



## Appendix:

### LIST OF AMENDMENTS AND SUPPLEMENTS TO THE VTG'S CHARTER

(Attached to Proposal No.: ~~125~~TTTr-VTG dated ~~45~~ 5/2025 on the proposal to amend the Charter of Viettel Global Joint Stock Company)

STT	Section/Terms	Contents of the current Charter	Proposed amendments and supplements	Reason for revision
1	Article 1.1	Not yet regulated	"Investment Law" means Investment Law No. 61/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;	Article 5 of the Charter uses the term "Investment Law" but it is not defined in the Charter.
2	Article 1.1	The business operators are the General Director, Deputy General Director, Chief Accountant;	The business operators are the General Director, Deputy General Director, Chief Accountant and other operators as prescribed in Article 33 of this Charter.	In the VTG charter, the subject of "other operators" is stipulated in Article 33 of the Charter, but in Article 1 "other operators" is not defined in the provisions on enterprise operators. Such a provision has omitted the subject of "other operators", causing difficulties in applying the provisions on the rights and responsibilities of this subject in the VTG charter in particular and in the provisions of the law in general.
3	Article 2.4	Website: <a href="http://www.viettelglobal.vn">www.viettelglobal.vn</a>	Website: <a href="http://www.viettelglobal.com.vn">www.viettelglobal.com.vn</a>	Due to the Company changing its website address.
4	Article 2.6	Not yet regulated	6. Unless terminated before the term specified in this Charter, the term of operation of the Company is indefinite from the date of establishment.	According to the charter form in Circular 116/2020/TT-BTC
5	Article 3.1	The company has one (01) legal representative who is the General Director.	The Company has one (01) legal representative, the General Director or the person in charge of the General Director, appointed by the Board of Directors.	Add to the charter to clarify the authority of the Board of Directors to have full decision-making power in cases of changing the Legal Representative.





9	Article 9. Transfer of shares	Not yet regulated	8. Preferred shares may only be transferred within the time limit and conditions decided by the General Meeting of Shareholders.	Supplementing regulations on transfer of preferential shares to suit the development trend of VTG in the coming period.
10	Article 11	Article 11. Shareholders' rights	1. Common shareholders have the following rights:  Remove this content	Missing title of Article 11  Shareholders attending and voting at the General Meeting of Shareholders is a form of exercising their rights as owners of shares of the company. In case shareholders do not attend the meeting and vote, it is an act of "giving up rights" and not "violation of obligations".
11	Article 12.6	Ordinary shareholders have the following obligations: 6. Attend the General Meeting of Shareholders and exercise voting rights through the forms prescribed in this charter.		
12	Article 12. Obligations of shareholders	7. Be personally responsible when <u>acting on behalf of the Company in any form to perform one of the following:</u> the following acts: a) Violating the law; b) Conducting business and other transactions for <u>personal gain or to serve the interests of other organizations or individuals;</u> c) Paying off debts that are not due when there is a risk of financial risk to the Company.	7. Take personal responsibility for performing the following acts: a) Taking advantage of the company's name to commit illegal acts; b) Conducting business or other transactions that do not serve the interests of the company and cause damage to other organizations or individuals; c) Pay off debts that are Not yet regulated due when financial risks may arise for the company.	Refer to Article 97.6 of the Law on Enterprises
13	Article 14.2	2. The annual general meeting of shareholders discusses and approves the following issues: a) The Company's annual business plan; b) Audited annual financial statements; c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors; d) Report of the Board of Supervisors on the Company's business results,	2. The annual general meeting of shareholders discusses and approves the following issues: a) The Company's annual business plan; b) Audited annual financial statements; c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors; d) Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director;	- For points g and h): Add additional basis according to the charter form in Circular 116/2020/TT-BTC

		performance of the Board of Directors and General Director; e) Self-assessment report on performance of the Board of Supervisors and Supervisors; f) Dividend level for each share of each type; g) Other issues under the authority of the General Meeting of Shareholders.	e) Self-assessment report on performance of the Board of Supervisors and Supervisors; f) Dividend level for each share of each type; g) <b>Approve the list of approved auditing companies; decide on approved auditing companies to conduct inspections of the company's operations when deemed necessary;</b> h) Approve the transactions specified in Clause 4, Article 44 of this Charter; k) Other matters within the authority of the General Meeting of Shareholders.	
14	Article 14	Not yet regulated	4. The Company may hold a General Meeting of Shareholders in person or by collecting written opinions or by online meeting or by combining in-person and online meetings.	Modify according to reality, ensure the company has many meeting methods, or get shareholders' opinions.
15	Article 16. Convening of the General Meeting of Shareholders	2. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases: c) At the request of a shareholder or group of shareholders as prescribed in <u>Article 11.4</u> of this Charter; 5. In case the Board of Supervisors does not convene a General Meeting of Shareholders as prescribed in Clause 3 and Clause 4 of this Article, the shareholder or group of shareholders as prescribed in <u>Article 11.4</u> This charter has the right to represent the company to convene the General Meeting of Shareholders.	Edit " <i>Article 11.4</i> " to " <i>Article 11.3</i> " .	Updated in order of renumbering in the Draft Amended Charter
16	Article 23.	Clause 1		
17	Article 37.	Clause 5; Clause 6		

18	<p>Article 16. Convening of the General Meeting of Shareholders</p>	<p>6. The person convening the General Meeting of Shareholders must perform the following tasks: g) Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting. Notice of meeting invitation ... in a valid manner). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of meeting invitation must clearly state the link to all meeting documents for shareholders to access, including: i) Meeting agenda, documents used in the meeting and draft resolutions for each issue in the meeting agenda; ii) List and detailed information of candidates in case of election of members of the Board of Directors, members of the Supervisory Board; iii) Voting ballots; h) Other tasks serving the meeting.</p>	<p>6. The person convening the General Meeting of Shareholders must perform the following tasks: g) Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting. Notice of meeting invitation... in a valid manner). The meeting notice must clearly state the link to all meeting documents for shareholders to access, including:</p> <ul style="list-style-type: none"> <li>- Meeting agenda, documents used in the meeting and draft resolutions for each issue in the meeting agenda;</li> <li>- List and detailed information of candidates in case of election of members of the Board of Directors and members of the Board of Supervisors;</li> <li>- Voting ballot;</li> <li>- Other tasks to serve the congress.</li> </ul>	<p>Rewrite for brevity and clarity</p>
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19	Articles 15 and 17	<p>+ Article 15: Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize in writing one or more other individuals or organizations to attend the meeting or attend the meeting... Authorization for individuals or organizations to represent them in attending the General Meeting of Shareholders must be made in writing...</p> <p>+ Article 17: Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize in writing one or more other individuals or organizations to attend the meeting or attend the meeting... Authorization for individuals or organizations to represent them in attending the General Meeting of Shareholders must be made in writing...</p>	VTG Charter will remove the content in clauses 1 and 2, Article 17.	Current Charter Contents: Articles 15.1 and 15.2 currently overlap with Articles 17.1 and 17.2 (both provisions on authorization to attend the General Meeting of Shareholders)
20	Article 19.1	<p>1. Before opening the meeting, the Company must carry out shareholder registration procedures and must continue to register until all shareholders entitled to attend the meeting are present and have registered.</p>	<p>1. Before opening the meeting, the Company must carry out the shareholder registration procedure and must carry out the registration until all shareholders entitled to attend the meeting are present and registered in the following order: a) When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is recorded the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, and without opinion.</p>	Clarify the contents that need to be performed when registering shareholders to avoid confusion and omissions in practice.



		<p>At the General Meeting, the number of cards in favor of the resolution shall be collected first, the number of cards in opposition to the resolution shall be collected later, and finally the total number of votes in favor or against shall be counted to make a decision. The vote counting results shall be announced by the Chairman immediately before closing the meeting. The General Meeting shall elect persons responsible for counting or supervising the counting of votes at the request of the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting; b) Shareholders, authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The Chairman is not responsible for stopping the meeting to allow late-arriving shareholders to register and the validity of the contents previously voted on shall not change.</p>	
21	Article 20.7	<p>7. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within fifteen (15) days from the date of approval; in case the Company has a website, the sending of the resolution can be replaced by posting it on the Company's website.</p>	<p>The resolution of the General Meeting of Shareholders must be (i) disclosed in accordance with the law on information disclosure on the stock market; (ii) kept at the Company's head office; and (iii) notified to shareholders on the Company's website within 24 hours from the end of the meeting.</p> <p>Comply with regulations on public company governance.</p>



22	Article 20.8	Not specified	<p>Add the following content:</p> <p>"8. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be passed if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of passing the resolution in the form of obtaining written opinions"</p>	<p>Currently, the Company publishes on the electronic information page, does not send minutes to shareholders, it needs to be adjusted to avoid binding obligations, while ensuring timely information is published on the electronic information page.</p>	<p>Amend the content of Article 21.10 because it overlaps with Article 20.1.</p>
23	Article 21.8	<p>The minutes of the vote counting and resolutions must be sent to shareholders within fifteen (15) days from the date of completion of the vote counting. In case the Company has a website, the sending of the minutes of the vote counting and resolutions can be replaced by posting them on the Company's website.</p>	<p>The minutes of vote counting and resolutions must be (i) announced in accordance with the law on information disclosure on the stock market; (ii) notified to shareholders on the Company's website within 24 hours from the end of vote counting and the adoption of the Resolution.</p>		
24	Article 21.10	<p>+ Article 21.10: All matters within the authority of the General Meeting of Shareholders may be decided by convening a meeting or by obtaining written opinions. Resolutions passed by obtaining written opinions of shareholders shall have the same validity as resolutions passed at the General Meeting of Shareholders.</p>	<p>Article 21.10: Resolutions passed by way of obtaining written opinions of shareholders have the same value as resolutions passed at the General Meeting of Shareholders.</p>		

25	Article 22.5	Minutes of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the end of the meeting; sending the minutes of vote counting can be replaced by posting them on the Company's website.	5. Minutes of the General Meeting of Shareholders <i>and documents attached to the Minutes</i> must be (i) disclosed in accordance with the law on information disclosure on the stock market; (ii) notified to shareholders on the Company's website within 24 hours from the end of the meeting.	Supplementing the requirement to disclose information and documents attached to the meeting minutes according to Article 11.1.c Circular 96/2020/TT-BTC
27	Article 22.6	6. Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting, and related documents sent with the meeting invitation must be kept at the Company's head office.	6. Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholder signatures, authorization letter to attend the meeting, approved resolutions, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation. must be kept at the Company's headquarters.	Supplementing the requirement to disclose information and documents attached to the meeting minutes according to Article 11.1.c of Circular 96/2020/TT-BTC.
28	Article 23.5	5. In case the decision of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, <b>the person convening the annulled General Meeting of Shareholders</b> may consider reorganizing the General Meeting of Shareholders within sixty (60) days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.	5. In case the decision of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, <b>the person convening the General Meeting of Shareholders whose decision is annulled</b> may consider reorganizing the General Meeting of Shareholders within sixty (60) days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.	Change wording to clarify meaning
29	Article 24.1	Not specified	g) Companies in which the candidate is holding the position of member of the Board of Directors, other management positions and interests related to the Company of the candidate for the Board of Directors (if any).	This content is missing and needs to be supplemented to comply with Circular 116 and LDN and related guidance documents.

30	Article 24.4	Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises, Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("Decree 155/2020/ND-CP") and the provisions amending, supplementing, replacing (if any) and this Charter.	Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1, Article 155 of the Law on Enterprises, Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("Decree 155/2020/ND-CP") and the provisions amending, supplementing, replacing (if any) and this Charter.	Supplement so that the Charter can still run in case it is not amended in time when there are regulations for amendment, supplementation, or replacement.
31	Article 26.2	Not specified	z) Decision to promulgate the Company's Information Disclosure Regulations	Supplement according to the charter form in Circular 116/2020/TT-BTC (Article 27.2.q)
32	Article 26.2(h)	The Board of Directors approves contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of <b>50% or more of the total asset value recorded in the company's most recent financial report or another value according to the resolution of the General Meeting of Shareholders'</b> delegation of authority from time to time.	h) Approve purchase, sale, loan, lending contracts and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report or a smaller value according to the resolution decentralizing the authority of the Board of Directors from time to time and contracts and transactions not under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises and Article 44 of this Charter;	The provision of a smaller value is to ensure safe control of contracts and transactions under the authority of the Board of Directors and to ensure compliance with Article 153.2.h of the Enterprise Law 2020.

33	Article 26.2(i)	Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director, Deputy General Directors, Chief Accountant and other important managers according to the Resolution of the Board of Directors from time to time; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of those people;	Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, approve Decide to sign contracts, terminate contracts with the General Director, Deputy General Directors, Chief Accountant and other important managers according to the Resolution of the Board of Directors from time to time; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of those people;	Because the General Director cannot sign a labor contract with himself (Article 141.3 of the 2015 Civil Code).
34	Article 26.2(k)	The Board of Directors decides on the establishment of subsidiaries, branches, representative offices, etc.	The Board of Directors decides to establish, reorganize (including but not limited to division, separation, consolidation, merger, conversion of type, suspension, cessation of operations, termination of business, dissolution, bankruptcy) subsidiaries, branches, representative offices...	Supplement to ensure full reference to the regulations on the authority of the VTG Board of Directors according to Resolution 76/NQ-HĐQT dated December 11, 2024
35	Article 31.3	Not yet regulated	Additional: i) Receive remuneration when performing duties, the remuneration level is decided by the Board of Directors;	To have a basis for paying remuneration to concurrent employees in case it is deemed necessary.
36	Article 34.6	Not yet regulated	6. If necessary, the Chairman of the Board of Directors, on behalf of the Board of Directors, shall represent the Company in signing a labor contract with the General Director.	Because the General Director cannot sign a labor contract with himself (Article 141.3 of the 2015 Civil Code)



37	Article 41.4	<p>4. The Company may only provide 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 and organizations related to these subjects when approved by the General Meeting of Shareholders. In case of providing loans or guarantees to organizations related to members of the Board of Directors, members of the Supervisory Board, the General Director, other managers where the Company and such organizations are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group, the Board of Directors has the authority to approve.</p>	<p>Remove this content, move to Article 44</p>	<p>Move this content to Article 44 on Related Party Transactions to make the provisions on related party transactions centralized and easy to monitor.</p> <p>Because the regulations on transactions with related parties are scattered, it is difficult for enforcers to monitor and implement.</p>
38	Article 44	<p>1. The General Meeting of Shareholders or the Board of Directors approves contracts and transactions between the company and the following related persons: a) Shareholders, authorized representatives of shareholders who are organizations owning more than 10% of the total number of common shares of the company and their related persons; b) Members of the Board of Directors, General Directors and their</p>	<p>Article 44. Approval of contracts and transactions between the Company and related persons</p> <ol style="list-style-type: none"> <li>1. The Company shall not provide loans or guarantees to individual shareholders and related persons of such individual shareholders.</li> <li>2. The Company shall not provide loans or guarantees to institutional shareholders and their related persons who are individuals, unless otherwise provided by law from time to time.</li> </ol>	<ol style="list-style-type: none"> <li>1. Amend to comply with the regulations, stricter constraints applicable to public companies (according to Article 293 of Decree 155/2020);</li> <li>2. For the contents in Article 293 of Decree 155/2020 that are unclear or need to be specified, the amendment has provided more specific regulations to be consistent with VTG.</li> </ol>

	<p>related persons; c) Enterprises whose members of the Board of Directors, Supervisors, General Directors and other managers of the Company must declare according to the provisions of Clause 2, Article 43 of this Charter. 2. The Board of Directors shall approve contracts and transactions as prescribed in Clause 1 of this Article and with a value of less than 35% of the total value of the Company's assets recorded in the most recent financial report, except for the case prescribed in Clause 4, Article 41 of this Charter. In this case, the representative of the Company signing the contract or transaction must notify the members of the Board of Directors and the Supervisory Board of the entities related to such contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote. 3. The General Meeting of Shareholders approves the following contracts and transactions: a) Contracts and transactions other than those specified in Clause 2 of this Article; b) Contracts and transactions for borrowing or</p>	<p>3. The company shall not provide loans or guarantees to related persons of institutional shareholders, except in the following cases:</p> <p>a) The company and the organizations that are related to the shareholder are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group and this transaction must be approved by the General Meeting of Shareholders or the Board of Directors according to the provisions in Clause 4 and Clause 5 of this Article;</p> <p>c) Other schools as prescribed by law, depending on the time.</p> <p>4. The General Meeting of Shareholders approves the following contracts and transactions with related parties:</p> <p>a) Granting loans or guarantees to members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers who are not shareholders; and individuals and organizations related to these subjects, except for the case of Article 44.5.a below;</p> <p>b) Transactions with a value of 35% or more or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction having a value of 35% or more of the total asset value recorded in the most recent financial statement between the Company and one of the following entities:</p> <p>- Members of the Board of Directors, members of the Board of Supervisors, General Director, other managers and related persons of these subjects;</p>	
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	<p>selling assets with a value greater than 10% of the total value of the Company's assets recorded in the most recent financial report between the Company and a shareholder owning 51% or more of the total number of voting shares or a related person of that shareholder. 4. In case of approving a contract or transaction as specified in Clause 3 of this Article, the representative of the Company signing the contract or transaction must notify the Board of Directors and the Supervisor of the related parties to that contract or transaction and enclose a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties in the contract or transaction do not have the right to vote; the contract or transaction is approved according to the provisions of Clause 2 and Clause 4, Article 20 of the Charter. 5. Contracts and transactions are invalidated by the Court's decision and handled according to the provisions of law when signed in violation of the provisions of this Article; the person signing the contract or transaction, the shareholder, member of the Board of Directors or the General Director involved must jointly compensate for any damages arising and return to the company the profits gained from the performance of such contract or transaction. 6. The company must publicly disclose related contracts and transactions according to the provisions of relevant laws. 7. In addition to the provisions of this Article, when the company conducts transactions with</p>	<p>- Shareholders, authorized representatives of shareholders owning more than 10% of the total common equity of the company and their related persons; - Enterprises whose members of the Board of Directors, Supervisors, General Directors and other managers of the Company must declare according to the provisions of Clause 2, Article 43 of this Charter; c) Contracts, transactions of borrowing, lending, selling assets with a value greater than 10% of the total value of the Company's assets recorded in the most recent financial report between the Company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders. In case of approving a contract or transaction as prescribed in Clause 4 of this Article, the representative of the company signing the contract or transaction must notify the Board of Directors and the Supervisory Board of the parties involved in the contract or transaction and send along a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties in the contract or transaction shall not have the right to vote. 5. The Board of Directors approves the following contracts and transactions: (a) In case of granting loans or guarantees to related organizations of members of the Board of Directors, members of the Board of Supervisors, General Director, other managers where the Company and such organizations are companies in the same group or companies operating in a group of companies, including parent company - subsidiary, economic group and the contract/transaction value is less than 35% of the total value of the Company's assets recorded in the most recent financial statement.</p>	
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	shareholders, the company's managers and related persons of these entities must comply with other relevant provisions of law.	<p>(b) The contract or transaction at Point b, Clause 4 of this Article has a value of less than 35% of the total value of the Company's assets recorded in the most recent financial report;</p> <p>(c) The contract at Point c, Clause 4 of this Article has a value of less than or equal to 10% of the total value of the Company's assets recorded in the most recent financial report.</p> <p>In the case specified in Clause 5 of this Article, the Company representative signing a contract or transaction must notify the members of the Board of Directors and the Supervisory Board of the entities involved in the contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote.</p> <p>6. Contracts and transactions shall be invalidated by a Court decision and handled in accordance with the provisions of law when signed in violation of the provisions of this Article; the person signing the contract or transaction, the shareholder, member of the Board of Directors or the Director or General Director involved must jointly compensate for any damages arising and return to the company the profits gained from the performance of such contract or transaction.</p> <p>7. The company must publicly disclose relevant contracts and transactions in accordance with relevant laws.</p>	<p>(b) The contract or transaction at Point b, Clause 4 of this Article has a value of less than 35% of the total value of the Company's assets recorded in the most recent financial report;</p> <p>(c) The contract at Point c, Clause 4 of this Article has a value of less than or equal to 10% of the total value of the Company's assets recorded in the most recent financial report.</p> <p>In the case specified in Clause 5 of this Article, the Company representative signing a contract or transaction must notify the members of the Board of Directors and the Supervisory Board of the entities involved in the contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notification; members of the Board of Directors with interests related to the parties in the contract or transaction shall not have the right to vote.</p> <p>6. Contracts and transactions shall be invalidated by a Court decision and handled in accordance with the provisions of law when signed in violation of the provisions of this Article; the person signing the contract or transaction, the shareholder, member of the Board of Directors or the Director or General Director involved must jointly compensate for any damages arising and return to the company the profits gained from the performance of such contract or transaction.</p> <p>7. The company must publicly disclose relevant contracts and transactions in accordance with relevant laws.</p>	Amended according to Article 49 of Circular 116/2020/TT-BTC, as well as ensuring consistency with the content of Article 45.
39	Article 45	Article 45. Right to investigate books and records	Article 45. Right to search books and records	



40	Article 46	<p>1. The General Director must plan for the Board of Directors to approve issues related to recruitment, dismissal, salary, social insurance, benefits, rewards and discipline for employees and business executives.</p> <p>2. The General Director must plan for the Board of Directors to approve issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies and stipulated in this Charter, the Company's regulations and current legal regulations.</p>	<p>1. The General Director must report to the Board of Directors for approval of regulations related to principles of recruitment, dismissal of employees, wages, social insurance, benefits, rewards and discipline for employees and business executives.</p> <p>2. The General Director must report to the Board of Directors for approval of regulations related to the Company's relations with trade unions in accordance with best management standards, practices and policies, practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.</p>	Modified to fit VTG
41	Article 47. Profit distribution	<p>2. A joint stock company may only pay dividends on common shares when the following conditions are met:</p> <p>a) The company has fulfilled its tax obligations and other financial obligations as prescribed by law;...</p> <p>The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.</p>	<p>" A company may only pay dividends on common shares when all of the following conditions are met:</p> <p>a) The company has fulfilled its tax obligations and other financial obligations as prescribed by law; ... "</p>	Rewrite for clarity
42	Article 48.3	The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.	Remove this content	Please remove this content, because Not all payments are made through bank accounts but can be in cash.
43	Article 50.1	The accounting regime used by the company is the Vietnamese accounting regime (VAS), the enterprise accounting regime or other specific accounting regime issued by a competent authority approved by the Ministry of Finance.	<p>1. The accounting regime used by the company is the current corporate accounting regime or a specific accounting regime issued and approved by a competent authority.</p>	Modify the wording accordingly, VAS is Vietnamese accounting standards, not accounting regime.

44	Article 50. Accounting regime	3. The Company shall prepare accounting books in Vietnamese and maintain accounting records in accordance with the provisions of the law on accounting and relevant laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.	Cancel	Regulations on accounting books and records are included in the current corporate accounting regime applied by the Company.
45	Article 53.1	The annual General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.	1. <i>The annual General Meeting of Shareholders approves the list of independent auditing companies and authorizes the Board of Directors to decide on selecting one of these units to audit the Company's financial statements for the following fiscal years based on the terms and conditions agreed with the Board of Directors.</i>	The Enterprise Law does not have any provisions on "designating partners" and the selection of partners must also comply with other regulations in the investment, procurement and selection of suppliers.
46	Article 54	The Board of Directors decides on the type, quantity, form and content of the Company's seal. The General Director of the Company decides on the type, quantity, form and content of the seal of the Company's branches and representative offices (if any).	1. Seals include seals made at seal engraving establishments or seals in the form of digital signatures according to the provisions of law on electronic transactions. 2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, branches and representative offices of the Company (if any). 3. The Board of Directors and General Director use and manage the seal according to the Company's internal regulations.	Amend to conform to the Model Charter of Public Company in Circular 116/2020/TT-BTC
47	Article 55.1	Article 55. Dissolution 1. The company may be dissolved in the following cases: a) The Company's term of operation ends without a decision to extend;	Abolish: a) End of the Company's term of operation without a decision to extend	This content does not apply to VTG (the term of operation of VTG is unlimited, so there is no issue of term of operation or extension for VTG)
48	Article 55.1	Dissolution before the deadline according to the decision of the General Meeting of Shareholders	Dissolution according to Resolution and decision of General Meeting of Shareholders	Additional information assurance: This dissolution decision must be notified or

49	Article 55.2	2. The dissolution of the Company before the deadline (including the extended deadline) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) according to regulations.	2. The dissolution of the Company before the deadline is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.	approved by the competent authority (if required) as prescribed.  Ensure consistency with the amendment in Article 2.6 as proposed by VTG
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