
7. The Corporation may purchase shares issued by the Corporation itself in the manner prescribed in this Charter and applicable law.
8. The Corporation may issue other types of shares in accordance with the provisions of the law.
9. When repurchasing shares at the request of shareholders or repurchasing shares at the decision of the Corporation, the Corporation must carry out procedures to reduce its charter capital corresponding to the total value calculated at par value of the repurchased shares within 10 (ten) days from the date of completion of the share repurchase payment, unless otherwise stipulated by securities law.

When repurchasing employee shares in accordance with the Corporation's regulations on issuing shares to employees, the Board of Directors shall report to the Annual General Meeting of Shareholders on the total number of employee shares repurchased and shall carry out the procedures to reduce the charter capital corresponding to the total value calculated at par value of the shares within 10 days from the date of reporting to the Annual General Meeting of Shareholders.

Article 7. Stock Certificate

1. Shareholders of the Corporation are issued Share Ownership Certificates corresponding to the number and type of shares they own. For shares centrally deposited with the Vietnam Securities Depository and Clearing Corporation, the confirmation of share ownership is carried out in accordance with the laws on securities and the securities market. The Corporation does not issue Share Ownership Certificates for shares already deposited.



2. Share certificates issued by the Corporation, book entries, or electronic data confirming the ownership of one or more shares by a shareholder. Share certificates must contain all the information as prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within 30 (thirty) days from the date of submitting a complete application for transfer of share ownership as prescribed by the Corporation, or within another period as stipulated in the issuance terms, from the date of full payment for the purchase of shares as prescribed in the Corporation's share issuance plan, the shareholder shall be issued a share certificate. The shareholder shall not pay the Corporation the cost of printing the share certificate.

4. In the event that a share certificate is lost, destroyed, or damaged, the shareholder may request a new share certificate provided they offer proof of ownership and pay all related costs to the Corporation.

5. Shareholder Register:

- a. The Corporation must establish and maintain a shareholder register from the date of issuance of the Business Registration Certificate. The shareholder register may be in written form, an electronic data file, or both.
- b. The shareholder register must contain the following key information:
 - Name and address of the Corporation's head office;
 - The total number of shares authorized for sale, the types of shares authorized for sale, and the number of shares authorized for sale of each type;
 - Total number of shares sold of each class and the value of equity contributed;
 - For individual shareholders, the following information is required: full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification; for organizational shareholders, the name, business registration number, establishment decision number, and head office address is required.
 - The number of shares of each type held by each shareholder, and the share registration date.
- c. The shareholder register is kept at the head office of the Corporation or the Securities Depository Center. Shareholders have the right to check, search, or extract and copy the contents of the shareholder register during the working hours of the Corporation or the Securities Depository Center.



- d. If a shareholder whose shares have not been deposited with a securities depository changes their permanent address, they must promptly notify the Corporation so that the shareholder register can be updated. The Corporation will not be responsible for the inability to contact a shareholder due to failure to notify them of the address change.

Article 8. Other securities certificates

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

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by these Articles of Association and the law. Shares listed and registered for trading on the stock exchange are transferable in accordance with the provisions of the law on securities and the securities market.
2. Shareholders whose shares have not been fully paid only have the right to transfer, vote, receive dividends, and other rights corresponding to the number of shares that have been paid; shareholders are not allowed to transfer or have other rights with respect to the unpaid shares.
3. The transfer of shares by employees who purchased shares at preferential rates under a commitment to long-term employment at the Corporation shall be carried out in accordance with the provisions of legal documents on the conversion of 100% state-owned enterprises into joint-stock companies.
4. The transfer of shares owned by the Strategic Shareholder shall be carried out in accordance with the provisions of legal documents on the conversion of 100% state-owned enterprises into joint-stock companies and other commitments of the Strategic Investor to the Corporation (if any).
5. The transfer is carried out through transactions on the stock market. The procedures and recording of ownership are carried out in accordance with the provisions of securities law.
6. In the event that a shareholder who is an individual dies, the heir according to the will or the law of that shareholder shall become a shareholder of the Corporation.
7. In the event that a shareholder who is an individual dies without heirs, or the heirs refuse to accept the inheritance, or are disinherited, the shares of that shareholder shall be settled according to the provisions of civil law.
8. Shareholders have the right to donate a portion or all of their shares in the Corporation to other organizations or individuals; or to use the shares to repay debts. In this case, the organization or individual receiving the donated shares or debt repayment in the form of shares will become a shareholder of the Corporation.



9. Individuals receiving shares in the cases stipulated in this Article shall only become shareholders of the Corporation from the time their information as stipulated in Clause 5 of Article 7 of these Charters is fully recorded in the Shareholder Register, except as stipulated in Clause 10 of this Article.

10. For shares centrally deposited with the Vietnam Securities Depository and Clearing Corporation, ownership and transfer of ownership are established in accordance with the provisions of the law on securities and the securities market.

Article 10. Reclamation of shares

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount along with interest on that amount and any costs incurred by the Corporation due to the failure to pay in full.

2. The aforementioned payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the payment location, and the notice must clearly state that in case of non-payment as required, the remaining unpaid shares will be reclaimed.

3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.

4. Shareholders holding repurchased shares must relinquish their shareholder status with respect to those shares, but must still pay all related amounts and accrued interest at a rate (not exceeding 150% of the basic interest rate announced by the State Bank of Vietnam) at the time of repurchase, as decided by the Board of Directors, from the date of repurchase until the date of payment. The Board of Directors has the full right to decide on the enforcement of payment of the full value of the shares at the time of repurchase.

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

V. ORGANIZATIONAL STRUCTURE , GOVERNANCE AND CONTROL

Article 11. Organizational structure, governance and control

The organizational structure for management, administration, and control of the Corporation includes:

1. General Shareholders' Meeting;
2. Board of Directors;



3. Supervisory Board;
4. General Director, Deputy General Director, Chief Accountant.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Shareholders are individuals or organizations that own at least one share of the Corporation, and have corresponding rights and obligations according to the number and type of shares they own. Shareholders are only liable for the debts and other financial obligations of the Corporation to the extent of the capital they have contributed to the Corporation.

2. Ordinary shareholders have the following rights:

- a. Attend and speak at General Meetings of Shareholders and exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative or by voting remotely. Each common share has one (01) voting right;
- b. Receive dividends at the rate decided by the General Meeting of Shareholders;
- c. Shares that have been fully paid are freely transferable in accordance with the provisions of this Charter and applicable law, except as provided in Clause 1, Article 127 of the Enterprise Law and other relevant legal provisions;
- d. Priority is given to purchasing newly offered shares in proportion to the percentage of common shares they own in the Corporation;
- d. Review, search, and retrieve information regarding names and contact addresses in the list of shareholders with voting rights and request corrections to any inaccurate information;
- e. Access information about the list of shareholders entitled to attend the General Meeting of Shareholders;
- f. Review, search, extract, or copy the Corporation's Charter, the Minutes of the General Meeting of Shareholders, and the Resolutions of the General Meeting of Shareholders;
- g. In the event of the Corporation's dissolution or bankruptcy, the shareholder shall receive a portion of the remaining assets corresponding to their shareholding ratio in the Corporation after the Corporation has paid all debts (including obligations to the State, taxes, and fees) and paid other shareholders holding shares of the Corporation in accordance with the law;
- h. Request the Corporation to repurchase their shares in the cases stipulated in Article 132 of the Enterprise Law;
- m. Other rights as prescribed by law and these Statutes.



3. Shareholders or groups of shareholders holding 5% (five percent) or more of the total number of common shares have the following rights:

- a. Review, search, and extract minutes and resolutions, decisions of the Board of Directors, interim and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the company's trade secrets and business secrets;
- b. Request the Board of Directors to convene a General Meeting of Shareholders in accordance with the provisions of Clauses 3 and 4 of Article 115 and Clause 4 of Article 140 of the Enterprise Law;
- c. Verify and obtain a copy or excerpt of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders;
- d. Request the Supervisory Board to examine each specific issue related to the management and operation of the Corporation when deemed necessary. The request must be in writing; it must include the full name, permanent address, nationality, ID card number, citizen identification card number, passport number, or other legally valid personal identification for individual shareholders; the name, enterprise code or establishment decision number, and head office address for organizational shareholders; the number of shares and the date of share registration for each shareholder, the total number of shares of the entire shareholder group, and their ownership percentage in the total shares of the Corporation; the issue to be examined, and the purpose of the examination;
- d. Proposals for inclusion in the General Shareholders' Meeting agenda. Proposals must be in writing and submitted to the Corporation no later than 3 working days before the meeting date. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the proposed issue to be included in the meeting agenda;
- e. Request the Court or Arbitration Tribunal to review and annul the decision of the General Meeting of Shareholders in the cases stipulated in Article 24 of these Charters;
- f. Other rights as prescribed by law and these Statutes.

4. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors and the Supervisory Board. The nomination of individuals to the Board of Directors and the Supervisory Board shall be carried out in accordance with the provisions of Clause 5, Article 115 of the Enterprise Law.

Article 13. Obligations of Shareholders

Common shareholders have the following obligations:



1. Comply with the Corporation's Charter and internal regulations; abide by the decisions and resolutions of the General Meeting of Shareholders and the Board of Directors.
2. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:
 - a. Attend and vote directly at the meeting;
 - b. Authorize another person to attend and vote at the meeting;
 - c. Attend and vote via online meetings, electronic voting, or other electronic means;
 - d. Send the voting ballot to the meeting via mail, fax, or email.
3. Make payment for the registered shares as per regulations.
4. Provide complete, truthful, and accurate information as required by the Corporation when registering to purchase shares; promptly notify the Corporation in writing of any changes (regarding full name/organization name; head office address/contact address; nationality, legal document number of the individual/organization; authorized representative (if any); other contact information for sending notifications). In case the shareholder does not notify of changes, all notifications sent to the last registered address/information will be considered valid.
5. Fulfill other obligations as required by applicable law.
6. Individuals shall be held personally liable for any of the following acts committed in the name of the Corporation:
 - a. Violation of the law;
 - b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c. Pay off debts that are not yet due in advance to mitigate financial risks for the Corporation.
7. Fulfill other obligations as prescribed by law and these Statutes.
8. Shareholders are not allowed to withdraw contributed capital in the form of common shares from the company in any form, except as stipulated in Articles 132 and 133 of the Enterprise Law, or when the shares are repurchased by the Corporation or another party. If a shareholder withdraws part or all of their contributed capital contrary to the provisions of this clause, that shareholder and any related parties in the company shall be jointly and severally liable for the Corporation's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.
9. Maintain the confidentiality of information provided by the Corporation in accordance with the Charter and the law; use the provided information only to exercise and protect its legitimate



rights and interests; strictly prohibit the dissemination, copying, or sending of provided information to other organizations or individuals.

10. Fulfill the obligation to disclose information and report ownership (if required by securities law). Shareholders, major shareholders, insiders, and related parties are responsible for: Determining their own reporting and disclosure obligations; Being liable to the law and to the Corporation for any breach of obligations; Compensating for any resulting damages (if any).

Article 14. General Meeting of Shareholders

The General Meeting of Shareholders is the highest authority of the Corporation. Annually, the Corporation holds at least one (01) Annual General Meeting of Shareholders. The Annual General Meeting of Shareholders shall not be held in the form of obtaining shareholder opinions in writing. The General Meeting of Shareholders must hold its annual meeting within four (04) months from the end of the financial year. The Board of Directors shall decide on the extension of the Annual General Meeting of Shareholders if necessary, but not exceeding six (06) months from the end of the financial year.

1. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders must be within the territory of Vietnam. If the General Meeting of Shareholders is held simultaneously in multiple locations, the location of the General Meeting of Shareholders is determined as the place where the chairperson attends the meeting.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Corporation's Charter, particularly approving the annual financial statements and the budget for the following fiscal year. If the audited financial statements of the Corporation contain significant exceptions, the Corporation may invite a representative from the independent auditing firm to attend the Annual General Meeting of Shareholders to explain the relevant contents.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Corporation;
- b. Reviewed or audited six-month or annual financial statements reflect a reduction in equity of half (1/2) or more compared to the beginning of the period;
- c. The number of members of the Board of Directors, independent members of the Board of Directors, and Supervisory Board members 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. Upon a valid request from a shareholder or group of shareholders as stipulated in Clause 3, Article 12 of these Charters. The request to convene a General Meeting of Shareholders must be in writing and must include the contents as prescribed in Clause 4, Article 115 of the Enterprise Law, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders, or the request must be made in multiple copies and include sufficient signatures of the relevant shareholders;

e. At the request of the Supervisory Board when the Supervisory Board has reasonable grounds to believe that a member of the Board of Directors, the General Director, or other manager violates the duties of a manager as prescribed by law, or that the Board of Directors exceeds its authority, or that its actions pose a serious risk of harming the legitimate interests of the Corporation and its shareholders. The Supervisory Board's request must be in writing, clearly stating the grounds and supporting documents;

f. Other cases as prescribed by law and this Charter.

4. Convene an extraordinary general meeting of shareholders:

a. The Board of Directors must convene a General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors and Supervisory Board is less than the minimum number of members prescribed by law or upon receiving a request as prescribed in Points d and e of Clause 3 of this Article; The Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members of the Board of Directors is reduced by more than one-third compared to the number prescribed in the Charter;

b. If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next thirty (30) days, the Supervisory Board must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Enterprise Law;

c. In the event that the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, within the next thirty (30) days, the shareholder or group of shareholders making the request as prescribed in Point d, Clause 3 of this Article has the right to represent the Corporation in convening a General Meeting of Shareholders as prescribed in Clause 4, Article 140 of the Enterprise Law.



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

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

Article 15. Rights and duties of the General Meeting of Shareholders

1. The annual general meeting of shareholders has the right to discuss and approve the following matters:

- a. The annual financial statements have been audited;
- b. Report of the Board of Directors;
- c. Report of the Supervisory Board;
- d. Short-term and long-term development plans of the Corporation.

2. Annual and extraordinary general meetings of shareholders shall make decisions on the following matters:

- a. Through the annual financial report;
- b. Dividend rate per share;
- c. Number of members of the Board of Directors;
- d. Choosing an independent auditing firm;
- d. Electing, dismissing, removing, and replacing members of the Board of Directors and the Supervisory Board;
- e. Total remuneration of Board members and Board Remuneration Report;
- g. Supplementing and amending the Corporation's Charter;
- h. The type of shares and the number of new shares to be issued for each type of share;
- i. Dividing, separating, merging, consolidating, or transforming the Corporation;
- k. Reorganize and dissolve (liquidate) the Corporation and appoint a liquidator;
- l. To investigate and address violations by the Board of Directors and the Supervisory Board that cause damage to the Corporation and its shareholders;



m. Decisions on investment projects; purchase, sale, transfer of assets or other transactions with a value of thirty-five percent or more ($\geq 35\%$) of the total asset value of the Corporation according to the most recent audited separate financial statements; investment projects that lead to changes in the organizational structure or long-term development orientation and strategy of the Corporation;

n. Decision to repurchase more than 10% (ten percent) of the total issued shares of each class;

o. The Corporation enters into contracts and transactions with entities specified in Clause 1, Article 167 of the Enterprise Law with a value of 35 % (thirty-five percent) or more, or resulting in a total transaction value arising within 12 months from the date of the first transaction being 35% or more of the total asset value of the Corporation as recorded in the most recent separate financial statement (if any);

p. Other matters as prescribed by law and this Charter.

q. Contracts, loan transactions, lending transactions, or asset sales with a value exceeding 10% of the total asset value of the Corporation as recorded in the most recent separate financial statement between the Corporation and shareholders owning 51% or more of the total voting shares or related parties of such shareholders.

r. Granting loans or guarantees to members of the Board of Directors, members of the Supervisory Board, the General Director, other managers who are not shareholders, and individuals or organizations related to these entities.

3. Shareholders are not allowed to participate in voting in the following cases:

a. Through contracts as stipulated 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 in cases where the repurchase is carried out proportionally to the ownership of all shareholders, or the repurchase is carried out through order matching transactions on the stock exchange, or a public tender offer as prescribed by law.

4. All resolutions and matters included on the agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders who are legally entitled to attend the General Meeting of Shareholders may authorize one or more other individuals or organizations to attend and vote at the meeting on their behalf. If a shareholder authorizes multiple representatives, the number of shares and corresponding voting rights of each representative must be specifically identified.



2. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing using the form prescribed by the Corporation, clearly stating: the name of the authorizing shareholder; the name and information of the authorized person; the number of shares authorized; the content, scope, and duration of the authorization; and the signatures of the authorizing party and the authorized party.

Individuals and organizations authorized to attend the meeting must present the authorization document when registering to attend the meeting before entering the meeting room.

3. In cases where a lawyer signs a representative appointment letter on behalf of the authorized person, the appointment of a representative is only considered valid if the representative appointment letter is presented together with the power of attorney for the lawyer (if it has not been previously registered with the Corporation).

4. Except as provided in Clause 3 of this Article, the voting ballot of a person authorized to attend the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:

- a. The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;
- b. The person who granted the authorization has revoked the designation;
- c. The grantor has revoked the authority of the grantee.

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

Article 17. Changes to Rights

1. Changes or cancellations of special rights associated with a class of preferred shares are effective when approved by shareholders holding at least 65% (sixty-five percent) of the common shares present at the meeting. A resolution of the General Meeting of Shareholders on matters that adversely affect the rights and obligations of shareholders holding preferred shares is only approved if it is approved by preferred shareholders of the same class present at the meeting who own at least 75% of the total number of preferred shares of that class, or by preferred shareholders of the same class who own at least 75% of the total number of preferred shares of that class in the case of a resolution passed by written ballot. A meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued shares of that class. If there are not enough delegates as stated above, the meeting shall be rescheduled within thirty (30) days thereafter,



and those shareholders of that class (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have met the required number of delegates. At the meetings of shareholders holding the above-mentioned preferred shares, those shareholders of that class present in person or through representatives may request a secret ballot. Each share of the same class has equal voting rights at the above-mentioned meetings.

2. The procedures for conducting such separate meetings shall be carried out in accordance with the provisions of Articles 19 and 21 of this Charter.

3. Unless otherwise stipulated in the terms of the share issuance, the special rights associated with preferred shares concerning some or all matters relating to the distribution of the Corporation's profits or assets shall not be altered when the Corporation issues additional shares of the same class.

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

1. The Board of Directors convenes a General Meeting of Shareholders, or the General Meeting of Shareholders is convened in accordance with the circumstances stipulated in Point b or Point c, Clause 4, Article 14 of these Charters.

2. The person convening the General Meeting of Shareholders must perform the following tasks:

a. Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no earlier than ten (10) days before the date of sending the notice of meeting.
General Shareholders' Meeting;

b. Prepare the program and content for the congress;

c. Prepare documents for the conference;

d. Draft Resolution of the General Meeting of Shareholders based on the planned agenda of the meeting;

d. Determine the time and location for holding the congress;

e. Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

f. Other tasks serving the congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by registered means, and simultaneously published on the website of the Corporation and the State Securities Commission, and the Stock Exchange (in the case of listed or registered shares). The



convenor of the General Meeting of Shareholders must send the Notice of Invitation to the General Meeting of Shareholders to all shareholders in the List of Shareholders entitled to attend the meeting no later than twenty-one (21) days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is duly sent or transmitted, paid for, or placed in the mailbox). The agenda of the General Meeting of Shareholders, and documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the website of the Corporation. In cases where documents are not included with the notice of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

- a. Meeting agenda, documents to be used in the meeting;
- b. List and details of candidates in the event of electing members of the Board of Directors or Supervisory Board;
- c. Voting slip;
- d. Form for designating a representative to attend a meeting by proxy;
- e. Draft resolutions for each item 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 issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be sent to the Corporation at least three (03) working days before the opening date of the General Meeting of Shareholders. Proposals must include the shareholder's full name, permanent address, nationality, Citizen Identity Card number, Citizen Identification Card, Passport or other legally valid personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder, and the content of the proposal to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:

- a. The petition was submitted late, or was incomplete or contained incorrect information;
- b. At the time of the proposal, the shareholder or group of shareholders does not hold at least five percent (5%) of the common shares as stipulated in Clause 3, Article 12 of these Charters;
- c. The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;
- d. Other cases as prescribed by law and this Charter.



Article 19. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders is considered valid when the number of shareholders and their authorized representatives present exceeds **50%** of the total voting rights.
2. If there is not enough required number of delegates within thirty (30) minutes from the time of determining the opening of the General Meeting, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the date of the first planned General Meeting of Shareholders. The second General Meeting of Shareholders may only be held when the number of shareholders attending represents at least **33 %** of the total number of voting shares ⁴.
3. If the second meeting cannot be held due to insufficient number of delegates within thirty (30) minutes from the scheduled opening time of the meeting, a third meeting of shareholders may be convened within twenty (20) days from the date of the planned second meeting . In this case, the meeting shall be held regardless of the total number of valid voting rights of the shareholders present, which shall be considered valid and shall have the right to decide on all matters intended to be approved at the first meeting of shareholders.

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

1. Before the meeting commences, the Corporation must carry out the shareholder registration procedure and must continue registration until all shareholders entitled to attend the meeting have registered.
2. When registering shareholders, the Corporation issues each shareholder or authorized representative a voting card, which includes the registration number, the shareholder's full name, the authorized representative's full name, and the number of votes cast. During the general meeting, voting cards for the resolution are collected first, followed by voting cards for the resolution. Finally, the total number of votes in favor or against is counted to determine the decision. The total number of votes in favor, against, blank, or invalid for each issue is announced by the Chairman immediately after the vote on that issue. The General Meeting elects those responsible for counting or supervising the vote count as proposed by the Chairman. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting.

⁴ Article 145 of the Enterprise Law



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

4. The Chairman of the Board of Directors or another member of the Board of Directors authorized by the Chairman of the Board of Directors shall preside over meetings convened by the Board of Directors. In the event of the Chairman's absence or temporary incapacity, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall preside over the meeting so that the General Meeting of Shareholders can elect a presiding officer from among those present, and the person with the highest number of votes shall preside over the meeting.

In other cases, the person who signs the document convening the General Meeting of Shareholders presides over the meeting. The General Meeting of Shareholders elects the chairman of the meeting, and the person with the highest number of votes is appointed as the chairman.

5. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically define the time allocated to each item on the agenda.

6. The chairperson of the meeting may conduct the necessary activities to conduct the General Meeting of Shareholders in a valid, orderly manner, according to the approved agenda and reflecting the wishes of the majority of attending delegates.

7. The presiding officer of the general meeting may postpone a general meeting that has reached the maximum number of delegates present for no more than three (03) working days from the date of the planned opening and may only postpone or change the meeting place in the cases specified in Clause 8, Article 146 of the Enterprise Law.

8. The person convening the General Meeting of Shareholders has the right to require shareholders or their authorized representatives attending the meeting to undergo inspections or other lawful and reasonable security measures. If a shareholder or authorized representative fails to comply with the aforementioned inspection or security measures, the person convening the General Meeting of Shareholders, after careful consideration, has the right to refuse or expel that shareholder or representative from the meeting.



9. The person convening the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:

- a. Arrange seating at the Shareholders' General Meeting venue;
- b. Ensure the safety of everyone present at the meeting venues;
- c. Facilitate shareholders' attendance (or continued attendance) at the general meeting.

The person convening the General Meeting of Shareholders has the full right to change the aforementioned measures and apply all necessary measures. These measures may include issuing entry passes or using other selection methods.

10. In the event that the General Meeting of Shareholders applies the above-mentioned measures, the person convening the General Meeting of Shareholders, when determining the meeting location, may:

- a. The meeting will be held at the location specified in the notice, and the meeting chairman will be present there ("Main venue of the meeting");
- b. Arrangements shall be made so that shareholders or authorized representatives who are unable to attend the meeting under these Articles, or those who wish to participate from a location other than the main meeting venue, may simultaneously attend the meeting;

The announcement regarding the organization of the congress does not need to detail the organizational measures as stipulated in this Article.

11. In accordance with these Articles of Association (unless circumstances require otherwise), all shareholders shall be deemed to be participating in the meeting at the main meeting place.

Article 20a. Shareholders' General Meeting by Electronic Method

The General Meeting of Shareholders may be held in person, online, or a combination of both via electronic means. Shareholders or their legally authorized representatives attending the meeting electronically are considered to have valid attendance and voting rights if they are able to monitor, participate in discussions, and exercise their voting rights through the electronic system established by the Corporation.

Electronic meeting and voting systems must ensure shareholder authentication, fully record shareholder participation and voting results. Voting results from shareholders participating online have the same legal validity as those from shareholders attending the meeting in person.

In the case of a hybrid in-person and online meeting, the location of the Shareholders' General Meeting is determined as the location where the meeting chair attends.





The Board of Directors is responsible for guiding and organizing the operation of the electronic meeting and voting system to ensure that the General Meeting of Shareholders is conducted in accordance with the law.

Article 21. Adoption of resolutions by the General Meeting of Shareholders

1. Resolutions on the following matters shall be adopted if approved by shareholders representing at least 65% of the total voting rights of all shareholders present at the meeting; except as provided in Clauses 3, 4 and 6 of Article 148 of the Enterprise Law:

- a) The type of shares and the total number of shares of each type;
- b) Changes in industry, occupation, and business sector;
- c) Changes to the company's organizational and management structure;
- d) Investment projects; purchase, sale, transfer of assets or other transactions with a value of thirty-five percent or more ($\geq 35\%$) of the total asset value of the Corporation according to the most recent audited separate financial statements; investment projects that lead to changes in the organizational structure or long-term development orientation and strategy of the Corporation;
- d) Reorganizing or dissolving the company.

2. Other resolutions are adopted when approved by shareholders representing more than 50% of the total voting rights of all shareholders present at the meeting, except as provided in paragraphs 1 and 3 of this Article;

3. The voting for members of the Board of Directors and the Supervisory Board must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or the Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors or the Supervisory Board, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the criteria in the election regulations or the company's charter.



4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and these Charters.

5. Resolutions of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall be implemented in accordance with the provisions of Clause 1, Article 17 of these Charters.

Article 22. Authority and procedures for obtaining shareholder opinions in writing to adopt resolutions of the General Meeting of Shareholders.

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

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Corporation, except as stipulated in Clause 2, Article 147 of the Enterprise Law.
2. The Board of Directors must prepare ballots, draft resolutions of the General Meeting of Shareholders, and explanatory documents for the draft resolutions. The Board of Directors must ensure that the documents are sent and published to shareholders within a reasonable time for consideration and voting, and must send them at least ten (10) days before the deadline for receiving ballots. The requirements and methods for sending ballots and accompanying documents shall be implemented in accordance with Clause 3, Article 18 of this Charter.
3. The feedback form must include the following key information:
 - a. Name, registered office address, and business registration number;
 - b. Purpose of soliciting opinions;
 - c. Full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification of the individual shareholder; name, enterprise code or establishment decision number, and head office address of the organizational shareholder; or full name, permanent address, nationality, Citizen ID card number, National ID card number, Passport number, or other legally valid personal identification of the authorized representative of the organizational shareholder; number of shares of each class and voting rights of the shareholder;
 - d. Issues requiring consultation before a decision can be made;
 - d. The voting options include "agree," "disagree," and "no opinion" for each issue being considered;

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- e. Deadline for sending the completed feedback forms back to the Corporation;
 - g. Full name and signature of the Chairman of the Board of Directors.
4. The completed opinion survey form must be signed by the individual shareholder or the legal representative of the organizational shareholder, or by the authorized individual or legal representative of the organization.
5. Feedback forms can be sent to the Corporation through the following methods:
- a. By mail: Opinion survey forms sent to the Corporation must be enclosed in a sealed envelope, and no one is allowed to open them before the votes are counted;
 - b. Sending by fax or email: Opinion forms sent to the Corporation via fax or email must be kept confidential until the vote count.

Opinion ballots received by the Corporation after the deadline specified in the ballot form, or that have been opened in the case of mail submissions, or published before the vote count in the case of fax or email submissions, are invalid. Unreturned ballots are considered non-voting ballots.

6. The Board of Directors shall organize the vote counting and prepare a vote counting report in the presence of the Supervisory Board or shareholders who are not executives of the business. The vote counting report must include the following main contents:

- a. Name, registered office address, and business registration number;
- b. The purpose and issues requiring consultation for the resolution's adoption;
- c. The number of shareholders and the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots, along with an appendix listing the shareholders who participated in the vote;
- d. The total number of votes in favor, against, and abstentions for each issue;
- e. Issues that were approved and the corresponding percentage of votes in favor;
- g. Full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

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

7. The vote count minutes and resolutions must be sent to shareholders within fifteen (15) days from the date of the end of the vote count. If the Company has a website, sending the vote count



minutes and resolutions may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of the end of the vote count.

8. The completed opinion poll forms, vote counting records, adopted resolutions, and related documents accompanying the opinion poll forms must all be kept at the Corporation's headquarters.

9. Resolutions adopted through written shareholder consultation must be approved by shareholders representing more than 50% (fifty percent) of the total voting shares and shall have the same validity as resolutions adopted at a General Meeting of Shareholders.

Article 23. Minutes of the General Meeting of Shareholders

1. Shareholders' General Meetings must be recorded in minutes and may also be audio-recorded or recorded and stored electronically. The minutes must be in Vietnamese, and may also be in English, and must include the following main contents:

- a. Name, registered office address, and business registration number;
- b. Time and location of the General Shareholders' Meeting;
- c. Meeting agenda and content;
- d. Full names of the chairperson and secretary;
- e. Summarize the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;
- f. The number of shareholders and the total number of voting shares of the shareholders attending the meeting, an appendix listing the registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
- g. The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;
- h. Issues that were approved and the corresponding percentage of votes in favor;
- i. Signatures of the chairperson and secretary.

Minutes prepared in both Vietnamese and English have equal legal validity. In case of discrepancies between the Vietnamese and English versions, the Vietnamese version shall prevail.

2. The minutes of the General Meeting of Shareholders must be prepared and approved before the meeting concludes. The chairperson and secretary of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

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3. The minutes of the General Meeting of Shareholders must be published on the Corporation's website within twenty-four (24) hours from the time the meeting ends or sent to all shareholders within fifteen (15) days from the date the meeting ends.
4. The minutes of the General Meeting of Shareholders are considered authentic evidence of the work carried out at the General Meeting of Shareholders .
5. Minutes of the General Meeting of Shareholders, appendix listing registered shareholders, adopted resolutions, and related documents must be kept at the head office of the Corporation.

Article 24. Request for annulment of a decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receiving the minutes of the General Meeting of Shareholders or the minutes of the results of the written shareholder vote, the members of the Board of Directors, the Supervisory Board, the General Director, the shareholder or group of shareholders specified in Clause 3 of Article 12 of this Charter have the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening meetings or obtaining shareholder opinions in writing and making decisions by the General Meeting of Shareholders are not carried out in accordance with the provisions of the Enterprise Law and these Charters, except as stipulated in Clause 4, Article 21 of these Charters.
2. The content of the resolution violates the law or these Statutes.

In the event that a decision of the General Meeting of Shareholders is annulled by a Court or Arbitration decision, the person who convened the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within (30) thirty days according to the procedures stipulated in the Enterprise Law and this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and candidacy of Board of Directors members

1. In cases where candidates have been identified in advance, information related to the Board of Directors candidates shall be included in the General Meeting of Shareholders' Meeting documents and published at least ten (10) days before the opening date of the General Meeting of Shareholders' Meeting on the Corporation's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must make a written commitment regarding the truthfulness, accuracy and reasonableness of the published personal information and must commit to performing their duties honestly if elected as members of the Board of Directors. The information related to Board of Directors candidates published shall include at least the following contents:



- a. Full name, date of birth (day, month, year);
- b. Educational level;
- c. Professional qualifications;
- d. Work experience;
- e. Companies where the candidate currently holds positions as a member of the Board of Directors and other management positions;
- f. An evaluation report on the candidate's contributions to the Corporation, in case the candidate is currently a member of the Corporation's Board of Directors;
- g. Any benefits related to the Corporation (if any);
- h. The full name of the shareholder or group of shareholders nominating the candidate (if any);
- i. Other information (if any).

2. Shareholders holding common shares have the right to pool their voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% may nominate a maximum of four (04) candidates; from 50% to less than 60% may nominate a maximum of five (05) candidates; from 60% to less than 70% may nominate a maximum of six (06) candidates; from 70% to 80% may nominate a maximum of seven (07) candidates; and from 80% or more of the total voting shares may nominate a maximum of eight (08) candidates.

3. If the number of candidates nominated and elected to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism stipulated by the Corporation in its internal regulations on corporate governance. The procedure for the incumbent Board of Directors to nominate candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before proceeding with the nominations, in accordance with the law.

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

1. The number of Board of Directors members ranges from 05 (five) to 07 (seven) members. The term of office for a Board of Directors member is no more than five (05) years and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors for no more than 02 (two) consecutive terms.

2. The structure of the Board of Directors is as follows:

The number of non-executive members of the Board of Directors must comply with the following regulations:



- a) There must be at least one non-executive member in cases where the Corporation has between 3 and 5 members on its Board of Directors;
- b) There must be at least two non-executive members in cases where the Corporation has between six and eight members on its Board of Directors;
- c) There must be at least 3 non-executive members in the case where the Corporation has between 9 and 11 members on its Board of Directors.

In the case where the Corporation is organized and managed according to the provisions of Point b , Clause 1, Article 137 of the Enterprise Law, the Corporation must ensure that at least one-fifth (1/5) of the total number of Board of Directors members are independent members. In the case where the number of Board of Directors members of the Corporation is less than (05) five people, the Corporation must ensure that there is one Board of Directors member who is an independent member.

In the case where the Corporation is a listed organization, the number of members of the Board of Directors must comply with the following regulations:

- a) There must be at least one independent member in cases where the Corporation has between 3 and 5 members on its Board of Directors;
- b) There must be at least two independent members in the case where the Corporation has between six and eight members on its Board of Directors;
- c) There must be at least 3 independent members in the case where the Corporation has between 9 and 11 members on its Board of Directors.

3. A member of the Board of Directors shall cease to be a member of the Board of Directors in the following cases:

- a. Not eligible to be a member of the Board of Directors according to the provisions of the Enterprise Law or prohibited by law from being a member of the Board of Directors;
- b. There is a letter of resignation;
- c. The person suffers from a mental disorder, and another member of the Board of Directors has professional evidence demonstrating that the person is no longer capable of acting.
- d. Not attending meetings of the Board of Directors for six (06) consecutive months, except in case of force majeure;
- d. By decision of the General Meeting of Shareholders;
- e. Providing false personal information when submitting it to the Corporation as a candidate for the Board of Directors;



- f. Other cases as prescribed by law and this Charter.
- 4. The appointment of Board of Directors members must be disclosed in accordance with the regulations of the law on securities and the securities market.
- 5. Members of the Board of Directors may not be shareholders of the Corporation.
- 6. Independent members of the Board of Directors must notify the Board of Directors that they no longer meet the standards and conditions stipulated in Clause 2, Article 155 of the Enterprise Law and will automatically cease to be independent members from the date they no longer meet those standards and conditions. The Board of Directors must notify the Board of Directors of the case where an independent member of the Board of Directors no longer meets the standards and conditions at the next General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a replacement or additional independent member of the Board of Directors within 6 months from the date of receiving the notification from the relevant independent member of the Board of Directors.

Article 27. Powers and obligations of the Board of Directors

- 1. The business operations and activities of the Corporation are subject to the supervision and direction of the Board of Directors. The Board of Directors is the body with full authority to exercise the rights and obligations of the Corporation that do not fall under the authority of the General Meeting of Shareholders.
- 2. The rights and obligations of the Board of Directors are stipulated by the Enterprise Law, the Corporation's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
 - a. Deciding on the Corporation's strategic plan, medium-term development plan, and annual business plan;
 - b. Define operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;
 - c. Appointing and dismissing, signing contracts with, and terminating contracts with the General Director and other executives, and determining their salaries;
 - d. Supervise and direct the General Director and other executives;
 - d. Resolving the Corporation's complaints against business executives, as well as deciding on the Corporation's representatives to handle legal matters related to those executives;



- e. Deciding on the organizational structure of the Corporation, the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;
 - f. Propose the reorganization or dissolution of the Corporation;
 - g. Present the internal regulations on effective corporate governance to protect shareholders to the General Meeting of Shareholders;
 - h. Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to approve decisions;
 - i. Propose the annual dividend rate; decide on the timing and procedures for dividend payment;
 - j. Propose the types of shares to be issued and the total number of shares to be issued for each type;
 - k. Propose the issuance of convertible bonds and bonds with warrants;
 - l. Deciding on the offering price of shares, convertible bonds, and bonds with warrants in cases where authorized by the General Meeting of Shareholders;
 - m. Present the audited annual financial statements of the Corporation to the General Meeting of Shareholders;
 - n. Other rights and obligations (if any).
 - o. Deciding on whether to extend the Annual General Meeting of Shareholders if necessary.
3. The following matters require approval from the Board of Directors:
- a. Establish branches or representative offices of the Corporation;
 - b. Establishing subsidiaries of the Corporation;
 - c. Within the scope stipulated in Clause 2, Article 153 of the Enterprise Law , and except for cases stipulated in Clause 2, Article 138 and Clause 3, Article 167 of the Enterprise Law which require approval by the General Meeting of Shareholders, the Board of Directors shall decide on the implementation, amendment, and cancellation of contracts of the Corporation;
 - d. Appointing and dismissing individuals authorized by the Corporation to act as its commercial representatives and legal counsel;
 - d. Loan agreements, credit agreements, mortgages, pledges, guarantees, and other financial obligations with a value of five percent or more ($\geq 5\%$) of the total asset value of the Corporation as reported in the most recent audited separate financial statements, except in cases falling under



the authority of the General Meeting of Shareholders as stipulated in Article 15 of these Charters;

e. Investment projects; purchase, sale, transfer of assets or other transactions with a value ranging from five percent ($\geq 5\%$) to less than thirty-five percent ($< 35\%$) of the total asset value of the Corporation as reported in the most recent audited separate financial statements. Investment projects that are part of strategies and plans approved by the General Meeting of Shareholders;

g. The purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;

h. Valuation of non-monetary assets contributed to the Corporation in the issuance of shares or bonds of the Corporation, including gold, land use rights, intellectual property rights, technology and technological know-how;

i. The repurchase or redemption shall not exceed 10% (ten percent) of the total number of shares of each class offered for sale within twelve (12) months;

k. Deciding on the price for repurchasing or redeeming shares of the Corporation;

l. Business matters or transactions decided by the Council require approval within the scope of its authority and responsibility.

4. The Board of Directors must report to the General Meeting of Shareholders on its activities, specifically on the Board's supervision of the General Director and the executive during the fiscal year. If the Board of Directors fails to submit a report to the General Meeting of Shareholders, the Corporation's annual financial statements will be deemed invalid and will not have been approved by the General Meeting of Shareholders.

5. Unless otherwise provided by law and these Charters, the Board of Directors may authorize subordinate staff and other executives to represent and handle affairs on behalf of the Corporation.

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

1. Members of the Board of Directors receive remuneration and bonuses. The total amount of remuneration and bonuses for the Board of Directors is decided by the General Meeting of Shareholders. This remuneration is distributed to the members of the Board of Directors according to an agreement within the Board of Directors or divided equally in case no agreement is reached.



2. The total amount paid to each member of the Board of Directors, including remuneration, expenses, commissions, share purchase rights, and other benefits received from the Corporation, must be disclosed in detail in the Corporation's annual report. Remuneration of Board members must be shown as a separate item in the Corporation's annual financial statements.

3. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in subcommittees of the Board of Directors, or performing other duties which the Board of Directors deems outside the ordinary scope of a member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board of Directors.

4. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, meals, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.

Article 29. Chairman of the Board of Directors

1. The Board of Directors must select from among its members to elect the Chairman of the Board of Directors.

2. The Chairman of the Board of Directors is responsible for preparing the agenda and documents, convening and presiding over meetings of the Board of Directors, presiding over meetings of the General Meeting of Shareholders, and also has other rights and obligations as stipulated in the Enterprise Law and these Charters.

3. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors submits the annual financial report, the Corporation's operational report, the audit report, and the Board of Directors' inspection report to the shareholders at the General Meeting of Shareholders.

4. The Chairman of the Board of Directors may be dismissed or removed from office by decision of the Board of Directors. In the event that the Chairman of the Board of Directors resigns or is dismissed or removed from office or is unable to perform his duties, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors by a majority vote of the remaining members within ten (10) days.

Article 30. Meetings of the Board of Directors

1. In the event that the Board of Directors elects the Chairman, the Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of the end of the election of the Board of Directors for that term.



This meeting shall be convened by the member with the highest number of votes or the highest percentage of votes. In the event that there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall vote by majority to choose one (01) person among them to convene the meeting of the Board of Directors.

2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors, set the agenda, time and place of the meeting at least five (05) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but must hold at least one (01) meeting every quarter.

3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay unless there is a valid reason, when one of the following parties requests in writing, clearly stating the purpose of the meeting and the issues to be discussed:

- a. Supervisory Board;
- b. General Director or at least five (05) other executives;
- c. Independent members of the Board of Directors;
- d. At least two (02) members of the Board of Directors;
- d. Other cases (if any).

4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receiving the request mentioned in Clause 3 of this Article. In case of failure to convene a meeting as requested, the Chairman of the Board of Directors shall be responsible for any damages incurred by the Corporation; the persons who proposed the meeting as mentioned in Clause 3 of this Article have the right to convene a meeting of the Board of Directors.

5. In the event that an independent auditing firm requests an audit of the Corporation's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Corporation's situation.

6. Board of Directors meetings shall be held at the Corporation's head office or at another location in Vietnam or abroad as decided by the Chairman of the Board of Directors and with the unanimous consent of the Board of Directors.

7. Notices of Board of Directors meetings must be sent to Board members and Supervisors at least five (05) working days before the meeting date. Board members may refuse the notice of meeting in writing; this refusal may be changed or revoked in writing by that Board member. The notice of the Board of Directors meeting must be in writing in Vietnamese and must fully inform the time, place of the meeting, agenda, content of the issues to be discussed, along with



necessary documents on the issues to be discussed and voted on at the meeting and the members' voting ballots.

The meeting notice shall be sent by mail, fax, email, or other means, but must ensure that it reaches the contact address of each member of the Board of Directors and the Supervisors registered with the Corporation.

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

If the required number of members is not present, a second meeting must be convened within seven (07) days from the date of the first scheduled meeting. The second meeting will be held if more than half (1/2) of the Board of Directors members are present.

9. Board meetings may be held in the form of online conferences among members of the Board when all or some members are located in different places, provided that each member participating in the meeting is able to:

- a. Listen to each of the other Board members who are participating in the meeting speak;
- b. Address all other attending members simultaneously. Discussions among members may take place in person by telephone or other means of communication, or a combination of these methods. Board members participating in such meetings are considered to be "present" at that meeting. The meeting location as stipulated in this Charter is the location where the largest number of Board members are present, or the location where the meeting chair is present.

Decisions made during a formal meeting held and conducted are effective immediately upon the conclusion of the meeting, but must be confirmed by the signatures of all Board members present at the meeting in the minutes.

10. Members of the Board of Directors may send voting ballots to the meeting via mail, fax, or email. In the case of sending voting ballots 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 before the opening of the meeting. The ballot may only be opened in the presence of all attendees.

11. Voting:

- a. Except as provided in Point b, Clause 11 of this Article, each member of the Board of Directors or authorized person as provided in Clause 8 of this Article who is present in person at the Board of Directors meeting has one (01) voting right;



b. Board members are not permitted to vote on contracts, transactions, or proposals in which they or a person related to them have an interest that conflicts with, or may conflict with, the interests of the Corporation. Board members are not counted toward the minimum attendance requirement for holding a Board meeting regarding decisions on which they do not have the right to vote;

c. As stipulated in Point d, Clause 11 of this Article, when an issue arises at a meeting relating to the interests or voting rights of a member of the Board of Directors who does not voluntarily relinquish their voting rights, the chairman's decision shall be final, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;

d. A member of the Board of Directors who benefits from a contract as stipulated in Points a and b of Clause 5, Article 40 of these Charters shall be deemed to have a substantial interest in that contract.

e. Auditors have the right to attend Board of Directors meetings and participate in discussions, but are not entitled to vote.

12. A Board member who directly or indirectly benefits from a contract or transaction already concluded or slated for conclusion with the Corporation, and who is aware of their own interest, is responsible for disclosing this interest at the first Board meeting discussing the conclusion of the contract or transaction. If a Board member is unaware of their own or related parties' interest at the time the contract or transaction is concluded with the Corporation, that Board member must disclose the relevant interest at the first Board meeting held after they become aware of their interest or potential interest in the aforementioned transaction or contract.

13. Resolutions and decisions of the Board of Directors are adopted when a majority of the Board members present at the meeting approve them. In the event of a tie between the number of votes in favor and the number of votes against, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

14. Resolutions of the Board of Directors adopted by written ballot are approved when a majority of the Board members with voting rights agree. The ballot and related documents must be sent to all Board members with voting rights. Board members shall cast their written votes within the deadline specified on the ballot. Resolutions adopted by written ballot have the same legal effect and validity as resolutions adopted by the Board of Directors at a meeting.

15. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and these minutes serve as authentic evidence of the work

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done at the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairperson and the person recording the minutes.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish a subcommittee to be responsible for development policy, human resources, compensation, and internal audit. The number of members of the subcommittee shall be decided by the Board of Directors, but shall have at least three (03) members including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall constitute a majority in the subcommittee and one of these members shall be appointed as the Head of the subcommittee by decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be effective when a majority of the members present and voting at the subcommittee meeting are members of the Board of Directors.

2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of individuals holding membership in subcommittees of the Board of Directors must comply with applicable laws and regulations and the provisions of this Charter.

Article 32. Person in charge of corporate governance

1. The Board of Directors shall appoint at least one (01) person to be the Head of Corporate Governance to support the effective conduct of Corporate Governance activities. The term of office of the Head of Corporate Governance shall be decided by the Board of Directors, with a maximum of five (05) years.

2. The person in charge of the Corporation's administration must meet the following standards:

- a. Possesses knowledge of the law;
- b. It is prohibited to simultaneously work for an independent auditing firm that is auditing the Corporation's financial statements;
- c. Other standards as prescribed by law, this Charter, and decisions of the Board of Directors.

3. The Board of Directors may dismiss the Head of Corporate Governance when necessary, provided that this is not contrary to current labor laws. The Board of Directors may appoint an Assistant to the Head of Corporate Governance from time to time.

4. The person in charge of the Corporation's administration has the following rights and obligations:



- a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Corporation and shareholders;
- b. Prepare for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board of Directors or the Supervisory Board;
- c. Providing advice on meeting procedures;
- d. Attend meetings;
- e. Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;
- f. Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and the Supervisory Board;
- g. Monitoring and reporting to the Board of Directors on the Corporation's information disclosure activities;
- h. Maintain confidentiality of information in accordance with the law and the Corporation's Charter;
- i. Other rights and obligations as prescribed by law and the Corporation's Charter.

VIII. GENERAL MANAGER AND OTHER EXECUTIVES

Article 33. Organizational structure of the management apparatus

The Corporation's management system must ensure that the management team is accountable to the Board of Directors and subject to the Board's supervision and direction in the Corporation's daily business operations. The Corporation has a General Director, Deputy General Directors, 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 resolution of the Board of Directors.

Article 34. Business Managers

1. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Corporation may recruit other executives in a number and according to standards consistent with the Corporation's structure and management regulations as stipulated by the Board of Directors. These executives must diligently support the Corporation in achieving its operational and organizational goals.
2. The remuneration, salary, benefits, and other terms of the employment contract for the General Director are decided by the Board of Directors, and the contracts with other executives are decided by the Board of Directors after consulting with the General Director.



Article 35. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or another person as General Director; sign a contract which stipulates the remuneration, salary and other benefits. The remuneration, salary and other benefits of the General Director must be reported at the Annual General Meeting of Shareholders, shown as a separate item in the Annual Financial Statement and included in the Annual Report of the Corporation.
2. The term of office of the General Director shall not exceed five (05) years and may be reappointed. The appointment may expire based on the provisions of the labor contract. The General Director must not be a person prohibited by law from holding this position and must meet the standards and conditions as prescribed by law and this Charter.
3. The General Director has the following rights and responsibilities:
 - a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, and the business plan and investment plan of the Corporation that have been approved by the Board of Directors and the General Meeting of Shareholders;
 - b. Making decisions on matters that do not require a decision from the Board of Directors, including signing financial and commercial contracts on behalf of the Corporation, and organizing and managing the Corporation's daily business operations in accordance with best management practices;
 - c. To propose to the Board of Directors a plan for the organizational structure and internal management regulations of the Corporation;
 - d. Propose measures to improve the operations and management of the Corporation;
 - d. Propose the number and type of business executives that the Corporation needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations, and propose remuneration, salaries, and other benefits for business executives for the Board of Directors to decide;
 - e. Consult with the Board of Directors to decide on the number of employees, their appointments, dismissals, salaries, allowances, benefits, and other terms related to their employment contracts;
 - g. On December 31st of each year or at another time decided by the Board of Directors at each time, the General Director shall submit to the Board of Directors for approval the detailed business plan for the following fiscal year on the basis of meeting the requirements of the relevant budget as well as the five-year financial plan;



- h. Deciding on loan agreements, credit agreements, mortgages, pledges, guarantees, and other financial obligations with a value of less than five percent (<5%) of the total assets of the Corporation as reported in the most recent audited separate financial statements. Investment projects; purchase, sale, transfer, liquidation of assets or other transactions with a value of less than five percent (<5%) of the total assets of the Corporation as reported in the most recent audited separate financial statements.
- i. Prepare long-term, annual, and quarterly budgets for the Corporation (hereinafter referred to as the budget) to serve the long-term, annual, and quarterly management activities of the Corporation in accordance with the business plan. The annual budget (including: Balance Sheet, Income Statement, and Projected Cash Flow Statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information stipulated in the Corporation's regulations;
- k. Other rights and obligations as prescribed by law, this Charter, the Corporation's internal regulations, resolutions of the Board of Directors, and employment contracts signed with the Corporation.
4. The General Director is accountable to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these levels when requested.
5. The Board of Directors may dismiss the General Director when a majority of the Board members with voting rights present at the meeting approve and appoint a new General Director to replace.

IX. SUPERVISORY BOARD

Article 36. Candidacy and Nomination of Supervisors

1. The nomination and candidacy of Supervisors shall be conducted in accordance with the provisions of Clauses 1 and 2 of Article 25 of this Charter.
2. If the number of candidates for the Supervisory Board nominated through application is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations according to the mechanism stipulated in this Charter and the Internal Regulations on Corporate Governance. The mechanism for the incumbent Supervisory Board to nominate candidates for the Supervisory Board must be clearly announced and approved by the General Meeting of Shareholders before the nomination process begins .



Article 37. Inspectors

1. The number of Supervisors of the Company is three (03) people. The term of office of the Supervisors shall not exceed five (05) years and may be re-elected for an unlimited number of terms.
2. The auditor must meet the standards and conditions stipulated in Article 169 of the Enterprise Law and these Charters, and must not fall under any of the following cases:
 - a. Working in the accounting and finance department of the Corporation;
 - b. Being a member or employee of an independent auditing firm that audited the Corporation's financial statements for the three (03) consecutive years prior to that.
3. The Supervisors shall elect one (01) person among themselves as the Head of the Supervisory Board by majority principle and must work full-time at the Company. The Head of the Supervisory Board has the following rights and responsibilities:
 - a. Convene a meeting of the Supervisory Board;
 - b. Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Supervisory Board;
 - c. Prepare and sign the Supervisory Board's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.
4. The supervisor shall be dismissed in the following cases:
 - a. No longer meets the qualifications and conditions to be a Supervisor as stipulated in the Enterprise Law;
 - b. Not exercising one's rights and obligations for six (06) consecutive months, except in cases of force majeure;
 - c. A resignation letter has been submitted and accepted;
 - d. Other cases as prescribed by law and this Charter.
5. Supervisors are dismissed in the following cases:
 - a. Failure to complete assigned tasks or duties;
 - b. Serious or repeated violations of the duties of the Auditor as stipulated in the Enterprise Law and these Charters;
 - c. By decision of the General Meeting of Shareholders;
 - d. Other cases as prescribed by law and this Charter.



Article 38. Supervisory Board

1. The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law and the following rights and obligations:
 - a. Propose and recommend that the General Meeting of Shareholders approve the appointment of an independent auditing firm to audit the Corporation's financial statements. If necessary, to ensure the independence and objectivity of the audit and the interests of the Corporation, the Supervisory Board has the right to propose the termination of the signed audit contract and submit it to the Board of Directors for a decision on selecting a replacement independent auditing firm;
 - b. Be accountable to shareholders for their supervisory activities;
 - c. Monitoring the company's financial situation, the legality of the activities of the Board of Directors members, the General Director, other managers, and the coordination of activities between the Supervisory Board and the Board of Directors, the General Director, and shareholders;
 - d. In case of detecting violations of the law or violations of the company's charter by members of the Board of Directors, the General Director and other business executives, the Board of Directors must be notified in writing within forty-eight (48) hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;
 - e. Reporting to the General Meeting of Shareholders as prescribed by the Enterprise Law ;
 - f. Other rights and obligations as prescribed by law and these Statutes.
2. Members of the Board of Directors, the General Director, and other business executives must provide complete, accurate, and timely information and documents on the management, operation, and activities of the Corporation as requested by the Supervisory Board. The person in charge of corporate governance must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, and other information and documents provided to shareholders and members of the Board of Directors are provided to the Supervisors at the same time and in the same manner as to shareholders and members of the Board of Directors.
3. The Supervisory Board may issue regulations on the meetings of the Supervisory Board and the way the Supervisory Board operates. The Supervisory Board must meet at least two (02) times a year and the meeting shall be held when at least two-thirds (2/3) of the Supervisors are present.



4. The remuneration, salary, and other benefits of the Supervisory Board are determined by the General Meeting of Shareholders. The Supervisory Board shall be reimbursed for reasonable expenses for accommodation, travel, and other incidental costs incurred when attending meetings of the Supervisory Board or performing other activities of the Supervisory Board.

X. RESPONSIBILITIES OF BOARD MEMBERS, AUDITOR, GENERAL MANAGER, AND OTHER EXECUTIVES

Article 39. Responsibility for care

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

Article 40. Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, Supervisory Board, General Director, and other executives must disclose their relevant interests as prescribed in Article 164 of the Enterprise Law and other relevant legal regulations.
2. Members of the Board of Directors, Supervisors, the General Director, and other executives are not permitted to use business opportunities that could benefit the Corporation for personal gain; nor are they permitted to use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.
3. Members of the Board of Directors, Supervisors, the General Director, and other executives are obligated to inform the Board of Directors of all potential conflicts of interest with the Corporation that they may obtain through other economic entities, transactions, or individuals.
4. Unless otherwise decided by the General Meeting of Shareholders, the Corporation shall not grant loans or guarantees to members of the Board of Directors, Supervisory Board, General Director, other executives, and individuals or organizations related to the aforementioned members, or legal entities in which these individuals have financial interests, except in cases where the public company and the organization related to such member are companies within the same group or companies operating as a group of companies, including parent-subsidary companies, economic conglomerates, and specialized laws provide otherwise.
5. Contracts or transactions between the Corporation and one or more members of the Board of Directors, Supervisory Board, General Director, other executives and individuals or organizations related to them, or companies, partners, associations, or organizations of which the members of the Board of Directors, Supervisory Board, General Director, other executives,



or those related to them are members or have a financial interest shall not be invalidated in the following cases:

- a. For contracts valued at less than thirty-five percent (<35%) of the Corporation's total assets as reported in the most recent audited separate financial statements, the significant contents of the contract or transaction, as well as the relationships and interests of the Board members, Supervisory Board, General Director, and other executives, have been reported to the Board of Directors. Furthermore, the Board of Directors has authorized the execution of that contract or transaction in good faith by a majority vote of Board members with no vested interest;
- b. For contracts with a value of thirty-five percent or more ($\geq 35\%$) of the total assets of the Corporation as reported in the most recent audited separate financial statements, the significant contents of this contract or transaction, as well as the relationship and interests of the members of the Board of Directors, Supervisory Board, General Director, and other executives, have been disclosed to shareholders without an interest in the matter who have the right to vote on it, and those shareholders have approved this contract or transaction;
- c. The contract or transaction is deemed fair and reasonable in all respects relating to the shareholders of the Corporation at the time the transaction or contract is approved by the Board of Directors or the General Meeting of Shareholders.

Members of the Board of Directors, Supervisory Board, General Director, other executives, and organizations and individuals related to the aforementioned members are prohibited from using or disclosing unauthorized information of the Corporation to conduct related transactions.

Article 41. Liability for damages and compensation

1. Members of the Board of Directors, Supervisors, General Managers, and other executives who violate their duties and responsibilities of integrity and diligence, or fail to perform their duties with conscientiousness and professional competence, shall be held liable for damages caused by their misconduct.
2. The Corporation shall compensate individuals who have been, are, or may become involved in complaints, lawsuits, or prosecutions (including civil and administrative cases, and not cases initiated by the Corporation) if that person has been or is a member of the Board of Directors, Supervisory Board, General Director, or other executive, employee, or authorized representative of the Corporation, or if that person has acted or is acting at the request of the Corporation as a member of the Board of Directors, executive, employee, or authorized representative of the Corporation, provided that person acted honestly, carefully, and diligently in the interest of or



in conflict with the interests of the Corporation, in compliance with the law, and there is no evidence to confirm that that person has violated their responsibilities.

3. Compensation costs include incidental expenses (including attorney fees), judgment costs, fines, and payments actually incurred or deemed reasonable in resolving these cases within the framework of the law. The company may purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

XI. RIGHT TO INSPECT COMPANY RECORDS AND ACCOUNTING

Article 42. Right to investigate books and records

1. Ordinary shareholders have the right to access the books and records, specifically as follows:

a) Ordinary shareholders have the right to review, search, and extract information about their name and contact address in the list of shareholders entitled to vote, and to request correction of inaccurate information about themselves; to review, search, extract, or copy the Corporation's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% (five percent) or more of the total number of common shares have the right to review, examine, and extract minutes and resolutions, decisions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of the Corporation.

2. Members of the Board of Directors, Supervisory Board, General Director, and other executives have the right to inspect the Corporation's shareholder register, shareholder list, and other books and records for purposes related to their positions, provided that such information is kept confidential.

3. The Corporation must keep this Charter and its amendments, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at its head office or another location provided that shareholders and the business registration authority are notified of the location where these documents are stored.

4. The Corporation's charter must be published on the Corporation's website.



XII. WORKERS AND TRADE UNIONS

Article 43. Workers and trade unions

1. The General Director must develop a plan for the Board of Directors to approve matters relating to recruitment, employee termination, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and business executives.
2. The General Director shall develop a plan for the Board of Directors to approve matters relating to the Corporation's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter; the Corporation's regulations and applicable laws.

XIII. PROFIT DISTRIBUTION

Article 44. Profit Distribution

1. The General Meeting of Shareholders decides on the dividend payout rate and the form of dividend payment annually from the retained earnings of the Corporation.
2. The Corporation does not pay interest on dividend payments or payments related to a particular stock.
3. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.
4. In cases where dividends or other payments related to a stock are paid in cash, the Corporation must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Corporation has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Corporation shall not be liable for the amount transferred to that shareholder. Dividend payments for listed/registered shares on the stock exchange may be made through a securities company, the Vietnam Securities Depository Center, or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Enterprise Law and the Securities Law, the Board of Directors shall pass a resolution specifying a particular date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends, interest, profit distributions, shares, notices, or other documents.
6. Other matters related to profit distribution shall be handled in accordance with the law.





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

Article 45. Bank Accounts

1. The Corporation shall open accounts at Vietnamese banks or at foreign banks authorized to operate in Vietnam.
2. With prior approval from the competent authority, the Corporation may, if necessary, open bank accounts abroad in accordance with the provisions of the law.
3. The Corporation conducts all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at banks where the Corporation maintains accounts. The legal representative or authorized representative (within the scope of their representation) of the Corporation may act on behalf of the Corporation to carry out transactions related to the Corporation's bank accounts.

Article 46. Fiscal Year

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

Article 47. Accounting System

1. The accounting system used by the Corporation is the Vietnamese Accounting System (VAS), the enterprise accounting system, or other specific accounting systems issued by competent authorities and approved by the Ministry of Finance.
2. The Corporation shall maintain accounting records in Vietnamese and keep accounting records in accordance with accounting laws and related legislation. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Corporation's transactions.
3. The company uses the Vietnamese Dong as its accounting currency. If the company's economic transactions are primarily conducted in a foreign currency, it may choose that foreign currency as its accounting currency, is legally responsible for that choice, and must notify the relevant tax authority.



XV. ANNUAL REPORTS, FINANCIAL REPORTS AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 48. Annual, six (06) month and quarterly financial reports

1. The Corporation must prepare annual financial statements in accordance with the law and the regulations of the State Securities Commission, and these statements must be audited as stipulated in Article 50 of this Charter. Within the time limit prescribed by law, the Corporation must submit the annual financial statements approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange (in the case of the Corporation being a listed or registered trading entity), and the Business Registration Authority.
2. The annual financial statements must include a statement of business results that truthfully and objectively reflects the profit and loss situation of the Corporation for the fiscal year, a statement of financial position that truthfully and objectively reflects the Corporation's operating situation up to the time of preparing the report, a statement of cash flows, and notes to the financial statements.
3. The Corporation must prepare and publish six (06) months of audited financial reports and quarterly financial reports in accordance with the regulations of the State Securities Commission, the Stock Exchange (in the case where the Corporation's shares are listed or registered for trading) and submit them to the relevant tax authorities and the business registration authority in accordance with the provisions of the Enterprise Law.
4. Audited annual financial statements (including auditor's opinion), reviewed six (06) month financial statements and quarterly financial statements must be published on the Corporation's website.
5. Interested organizations and individuals have the right to inspect or copy the audited annual financial report, the reviewed six (06) month report, and the quarterly financial report during working hours at the Corporation's head office and must pay a reasonable fee for copying.

Article 49. Annual Report

The Corporation must prepare and publish an Annual Report in accordance with the regulations of the law on securities and the securities market.

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XVI. COMPANY AUDIT

Article 50. Auditing

1. The Annual General Meeting of Shareholders shall decide to appoint an independent auditing firm or authorize the Board of Directors to select a suitable auditing firm based on the criteria for selecting independent auditing firms approved by the General Meeting of Shareholders, in order to audit the Corporation's financial statements for the fiscal year.
2. An independent auditing firm shall examine, verify, and prepare an audit report and submit that report to the Board of Directors no later than March 30th of each year.
3. A copy of the audit report is attached to the Corporation's annual financial statements.
4. The independent auditor conducting the audit of the Corporation is permitted to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive, and to express opinions at the meeting on matters related to the audit of the Corporation's financial statements.

XVII. THE SEAL

Article 51. Seals

1. The Board of Directors decides to approve the official seal of the Corporation, and the seal shall be engraved in accordance with the law and these Charters.
2. The Board of Directors and the General Director shall use and manage the seal in accordance with current laws and regulations.

XVIII. CLOSURE AND LIQUIDATION

Article 52. Termination of operations

1. The Corporation may be dissolved in the following circumstances:
 - a. The Corporation's operating term expires, including any extensions that may have been granted;
 - b. Dissolution before the scheduled date by decision of the General Meeting of Shareholders;
 - c. The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise;
 - d. Other cases as prescribed by law.
2. The premature dissolution of the Corporation (including any extended period) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) as prescribed.



Article 53. Extension of operation

1. The Board of Directors shall convene a General Meeting of Shareholders at least seven (07) months before the end of the operating period so that shareholders can vote on the extension of the Corporation's operation as proposed by the Board of Directors.
2. The operating period 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 Meeting of Shareholders approve it.

Article 54. Liquidation

1. At least six (06) months before the end of the Corporation's operating term or after the decision to dissolve the Corporation, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee prepares its operating regulations. Members of the Liquidation Committee may be selected from among the Corporation's employees or independent experts. All costs related to liquidation are given priority by the Corporation before other debts of the Corporation.
2. The Liquidation Board is responsible for reporting its establishment date and commencement date to the business registration authority. From that point onwards, the Liquidation Board acts on behalf of the Corporation in all matters related to the liquidation of the Corporation before the Court and administrative agencies.
3. The proceeds from the liquidation will be paid out in the following order:
 - a. Liquidation costs;
 - b. Outstanding wages, severance pay, social insurance contributions, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;
 - c. Tax debt;
 - d. Other debts of the Corporation;
 - d. The remaining amount after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall be paid first.

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XIX. RESOLVING INTERNAL DISPUTES

Article 55. Resolution of internal disputes

1. In the event of disputes or complaints arising related to the Corporation's operations, the rights and obligations of shareholders as stipulated in the Enterprise Law, other legal regulations, this Charter, and the provisions between:

- a. Shareholders and the Corporation;
- b. Shareholders with the Board of Directors, Supervisory Board, General Director, or other executives;

The parties concerned shall attempt to resolve the dispute through negotiation and mediation. Except in cases involving the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution process and request each party to present information related to the dispute within 30 (thirty) working days from the date the dispute arises. In cases involving the Board of Directors or the Chairman of the Board, either party may request the Supervisory Board to appoint an independent expert to mediate the dispute resolution process.

2. If a settlement is not reached within 06 (six) weeks from the start of the settlement process, or if the settlement decision is not accepted by the parties, one party may bring the dispute to the Economic Arbitration Tribunal or the Economic Court.

3. The parties shall bear their own costs related to the negotiation and mediation process. Payment of court costs shall be made according to the court's judgment.

XX. SUPPLEMENTS AND AMENDMENTS TO THE STATUTES

Article 56. Charter of the Corporation

1. Amendments and supplements to this Charter shall be subject to the review and resolution of the General Meeting of Shareholders.

2. In the event that legal regulations governing the Corporation's operations have not been addressed herein, or where existing legal provisions conflict with the terms of this Charter, such prevailing laws shall take precedence in governing the Corporation's activities without the requirement for an immediate Charter amendment.

XXI. EFFECTIVE DATE

Article 57. Effective date

1. This Charter, comprising 21 chapters and 57 articles, was unanimously approved by the General Meeting of Shareholders of Thanh Le Corporation on December 23, 2017, and



subsequently amended and supplemented for the third time on April 24, 2026, at Thanh Le Corporation, with the full text of this Charter was formally adopted.

2. The Charter is made in ten (10) copies, all of equal value, and is kept at the Head Office of the Corporation.
3. This Charter constitutes the sole and official Charter of the Corporation.
4. Copies or extracts of the Corporation's Charter are valid when signed by the Chairman of the Board of Directors, the General Director, or at least one-half (1/2) of the total members of the Board of Directors.

THANH LE CORPORATION

LEGAL REPRESENTATIVE



CHỦ TỊCH HĐQT

Doan Minh Quang



Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

The English translation is for informational purposes only and is not a substitute for the Vietnamese version. In case of any discrepancy between the Vietnamese and English version, the Vietnamese version shall prevail.