STANLEY BROTHERS SECURITIES INCORPORATION	**SOCIALIST REPUBLIC OF VIETNAM**
-------	**Independence - Freedom – Happiness**

No.: 170 /2026/CV-SBSI	*Hanoi, May 08th, 2026*
Re: Disclosure of Company Charter, amended, supplemented apprived by General Meeting of Shareholders	

CÔNG TY CỔ PHẦN CHỨNG KHOÁN STANLEY BROTHERS
Digitally signed by CÔNG TY CỔ PHẦN CHỨNG KHOÁN STANLEY BROTHERS
DN: C=VN, S=HÀ NỘI, L=Láng, CN=CÔNG TY CỔ PHẦN CHỨNG KHOÁN STANLEY BROTHERS, OID.0.9.2342.19200300.100.1.1=MST:0305453780
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DISCLOSURE OF UNUSUAL INFORMATION

To: **State Securities Commission**
Vietnam Stock Exchange
Hanoi Stock Exchange
Ho Chi Minh City Stock Exchange.

1. Name of organization: Stanley Brothers Securities Incorporation (SBSI)

- Stock code: VUA
- Member code: 088
- Address: 9th Floor, ROX Tower, No. 54A, Nguyen Chi Thanh, Lang Ward, Hanoi City.
- Contact phone: (+84) 24 3377 6699 Fax: (+84) 24 3373 6699
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- Website: https://sbsi.vn

2. Contents of information disclosure:

Stanley Brothers Securities Incorporation announces Company Charter, amended, supplemented apprived by General Meeting of Shareholders meeting no. 01/2026/NQ-ĐHĐCĐ dated 08/05/2026.

3. This information was published on the Company's official website on 08/05/2026 as in the link: https://sbsi.vn/vi-vn/ve-sbsi/bai-viet/quan-he-co-dong/cong-bo-thong-tin/E21

We would like to commit that the information published above is true and fully responsible before the law for the content of the information published.

Attached documents:
Minutes of the meeting and Resolution of the 2026 Annual General Meeting of Shareholders

Representative of the organization
Legal representative
(Sign, clearly state full name, position, and seal)



General Director
Nguyen Tien Dung

STANLEY BROTHERS SECURITIES JOINT STOCK COMPANY

CHARTER

ORGANIZATION AND ACTIVITIES

Hanoi, Day 08 May , 2026

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LEGAL BASIS

- The Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and documents amending, supplementing and guiding the implementation of the Law on Enterprises;
- Securities Law No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and documents amending, supplementing and guiding the implementation of the Securities Law;
- Relevant Laws and guiding documents;
- This Charter is the legal basis for the organization and operation of Stanley Brothers Securities Joint Stock Company – established under License No. 83/UBCK-GP issued by the State Securities Commission for the first time on January 16, 2008.

FOREWORD

CHAPTER 1. GENERAL REGULATIONS

Article 1. Explanation of terms

1. In this Charter, the following terms shall be construed as follows:

a) "Company" means Stanley Brothers Securities Joint Stock Company established under License No. 83/UBCK-GP issued by the State Securities Commission for the first time on January 16, 2008;

b) "Charter capital" means the total par value of shares of all kinds sold and specified in Article 10 of this Charter;

c) Voting capital is share capital, whereby the owner has the right to vote on matters under the decision-making authority of the General Meeting of Shareholders

d) "Securities Law" means the Securities Law No. 54/2019/QH14 which was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its amendments and supplements;

e) "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amendments and supplements;

f) "Terms" means a provision of these Charter;

g) "Establishment date" means the date on which the Company is granted the Establishment and Operation License for the first time;

h) "Enterprise manager" means a company manager including the Chairman of the Board of Directors, members of the Board of Directors, General Director;

g) The executive of the enterprise is the General Director, Deputy General Director, Head of Finance/Chief Accountant and other executive members appointed by the Board of Directors;

i) "Related person" means an individual or organization that has a relationship with each other in accordance with the provisions of the Law on Securities and the Law on Enterprises;

j) "Shareholder" means an individual or organization that owns at least one share of the company;

k) "Major shareholder" means a shareholder who owns 5% or more of the voting shares of the issuer;

l) "Vietnam" means the Socialist Republic of Vietnam;

m) "SSC" means the State Securities Commission;

n) The Stock Exchange is the Vietnam Stock Exchange and its subsidiaries.

o) "Beneficial owner of an enterprise with legal person status (hereinafter referred to as the beneficial owner of the enterprise)" means an individual who has the actual ownership of charter capital or has the right to dominate such enterprise, except for the case where the representative of the direct owner in the enterprise in which the State holds 100% of the charter capital and the representative the state capital invested in joint-stock companies or limited liability companies with two or more members in accordance with the law on management and investment of state capital in enterprises[1].

2. In these Regulations, references to any terms or documents shall include those that amend or replace such terms or documents.

3. The headings (chapters and articles of the Charter) are included for convenience of monitoring and do not affect the meaning and content of the Charter.

4. Words or terms that have been defined in the Law on Enterprises and the Law on Securities shall have the same meanings in the Charter, unless otherwise defined by this Charter.

Article 2. Name, legal form, head office, organizational structure and duration of operation

1. Company Name:

a) Full name in Vietnamese: Stanley Brothers Securities Joint Stock Company

[1] Supplemented by Clause 35, Article 4 of the Law on Enterprises

b) English name: Stanley Brothers Securities Incorporation

c) Trading name: Stanley Brothers Securities Joint Stock Company

d) Abbreviation: SBSI

2. Legal form of the Company:

Joint-stock companies are granted establishment and operation licenses in accordance with the provisions of the Law on Securities and the Law on Enterprises, and have legal status in accordance with the current laws of Vietnam.

3. Company Headquarters:

a) Head office address: 9th Floor, Rox Tower, No. 54A Nguyen Chi Thanh Street, Lang Ward, Hanoi City.

b) Phone: (84-24) 3377 6699 Fax: (84-24) 3373 6699

c) Email: info@sbsi.vn

d) Website: sbsi.vn

4. Operation Network:

The Company may establish and close branches, transaction offices and representative offices at home and abroad to implement the Company's operational objectives, in accordance with the decision of the Board of Directors after being approved by the SSC;

5. Duration of operation:

The term of operation of the Company shall commence from the date of establishment and shall be indefinite as prescribed in this Charter.

Article 3. Legal representative

1. The legal representative of the Company is an individual who represents the Company in exercising the rights and obligations arising from the Company's transactions, representing the Company as a plaintiff, defendant, person with related interests and obligations before the Arbitration, the Court and the rights, other obligations as prescribed by law.

2. The company has a maximum of 02 legal representatives, including the General Director[2] and (one) Deputy General Director[3] appointed by the Board of Directors to supplement in case of necessity. Specific rights and obligations of each legal representative assigned to the Board of Directors shall be specified on the principle

[2] Including equivalent titles such as Acting General Director, Chief Operating Officer, etc.

[3] Including equivalent titles such as Acting Deputy General Director, etc.

of conformity with the provisions of law and the characteristics of the Company's business activities in each period.

3. The legal representative of the Company shall be personally responsible in accordance with the provisions of law for damage to the Company due to the breach of responsibilities specified in this Article.[4]

4. Authorization of the Legal Representative:

a) The legal representative of the Company as prescribed in this Charter must reside in Vietnam; in case of exiting Vietnam, they must authorize in writing another person in accordance with law to exercise the rights and obligations of the Company's legal representative;

b) Upon the expiration of the authorization period, the Company's legal representative has not returned to Vietnam and has no other authorization, the authorized person (as prescribed at Point a of this Clause) shall continue to exercise the rights and perform the obligations of the legal representative within the scope of authorization until the legal representative of the Company to work at the Company or until the Board of Directors decides to appoint another person as the Legal Representative;

c) In case the Company's Legal Representative is absent from Vietnam for more than thirty (30) days without authorizing another person to perform the rights and duties of the Company's Legal Representative or dies, goes missing, is temporarily detained, sentenced to imprisonment, restricted or loses his/her civil act capacity, the Board of Directors shall appoint another person to act as the Legal Representative of the Company.

Article 4. Scope of business activities and business lines

1. The Company's business operations are:

a) Securities brokerage;

b) Securities investment consulting;

c) Proprietary trading of securities;

d) Underwriting the issuance of securities.

2. Scope of business activities: The Company conducts business activities in accordance with the business operations specified in this Charter and the provisions of law.

3. In addition to securities trading operations specified in Clause 1 of this Article, the Company is provided with securities depository services; consulting on

[4] Amended according to Clause 2, Article 13 of the Law on Enterprises

restructuring, mergers, consolidations, reorganizations, acquisitions and acquisitions, management consulting, corporate strategy consulting, offering consulting, securities listing consulting; equitization consultancy, enterprise valuation, other financial consultancy in accordance with the provisions of law; entrusted to manage securities trading accounts of individual investors; derivative securities trading; clearing and settlement services for derivative securities transactions and other financial services in accordance with law.

Article 5. Operational Objectives

1. The Company's operational objectives are: Business activities in the field of financial investment, securities with the goal of making profits; create jobs and stable income for employees; bring dividends to shareholders; fully fulfill obligations in accordance with the provisions of Vietnamese law and develop the Company more and more strongly. The company strives to become one of the leading securities companies of Vietnam's financial market.
2. If any of the above objectives require approval by the competent State agency, the Company shall implement such objectives only after approval.

Article 6. Governance and Operational Principles

1. Comply with the provisions of the Law on Securities, the Law on Enterprises, the company's charter and other relevant provisions of law on corporate governance.
2. Conduct business in a fair and honest manner. The company must clearly delineate responsibilities between the General Meeting of Shareholders, the Board of Directors, the Supervisory Board and the Board of Directors in accordance with the Law on Securities, the Law on Enterprises and other relevant provisions of law.
3. The company must establish a communication system with shareholders and members to ensure the provision of adequate information and fair treatment between shareholders and members, ensuring the legitimate rights and interests of shareholders and members.
4. Promulgate operational procedures for operations, internal control and risk management processes, and code of ethics in accordance with the Company's business operations.
5. Ensure human resources, capital and facilities necessary to serve securities business activities, comply with the provisions of law.
6. Separation of offices, personnel, data systems, and reports between professional departments to ensure that conflicts of interest between the Company and customers are avoided. The Company must disclose to the Client in advance any conflicts of

interest that may arise between the Company, the practitioner and the Client.

7. Arrange securities practitioners in accordance with business operations. Holders of securities practice certificates may only work in one department of securities business operations at a time.
8. Price forecasts or trading recommendations related to a particular security in the media must clearly state the basis of the analysis and the source citing the information.
9. Other principles in accordance with the law:

- Compliance with professional ethics;
- Integrity and fair conduct of business;
- Fulfilling our obligations to customers in the best way;
- Only give appropriate advice to customers on the basis of efforts to collect information about customers;
- Must provide clients with information necessary for their investment decision-making;
- Care must be taken not to create a conflict of interest with customers. In the unavoidable event, the Company must notify the client in advance and/or take necessary measures to ensure fair treatment of the client.

10. Other operating principles as prescribed by law.

Article 7. Company Rights

1. Have all rights as prescribed by law.
2. Providing securities and financial services within the scope permitted by law.
3. Collect charges and fees in accordance with the provisions of law.
4. Prioritize the employment of domestic workers, ensure the rights and interests of employees in accordance with the provisions of the Labor Law, and respect the right to organize trade unions in accordance with the provisions of law.
5. Other rights in accordance with current laws:

- Owning, using and disposing of the Company's assets;
- Managing and using capital contributed by shareholders or from other lawful sources to implement the Company's business objectives and tasks according to the Charter; Resolution of the General Meeting of Shareholders; Resolution of the Board of Directors and current laws;

- Actively looking for markets, customers and signing contracts;
- Business autonomy, proactively applying scientific and modern management methods to improve efficiency and competitiveness;
- Organize the management apparatus and personnel, business organizations in accordance with the purpose and content of the Company's activities and in accordance with the provisions of law.

Article 8. Obligations of the Company

1. General Principles:

a) Fully fulfill obligations as prescribed by law;

b) Establish an internal audit system; internal control, risk management and supervision, prevention of conflicts of interest within the Company and in transactions with related persons;

c) Comply with the principles of corporate governance in accordance with the provisions of law and the company's Charter;

d) Comply with regulations on financial safety as prescribed by the Ministry of Finance;

e) Keep all documents and accounts reflecting in detail and accurately the transactions of the Client and the Company;

f) Selling or lending securities to customers when they do not own securities and lending securities to customers for sale in accordance with law;

g) Comply with the provisions of the law on the performance of securities business operations;

h) Implement the regime of accounting, auditing, statistics and financial obligations in accordance with relevant laws;

i) Carry out information disclosure, reporting and archiving in accordance with the provisions of law; Collecting, updating and storing information about the Company's beneficial owners; provide information to the competent state agency to identify the beneficial owner of the Company when requested.[5]

j) Contributions to the payment support fund as prescribed in the Regulation on securities registration, depository, clearing and payment;

k) Other principles in accordance with current law

[5] Clause 5, Article 8 of the Law on Enterprises

2. Obligations to shareholders:

a) Clearly delineate responsibilities between the General Meeting of Shareholders and the Board of Directors, the Chairman of the Board of Directors and the Control Board for management in accordance with the provisions of law;

b) Establish a communication system with shareholders to ensure adequate information provision and fair treatment among shareholders, ensuring the legitimate rights and interests of shareholders;

c) Do not commit the following acts:

- Commitments on income and profits for shareholders (except for shareholders owning shares with fixed dividend preference).
- Illegally holding interests and incomes from shares of shareholders;
- Providing loans or guarantees to individual shareholders directly or indirectly; providing loans in all forms to major shareholders, members of the Control Board, members of the Board of Directors, members of the Board of Directors, chief accountants, other managerial positions appointed by the Board of Directors and related persons of these subjects;
- Generating income for shareholders by buying back shares of shareholders in forms inconsistent with the provisions of law;
- Illegally infringing upon the rights of shareholders such as: ownership rights, options, fair transaction rights, right to information provision, other legitimate rights and interests;
- False declaration, untruthful declaration, inaccurate declaration of the contents of the enterprise registration dossier and the contents of the dossier for registration of changes in enterprise registration [6]contents.
- Falsely declaring charter capital through acts of failing to contribute sufficient charter capital as registered without registering for adjustment of charter capital in accordance with law; deliberately valuing assets contributed as capital at improper value[7].

d) Other obligations in accordance with current laws.

3. Obligations to customers:

a) Always keep credibility with customers, do not infringe on the property, rights and other legitimate interests of customers;

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[6] Supplemented by Clause 4, Article 16 of the Law on Enterprises

[7] Supplemented according to Clause 5, Article 16 of the Law on Enterprises

b) Segregated management of each client's securities and securities trading deposits, and managed separately the client's money and securities from the Company's money and securities. All transactions with the client's money for securities trading must be carried out by the Company via a commercial bank. Do not abuse the assets entrusted by the customer to the Company for management and the payment of the customer's transactions, the customer's securities deposited at the Company;

c) Signing contracts in a form in accordance with the law with customers when providing services to customers; provide full and truthful information to customers when performing the services provided by the Company;

d) Only give appropriate advice to customers on the basis of efforts to collect information about customers: Collect and learn information about the financial situation, investment objectives, risk tolerance, profit expectations of customers, other information suitable for each type of service and update information in accordance with the provisions of law. Ensure that the Company's investment recommendations and advice for clients must be suitable for each customer;

e) Responsible for the reliability of the information disclosed to customers. Ensure that clients make investment decisions on the basis of adequate information, including the content and risks of the products and services provided. All acts of deception and disclosure of false information are strictly prohibited;

f) Be cautious, do not create a conflict of interest with customers. In the event that it cannot be avoided, the Company must notify the client in advance and take necessary measures to ensure fair treatment of the client;

g) Prioritize the execution of the client's orders before the Company's orders;

h) Set up a dedicated department, responsible for communicating with customers and resolving customer questions and complaints;

i) Fulfilling our obligations to customers in the best way;

j) Confidentiality of customer information:

- The Company is responsible for keeping confidential information related to the ownership of securities and money of customers, refusing to investigate, block, seize, deduct and transfer customers' assets without the consent of customers; unless the Company's actions are in accordance with the provisions of the Law

- The provisions of this Point do not apply in the following cases:

+ The auditor audits the Company's financial statements;

+ To provide information at the request of competent State agencies.

k) Other obligations in accordance with current laws.

Article 9. Prohibitions and restrictions

1. Regulations for the Company:

a) Not to make judgments or warranties to clients about the level of income or profit achieved on their investments or to ensure that customers do not suffer losses, except for investments in fixed-income securities;

b) Do not negotiate or offer specific interest rates or share profits/losses with customers to entice customers to participate in transactions;

c) It is not allowed to directly or indirectly set up locations other than the trading locations approved by the SSC to sign contracts, receive orders, execute securities trading orders or pay for securities transactions with customers;

d) Do not receive orders or pay transactions with other people who are not in the name of the trading account without the written authorization of the customer;

e) Do not use the customer's name or account to register and trade securities;

f) Do not misappropriate securities, money or temporarily seize customers' securities in the form of depository in the name of the Company;

g) Do not disclose information about customers unless agreed by customers or at the request of competent state management agencies;

h) Do not commit acts that mislead customers and investors about securities prices;

i) The contract for opening a securities trading account must not contain agreements aimed at evading the Company's legal obligations; limit the scope of the Company's compensation or transfer risks from the Company to the client; forcing customers to perform compensation obligations unfairly and agreements that cause unfair disadvantages to customers;

j) Prohibitions and other restrictions in accordance with current laws.

2. Regulations for securities practitioners:

a) Not to concurrently work for other securities companies, securities investment fund management companies, branches of securities companies not affiliated to companies and foreign fund management companies in Vietnam, securities investment companies;

b) Not to concurrently act as a Director (General Director) of an organization offering securities to the public or a listed organization;

c) They are only allowed to open securities trading accounts for themselves at the

Company;

d) When performing trading activities on the client's account, the securities practitioner is the representative of the Company and performs as the Company. Do not use money or securities on the customer's account without being authorized by the Company under the customer's entrustment to the Company;

e) Prohibitions and other restrictions in accordance with current laws.

3. Regulations for members of the Board of Directors, Heads of the Control Board, members of the Board of Directors:

a) Members of the Board of Directors of the Company must not be concurrently members of the Board of Directors, members of the Board of Members, General Directors, Directors of other securities companies;

b) The Head of the Control Board must not concurrently be a member of the Control Board or a manager of another securities company;

c) The General Director and Deputy General Director may not concurrently work for securities companies, fund management companies or other enterprises. The General Director must not be a member of the Board of Directors or a member of the Members' Council of another securities company;

d) Other prohibitions in accordance with current laws.

CHAPTER 2. CHARTER CAPITAL; SHARES; SHAREHOLDERS

I. Charter capital, shares

Article 10. Charter capital

The Company's charter capital is VND 2,000,000,000,000 (Two trillion VND). The company may increase or decrease its charter capital when approved by the General Meeting of Shareholders and in accordance with this Charter and the provisions of law.

Article 11. Types of Shares

1. The total charter capital of the Company is divided into 200,000,000 shares *(Two hundred million shares).* The par value of shares is 10,000 VND/share.

   The Company's shares on the date of adoption of this Charter are only Ordinary Shares: 200,000,000 shares *(Two hundred million shares);*

   Depending on the financial market situation, depending on the financing and capital use needs of the Company, the Board of Directors may propose to the General Meeting of Shareholders to decide on the issuance of a number of other preference

shares such as dividend preference shares, refundable preference shares and other types of preference shares along with the applicable methods used. The rights of these preference shares (if any) will be exercised in accordance with the provisions of the Law on Enterprises and the Law on Securities.

2. Ordinary shares must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise provided for by the General Meeting of Shareholders. The number of shares of shareholders who do not register to buy all will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to the subjects under such conditions and in such manner as the Board of Directors deems appropriate, but shall not sell such shares under conditions more favorable than those already offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
3. The Company may purchase shares issued by the Company in the manner specified in this Charter and the Applicable Laws.
4. The company may issue other types of securities in accordance with the provisions of the law on securities and the securities market.

Article 13. Stock Certification

1. Shareholders of the Company are granted share certificates corresponding to the number of shares and types of shares owned.
2. Shares are securities that confirm the legitimate rights and interests of the owner to a part of the share capital. Stocks must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises.
3. Within 10 working days from the date of submission of a complete dossier of application for transfer of share ownership as prescribed by the Company or within 10 working days from the date of full payment of the share purchase money as prescribed in the Company's share issuance plan (or other time limits prescribed in the issuance terms), the holder of the number of shares shall be granted a share certificate. The shareholder does not have to pay the Company the cost of printing the share certificate.
4. In case the shares are lost, damaged or destroyed in other forms, the shareholders shall be re-granted shares by the Company at the request of such shareholders. The shareholder's proposal must include the following contents:

a) Information about shares that have been lost, damaged or otherwise destroyed;

b) Commit to take responsibility for disputes arising from the re-issuance of new shares.

Article 13a. Other securities certificates

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

Article 14. Offering and transfer of shares

1. Offering of shares

a) The company may offer shares when approved by the General Meeting of Shareholders and in accordance with the provisions of law;

b) The General Meeting of Shareholders shall approve or authorize the Board of Directors to decide on the time, method and price of offering shares among the shares entitled to be offered for sale. The offering price of shares must not be lower than the market price at the time of offering or the price recorded in the books of the shares at the latest time, unless otherwise provided for by the General Meeting of Shareholders.

c) In case the Company issues additional ordinary shares and offers such shares to ordinary shareholders in proportion to the Company's existing shares, the provisions of the Law on Enterprises and the Law on Securities shall be complied with;

d) The company must register with the SSC when conducting the offering of shares;

e) Methods and procedures for offering stocks shall comply with the provisions of documents on stock offering.

2. Transfer of shares:

a) The Company's shares are freely transferable, unless otherwise provided for by this Charter and the Law. Stocks listed and registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and securities market.

b) Shares that have not been fully paid up shall not be transferred and shall not be entitled to the rights related to these shares, including the right to receive dividends, the right to receive shares issued to increase share capital from the owner's equity, the right to purchase newly offered shares and other benefits as prescribed by law.

Article 15. Share Buyback

1. The company is only entitled to repurchase shares when it fully meets the conditions and redemption ratio as prescribed by law.

2. Cases of share redemption:

a) Acquisition at the request of shareholders

Shareholders have the right to request the Company to repurchase their shares, if such shareholders do not pass a resolution on the reorganization of the Company or change the rights and obligations of shareholders specified in this Charter. The request for repurchase of shares must be made in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended price of sale, the reason for requesting the company to repurchase and send it to the Company within 10 days from the date the General Meeting of Shareholders approves the resolution on the above-mentioned issues.

The company must repurchase shares at the request of shareholders at the market price or the price calculated according to the principles specified in the company's charter within 90 days from the date of receipt of the request. In case of failure to reach an agreement on the price, the parties may request a professional price appraisal organization to determine the price. The company introduces at least 03 professional valuation organizations for shareholders to choose and that choice is the final decision.

b) Acquisitions at the Company's discretion

Comply with the provisions of the Law on Enterprises, the Law on Securities and the Securities Market.

Article 16. How to increase or decrease charter capital

1. How to increase the Company's charter capital:

- Issuance of shares to raise capital in accordance with law; including the form of converting debts into contributed capital as agreed between creditors and securities companies;
- Conversion of issued convertible bonds into shares;
- Issuance of new shares to carry out the merger of a part or the whole of another business into the company;
- Issuing new shares to pay dividends; Issuance of bonus shares;
- Other cases are in accordance with the provisions of law.

2. The reduction of charter capital shall be decided by the General Meeting of Shareholders but must still ensure the conditions on legal capital after the capital reduction according to current regulations.

II. Rights and obligations of shareholders

Article 17. Rights of the Company's shareholders

1. Shareholders are the owners of the Company, who have the corresponding rights and obligations according to the number of shares and the type of shares they own. Shareholders are only responsible for the Company's debts and other property obligations to the extent of the capital contributed to the Company.
2. Ordinary shareholders have the following rights:

a) Attending and speaking at meetings of the General Meeting of Shareholders and exercising the right to vote directly at the General Meeting of Shareholders or through an authorized representative or other forms prescribed by the company's Charter and law. Each ordinary share has one vote;

b) Receive dividends at the rate decided by the General Meeting of Shareholders;

c) Freedom to transfer shares that have been fully paid in accordance with the provisions of this Charter and current law;

d) To be given priority to purchase newly offered shares corresponding to the proportion of ordinary shares they own, unless otherwise provided for by the General Meeting of Shareholders;

e) Review, look up and extract information about names and contacts in the list of shareholders with voting rights; request correction of inaccurate information;

f) Considering, looking, extracting or copying the company's charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g) Full access to periodic information and irregular information published by the Company in accordance with the provisions of law;

h) In case the Company is dissolved or bankrupt, the Company shall receive a part of the remaining assets corresponding to the number of shares contributed as capital to the Company after the Company has paid creditors and shareholders holding other types of shares of the Company and other financial obligations as prescribed by law;

i) Request the Company to repurchase their shares in the cases specified by the Enterprise Law;

j) Other rights as prescribed by this Charter and law.

3. Shareholders or groups of shareholders owning 05% (five percent) or more of the total ordinary shares have the following rights:

a) Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;
b) Review, look up and extract the number of minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Control Board, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets, the Company's business secrets;
c) Request the Supervisory Board to examine each specific issue related to the management and administration of the Company's activities when deeming it necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the number of shares and the time of registration of shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the Company; matters to be inspected, the purpose of inspection;
d) Proposing the issue to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the issue proposed to be included in the meeting agenda;
e) Other rights as prescribed by law and this Charter.

4. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate persons to the Board of Directors or the Control Board. The nomination of persons to the Board of Directors and the Control Board shall be carried out as follows:

a) Ordinary shareholders form groups to nominate persons to the Board of Directors and the Control Board must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;
b) Based on the number of members of the Board of Directors and the Control Board, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as

candidates for the Board of Directors and the Control Board. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors, the Control Board and other shareholders.

5. Shareholders and groups of shareholders owning at least 1% of ordinary shares have the right to initiate lawsuits on their own or on behalf of the company for personal and joint liability against members of the Board of Directors and the General Director in accordance with the Law on Enterprises.

Article 18. Obligations of shareholders

1. Shareholders have the following obligations:

a) Pay in full and on time the number of shares registered for purchase. It is not allowed to withdraw the contributed capital from the Company in any form, except for the case of being repurchased by the Company or another person in accordance with the provisions of law. If a shareholder withdraws part or all of the contributed share capital in contravention of the provisions of this Clause, such shareholder and the person with related interests in the Company shall be jointly responsible for the debts and other property obligations of the Company within the value of the withdrawn shares and the damage incurred;

b) Comply with the Company's Charter and Internal Management Regulations;

c) Comply with decisions of the General Meeting of Shareholders and the Board of Directors;

d) Confidentiality of information provided by the Company in accordance with the provisions of the Company's Charter and law; use the information provided only to exercise and protect their legitimate rights and interests; it is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.

e) If a shareholder owns ten percent (10%) or more of the charter capital of the company, such shareholder and related persons of such shareholder may not own more than five percent (5%) of the charter capital of another securities company. These shareholders must not take advantage of their advantages to harm the rights and interests of the Company and other shareholders;

f) Shareholders who own ten percent (10%) or more of the Company's charter capital must fully notify the Company within 24 hours from the receipt of the information, in the following cases:

- The number of shares blocked, pledged or handled under the court's decision;
- Shareholders are organizations that decide to change their name or divide, separate, dissolve or go bankrupt.

g) Other obligations:

- Provide accurate addresses when registering to purchase shares and perform other obligations as prescribed by current laws;
- Major shareholders must fully and promptly notify the Company and fulfill the obligation to disclose information in accordance with the law on securities;
- Other obligations in accordance with current laws.

Article 19. The authorized representative of the shareholder is an organization

1. The authorized representative of the shareholder must be an individual authorized in writing on behalf of such shareholder to perform the rights and obligations as prescribed by law and this Charter.
2. An organization that is a shareholder of the Company that owns at least 10% of the total ordinary shares may authorize a maximum of 03 representatives. In the remaining case, only one (01) representative may be authorized.
3. In case the shareholder is an organization appointing more than one authorized representative, the number of shares for each authorized representative must be specified. In case the shareholders do not determine the corresponding number of shares for each authorized representative, the number of shares will be divided equally by the number of authorized representatives.
4. The authorized representative must meet the criteria and conditions specified in the Law on Enterprises.
5. The appointment, termination or change of an authorized representative must be notified to the Company in writing and shall be effective for the Company only from the date the Company receives the notice. The authorization document must contain the main contents in accordance with the provisions of the Law on Enterprises.
6. Responsibilities of the authorized representative

a) The authorized representative on behalf of the shareholder shall exercise the rights and obligations of the shareholder at the General Meeting of Shareholders in accordance with the provisions of law. All restrictions of shareholders on the authorized representative in exercising the rights and obligations of the corresponding shareholders at the General Meeting of Shareholders are not effective for third parties;

b) The authorized representative is responsible for fully attending the meeting of the General Meeting of Shareholders; to exercise the authorized rights and obligations in an honest, prudent and best manner, to protect the legitimate interests of the authorized shareholders;

c) The authorized representative shall be responsible to the authorized shareholders for the violation of the obligations specified in this Article. The authorized shareholder shall be liable to the third party for liabilities arising in relation to the rights and obligations exercised through the authorized representative.

CHAPTER 3. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 20. Organizational structure, governance, and control

The organizational structure of management, administration and control of the Company includes: General Meeting of Shareholders, Board of Directors, General Director and Supervisory Board.

I. General Meeting of Shareholders

Article 21. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making body of the Company.
2. Rights and obligations of the General Meeting of Shareholders:

2.1. Through the development orientation of the Company;

2.2. To decide on the types of shares and the number of shares entitled to be offered for sale of each type;

2.3. Decide to repurchase more than 10% of the total sold shares of each type, except for the case of adjustment of charter capital due to the sale of new shares within the number of shares entitled to be offered for sale under the provisions of this Charter;

2.4. Decide on the annual dividend payment level of each type of shares;

2.5. Decide on the increase or decrease of the Company's charter capital;

2.6. Through the issuance of convertible bonds;

2.7. Decide to invest or sell assets with a value[8] equal to or greater than 80%[9] of the

[8] The value will be determined according to the value of each investment, each asset sold, not aggregated, accumulated investments and assets

[9] This number can be customized

total value of assets recorded in the Company's latest financial statements;

2.8. Through contracts, transactions[10] or transactions resulting in the total value of transactions arising within 12 months from the date of making the first transaction with the Related Person valued at 35% or more of the total value of assets recorded in the Company's latest financial statements recorded in the latest financial statements[11]; or Approval of regulated transactions Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and other provisions of law (if any);[12]

2.9. Through contracts, loans, loans, and sale of assets with a value greater than 10% of the total value of the Company's assets stated in the latest financial statements between the company and shareholders owning 51% or more of the total voting shares or related persons of such shareholders[13];

2.10. Approving the number of members of the Board of Directors and the Supervisory Board;

2.11. Election, dismissal and dismissal of members of the Board of Directors and members of the Control Board;

2.12. To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board;

2.13. Consider and handle violations of the Board of Directors and the Supervisory Board that cause damage to the Company and its shareholders;

2.14. Decision on amendments and supplements to the company's charter;

2.15. Approving the Internal Governance Regulation; Regulations on the operation of the Board of Directors and the Control Board;

2.16. Approve the Company's Annual Business Plan;

2.17. Approve the audited annual financial statements;

2.18. Approving the Report of the Board of Directors on governance and performance of the Board of Directors and each member of the Board of Directors;

2.19. Approving the Supervisory Board's report on the Company's business results, the

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[10] The value will be determined according to the value of each contract, each transaction, not aggregated, accumulated

[11] Clause 2, Article 167 of the Law on Enterprises 2025

[12] Including other provisions in Decree 155, Decree 245 and other relevant regulations

[13] Point b, Clause 3, Article 167 of the Law on Enterprises 2025

operating results of the Board of Directors, the General Director; Report on self-assessment of performance of the Supervisory Board and members of the Supervisory Board;

2.20. Through the change of business lines, professions and fields;

2.21. Changes in the organizational structure of the Company's management;

2.22. Through division, separation, consolidation, merger or transformation of the Company;

2.23. Reorganization and dissolution (liquidation) of the Company and appointment of liquidators;

2.24. Approve the list of approved auditing firms; decide on the selection of an approved auditing firm to inspect the Company's operations, exempt the approved auditor when deeming it necessary;

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

3. The General Meeting of Shareholders may authorize *the Board of Directors to implement* matters under the jurisdiction of the General Meeting of Shareholders in accordance with the provisions of this Charter and the provisions of current law. The authorization contents must be specified in the resolution or the Minutes of the General Meeting of Shareholders or the Minutes of vote counting to collect shareholders' opinions in writing.

4. All resolutions and issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 22. Authorization to attend the General Meeting of Shareholders

1. Shareholders who have the right to attend the General Meeting of Shareholders according to law may directly attend or authorize their representatives to attend or attend the meeting through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises. In case more than one authorized representative is appointed, the number of shares and the number of votes of each representative must be specified.

2. The authorization of the representative to attend the General Meeting of Shareholders must be made in writing in accordance with the Company's regulations and must be signed according to the following provisions:

a) In case the individual shareholder is the authorized person, the signature of such shareholder and the signature of the authorized person attending the meeting are required;

b) In case the authorized representative of the shareholder is an organization that is the authorizing person, the signatures of the authorized representative, the legal representative of the shareholder and the authorized person attending the meeting must be obtained;

c) In other cases, the signatures of the legal representatives of shareholders and persons authorized to attend the meeting are required.

d) The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting.

3. The voting votes of the authorized persons attending the meeting within the scope of authorization shall still be valid in one of the following cases:

a) The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;

b) The authorizer has canceled the authorization designation;

c) The authorizer has cancelled the authority of the person performing the authorization.

This clause shall not apply in the event that the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

4. Change permissions

a) The change or cancellation of special rights attached to a type of preference share takes effect when it is approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the contents of adversely changing the rights and obligations of shareholders owning preference shares shall only be approved if they are approved by the number of preference shareholders of the same type who own 75% or more of the total preference shares of that type or are approved by the preference shareholders of the same type owning 75% or more of the total number of shares the preferential portion of that type or higher shall be approved in case of passing the resolution in the form of collecting written opinions.

b) The organization of a meeting of shareholders holding a type of preference shares to approve the change of the above-mentioned rights is only valid when there are at least 02 shareholders (or their authorized representatives) and hold at least 1/3 of the par value of the issued shares of that type. In case there is not enough number of delegates as mentioned above, the meeting shall be reorganized within the next 30 days and the holders of shares of that type (regardless of the number of persons

and shares) who are present in person or through authorized representatives are considered to have sufficient number of delegates requested. At the above-mentioned meetings of shareholders holding preference shares, holders of shares of that type who are present in person or through their representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

c) The procedure for conducting such separate meetings shall be carried out similarly to the provisions of Articles 23, 25 and 28 of this Charter.

d) Unless otherwise provided by the terms of the issuance of shares, the special rights attached to the types of shares with preferential rights over some or all matters relating to the distribution of the Company's profits or assets are not altered when the Company issues additional shares of the same type.

Article 23. Convening the General Meeting of Shareholders

1. Number, time, method of organization and location of the meeting:

   The General Meeting of Shareholders meets annually once (01) time. In addition, the General Meeting of Shareholders may hold an extraordinary meeting. The Board of Directors selects a suitable place to organize the General Meeting of Shareholders. In case the General Meeting of Shareholders is held at different locations at the same time, the place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting. The meeting place of the General Meeting of Shareholders must be in the territory of Vietnam.

2. The Annual General Meeting of Shareholders shall be held within four (04) months from the end of the fiscal year. In case of failure to organize within the above time limit, the Company must report to the SSC in writing, clearly stating the reason and must organize the Annual General Meeting of Shareholders within the next 02 months. Competence to convene a meeting of the General Meeting of Shareholders:

   The Board of Directors is responsible for convening an annual and extraordinary General Meeting of Shareholders and selecting an appropriate location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of the Law and the company's Charter, especially through the audited annual financial statements. In case the audit report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the approved auditing organization mentioned above is responsible for attending the Company's Annual

General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:

a) The Board of Directors deems it necessary for the benefit of the Company;

b) The number of remaining members of the Board of Directors and the Control Board is less than the minimum number of members as prescribed by law;

c) At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;

d) The Supervisory Board requested to convene a meeting.

e) Other cases in accordance with current laws.

4. Time to convene the Extraordinary General Meeting of Shareholders

a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the remaining members of the Board of Directors as prescribed at Point c, Clause 3 of this Article or receipt of the request specified at Points d and e, Clause 3 of this Article.

b) In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point a, Clause 4 of this Article, within the next thirty (30) days, the Control Board must replace the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the Law on Enterprises and this Charter.

c) In case the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point b, Clause 4 of this Article, the shareholders or groups of shareholders who make the request specified at Point d, Clause 3 of this Article may represent the Company to convene the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises and this Charter.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

Article 24. Convening the meeting, agenda and contents of the General Meeting of Shareholders

1. All issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

2. The convener of 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 made no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information on the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

b) Prepare the program and content of the congress;

c) Preparing documents for the congress;

d) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting;

e) Determining the time and place of the congress;

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

g) Other tasks for the congress.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by means of ensuring that the contact address of the shareholders is reached, and at the same time published on the website of the Company and the SSC, the Stock Exchange where the Company's shares are listed or registered for trading. The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the list of shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting. The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

a) Meeting agendas, documents used in the meeting;

b) List and details of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;

c) Voting slips;

d) Draft resolutions on each issue on the meeting agenda

4. Shareholders or groups of shareholders specified in Article 17 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The petition must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issue proposed to be included in the meeting agenda. The convener of the General Meeting of Shareholders has the right to reject these proposals in the following cases:

a) Proposals are sent on time or insufficiently, not in accordance with the content;

b) Shareholders and groups of shareholders who do not hold sufficient number of ordinary shares as prescribed in Article 17 of this Charter;

c) Issues and proposed contents do not fall within the scope of competence and tasks of the General Meeting of Shareholders;

d) Issues related to the content of trade secrets, the company's business strategy;

e) Other cases as prescribed by the Law and the Company's Charter.

5. The convener of the General Meeting of Shareholders must accept and include the proposals specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, unless such proposals are rejected under the provisions of Clause 4 of this Article; the proposal shall be officially added to the program and content of the meeting if approved by the General Meeting of Shareholders.

Article 25. Conditions for conducting the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents more than fifty percent (50%) of the total number of shares with voting rights.

2. In case there is not enough necessary number of delegates within thirty minutes from the time of fixation of the opening of the general meeting, the general meeting must be reconvened within 60 (sixty) days from the date of the first general meeting of shareholders. The second meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents thirty-three percent (33%) of the total voting shares.

3. In case the second convened meeting is not eligible to be held due to insufficient number of delegates within thirty minutes from the time of fixation of the opening of the second general meeting, the General Meeting of Shareholders may convene for the third time within forty-five (45) days. from the date of the planned second meeting. In this case, the meeting of the General Meeting of Shareholders shall be conducted regardless of the number of shareholders attending the meeting and the total number of voting shares of the shareholders attending the meeting.

4. At the request of the chairman, the General Meeting of Shareholders has the right to change the meeting agenda which has been sent together with the notice of invitation to the meeting as prescribed in Article 24 of this Charter.

5. Shareholders may attend the General Meeting of Shareholders in one of the forms specified in Clause 3, Article 144 of the Law on Enterprises. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote in the form of electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 26. Procedures for conducting the General Meeting of Shareholders and voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until the shareholders who are entitled to attend the meeting are fully registered according to the order in Clauses 2 and 3 of this Article

2. When registering shareholders, the Company shall grant each shareholder or authorized representative the right to vote a voting card, on which the registration number, full name of the shareholder, the full name of the authorized representative and the number of votes of such shareholder shall be inscribed. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by voting in favor, disapproval and no opinion. At the Congress, the number of votes approving the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally counting the total number of votes in favor or disapproval to decide. The results of the vote counting were announced by the Chairman just before the end of the meeting.

   The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the presiding judge. The number of members of

the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman.

3. Shareholders and authorized representatives of shareholders attending the General Meeting of Shareholders who arrive after the opening meeting have the right to register immediately and then have the right to participate and vote at the meeting. The presiding officer is not responsible for stopping the general meeting to allow late shareholders to register and the validity of voting rounds conducted before the late shareholders attend is not affected.

4. The Chairman of the Board of Directors shall preside over or authorize other members of the Board of Directors to preside over meetings of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the principle of majority. In case the chairperson cannot be elected, the Head of the Executive Control Board shall allow the General Meeting of Shareholders to elect the chairperson of the meeting and the person with the highest number of votes to preside over the meeting. In other cases, the person who convenes the meeting of the General Meeting of Shareholders controls the General Meeting of Shareholders to elect the chairman of the meeting and the person with the highest votes is appointed to chair the meeting. The chairperson shall appoint one or several persons to act as the secretary of the meeting.

5. The presiding officer is the person who has the right to decide on the order, procedures and events arising outside the agenda of the General Meeting of Shareholders. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders in the opening session. The program must clearly and in detail determine the time for each issue in the content of the meeting agenda.

6. The Chairman has the right to postpone the meeting of the General Meeting of Shareholders that has a sufficient number of people registered to attend the meeting not more than 03 working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have enough convenient seating for all attendees;

b) The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting;

c) There are people attending the meeting to obstruct or disrupt the order, risking making the meeting not conducted fairly and legally.

In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the above provisions, the General Meeting of

Shareholders shall elect another person from among the attendees to replace the chairman to administer the meeting until the end; All resolutions passed at that meeting are enforceable.

7. The chairman of the general meeting may conduct necessary activities to conduct the General Meeting of Shareholders in a valid and orderly manner or for the general meeting to reflect the wishes of the majority of the delegates.

8. The convener or chairman of the General Meeting of Shareholders has the right to: request the shareholders or authorized representatives to attend the General Meeting of Shareholders to be inspected or take lawful and reasonable security measures; request competent agencies to maintain the order of the meeting; expel persons who do not comply with the executive authority of the chairman, deliberately disrupt order, prevent the normal progress of the meeting, or fail to comply with the requirements for security checks from the General Meeting of Shareholders.

9. The Chairman of the General Meeting has the right to take necessary and reasonable measures to administer the General Meeting of Shareholders in an orderly manner and in accordance with the approved program:

a) Arrangement of seats at the meeting place of the General Meeting of Shareholders;

b) Ensure the safety of everyone present at the meeting places;

c) Creating conditions for shareholders to attend (or continue to attend) the general meeting.

The chairperson of the general meeting or the convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all measures if deeming it necessary. Applicable measures may be to issue an entry permit or use other forms of electives.

10. In case the above measures are applied at the General Meeting of Shareholders, the Chairperson of the General Meeting of Shareholders or the convener of the General Meeting of Shareholders, when determining the location of the General Meeting of Shareholders, may:

a) The announcement of the general meeting shall be conducted at the place stated in the notice and the chairman of the general meeting shall be present there ("The main venue of the congress");

b) Arrange and organize that shareholders or authorized representatives who are unable to attend the meeting under this Article or who wish to participate at a location other than the main venue of the general meeting can attend the general meeting at the same time;

The notice of the organization of the general meeting does not need to detail the measures taken under this Article.

11. In this Charter (unless otherwise required by circumstances), every shareholder is deemed to be participating in the general meeting at the main venue of the meeting.

Annually, the Company holds the General Meeting of Shareholders at least one (01) time. The Annual General Meeting of Shareholders is not allowed to collect written opinions.

Article 27. Cumulative vote

1. Before and during the General Meeting of Shareholders, shareholders have the right to form a group together to nominate and cast votes for their nominators.
2. In case the number of candidates for the Board of Directors or the Control Board approving the nomination is still insufficient, the remaining number of candidates shall be nominated by the incumbent Board of Directors.
3. The winner of the election of a member of the Board of Directors or a member of the Control Board shall be determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members specified in this Charter is sufficient. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors or the Supervisory Board, the General Meeting of Shareholders shall conduct a re-election among the candidates with the same number of votes or select according to the criteria of the election regulations or the company's Charter.

Article 28. Approval of the decision of the General Meeting of Shareholders

1. The General Meeting of Shareholders approves decisions under its jurisdiction by voting at the meeting or collecting written opinions.
2. The company is entitled to approve all matters under the jurisdiction of the General Meeting of Shareholders, including the matters specified in Clause 2, Article 147 of the Law on Enterprises, at any time if it deems it necessary for the benefit of the company by voting at the General Meeting of Shareholders or collecting written opinions.
3. A resolution on the following contents shall be adopted if it is approved by the number of shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

a) Type of shares and total number of shares of each type;

b) Change of business lines, professions and fields;

c) Changes in the organizational structure of the Company's management;

d) Projects on investment or sale of assets valued at 80%[14] or more of the total value of assets recorded in the Company's latest financial statements;

e) Reorganization and dissolution of the company

4. Except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises, resolutions of the General Meeting of Shareholders shall be passed when more than 50% of the total votes of shareholders attend and vote in favor.

5. The voting for the election of members of the Board of Directors and the Control Board must be carried out by the method of cumulative voting as prescribed in the Law on Enterprises.

6. Resolutions and decisions passed by one hundred percent (100%) of the total voting shares are lawful and effective even if the order and procedures for convening, the contents of the meeting agenda and the format of conducting the meeting are not implemented in accordance with regulations.

7. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 (fifteen) days from the date the decision is passed. The submission of the vote counting minutes and resolutions can be replaced by posting on the Company's website within 24 hours from the time of the end of vote counting.

Article 29. Competence and mode of collecting shareholders' opinions in writing to approve decisions of the General Meeting of Shareholders

The competence and mode of collecting shareholders' opinions in writing to approve the decision of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors has the right to collect shareholders' opinions in writing to approve all matters under the decision-making competence of the General Meeting of Shareholders if it deems it necessary for the interests of the Company, including the cases specified in Clause 2, Article 147 of the Law on Enterprises;

2. The Board of Directors must prepare the opinion poll, the draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send it to all shareholders with the right to vote at least 10 days before the deadline for sending the opinion poll back. Requirements and methods for sending opinion

[14] This number is customizable

polls and enclosed documents shall comply with the provisions of Article 24 of this Charter. The opinion poll must contain the following principal contents:

a) Name, address of the head office, enterprise identification number or tax identification number;

b) Purpose of collecting opinions;

c) Full name, permanent residence address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;

d) Issues that need to be consulted for approval of decisions;

e) The voting plan includes approving, disapproving, and not having an opinion;

f) The deadline for sending to the company the answered opinion poll form;

g) Full name and signature of the Chairman of the Board of Directors;

3. Shareholders may send the answered opinion poll to the company in one of the following forms:

a) Sending a letter: The answered opinion poll must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder who is an organization. The opinion poll sent to the company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;

b) Fax or email: Opinion forms sent to the company by fax or email must be kept confidential until the time of counting.

c) The opinion poll sent to the company after the time limit specified in the opinion poll or has been opened in the case of sending a letter and disclosed in the case of sending a fax or email is invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

4. The Board of Directors counts votes and makes a record of vote counting under the witness of the Supervisory Board or shareholders who do not hold management positions of the Company. The vote counting record must contain the following principal contents:

a) Name, address of the head office, enterprise identification number or tax identification number;

b) Purpose and issues to be consulted to approve the decision;

c) The number of shareholders with the total number of votes that participated in voting, distinguishing the number of valid votes and the number of invalid votes, enclosed with an appendix to the list of shareholders participating in voting;

d) The total number of votes in favor, disapproval and no opinion on each issue;

e) The decisions that have been adopted and the corresponding approval vote rate;

f) Full name and signature of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor;

Members of the Board of Directors, vote counting supervisors and vote counters must be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting;

5. The answered opinion poll, the vote counting record, the full text of the approved resolution and relevant documents enclosed with the opinion poll must be kept at the company's head office;

6. Resolutions adopted in the form of collecting shareholders' opinions in writing must be approved by the number of shareholders representing more than 50% of the total voting shares of the shareholders with voting rights and have the same validity as the resolutions adopted at the General Meeting of Shareholders.

Article 30. Effect of the Resolution of the General Meeting of Shareholders

1. The resolution of the General Meeting of Shareholders takes effect from the date of adoption of the resolution or from the effective date specified in the resolution.

2. In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolution of the General Meeting of Shareholders under the provisions of Article 151 of the Law on Enterprises, such resolution shall remain effective until the Court's decision to cancel such resolution. Arbitration is effective, except for the case of application of provisional emergency measures under a decision of a competent authority

Article 31. Request for cancellation of the Resolution of the General Meeting of Shareholders

Within ninety (90) days after receiving the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for consultation with the General Meeting of Shareholders, shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court

or Arbitrator to consider, cancel the Resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and issuing decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and this Charter, except for the cases specified in Article 28 of this Charter;
2. The content of the resolution violates the Law or this Charter.

Article 32. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded and may be recorded, recorded or archived in an electronic form other than the full contents in accordance with the provisions of the Law on Enterprises. The minutes are written in Vietnamese, can be made in a foreign language and have the same legal effect. In case there is a difference in content between the minutes, the contents of the Vietnamese minutes shall apply.
2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting.
3. The chairperson and the secretary of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
4. The Resolution, the Minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting with the signatures of the shareholders, the written authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents attached to the notice of invitation to the meeting must be disclosed in accordance with the law on information disclosure on the market securities and must be kept at the Company's head office.

   Resolutions and minutes of the General Meeting of Shareholders must be sent to shareholders within 15 days from the end of the meeting. The sending of the Resolution and Minutes of the General Meeting of Shareholders can be replaced by posting on the company's website.

II. Board of Directors

Article 33. Competence of the Board of Directors

1. The Board of Directors is the managing body of the Company, which has the full right to decide on the implementation of the Company's rights and obligations on behalf of the Company that are not under the jurisdiction of the General Meeting of Shareholders. The Board of Directors is responsible for ensuring that the Company's operations comply with the provisions of the Law, the Charter and the Company's

internal regulations, treat all shareholders equally and respect the interests of persons with interests related to the Company.

2. Duties and powers of the Board of Directors:

a) Decide on the Company's strategy, medium-term development plan and annual business plan;

b) Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;

c) To decide on the offering of new shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;

d) Decide on the issuance of bonds and warrants that allow holders to purchase shares at predetermined prices;

e) Deciding on the offering price of the Company's shares and bonds;

f) The decision to redeem not more than ten percent (10%) of the total issued shares of each type in every twelve (12) months; decide on the share repurchase price. For ordinary shares and other types of shares, the redemption price must not be higher than the market price at the time of repurchase, unless otherwise provided for by law;

g) To decide on investment plans and investment projects within the competence and limits prescribed by the Law on Enterprises, the Law on Securities and the company's charter[15];

h) Deciding on investments or transactions selling the Company's assets valued at [16] less than 80%[17] of the total value of the Company's assets recorded in the latest financial statements. Within the scope of this power, the Board of Directors is delegated to the General Director or other competent authorities to a lesser extent as specified in writing.

i) Deciding on solutions for market development, marketing and technology;

j) Through purchase, sale, loan contracts and other contracts and transactions valued[18] at less than 80% of the [19]total value of assets recorded in the Company's latest financial statements, except for contracts and transactions under the decision-making competence of the General Meeting of Shareholders as prescribed at Point d, Clause

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[15] It is necessary to re-stipulate the specific level for the General Meeting of Shareholders and the Board of Directors because the law does not stipulate the maximum threshold

[16] Value is defined as the value per investment, each asset sold, not compounded or cumulative

[17] This number is customizable

[18] Value is defined as the value per contract, per transaction, not aggregated or cumulative

[19] It is necessary to stipulate a specific level for the Board of Directors because the law does not stipulate a maximum threshold

2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises; Within the scope of this power, the Board of Directors is delegated to the General Director or other competent authorities to a lesser extent as specified in writing.

k) Election, dismissal and dismissal of the Chairman of the Board of Directors; appointing, dismissing, signing and terminating contracts for the General Director, Deputy General Directors, and the following titles: Finance Director, Chief Accountant, Internal Audit; to decide on the salary and other benefits of the above-mentioned titles; appoint authorized representatives to exercise the ownership of shares or contributed capital portions in other companies, decide on remuneration levels and other benefits of authorized representatives;

l) Supervise and direct the Board of Directors in running the business on a daily basis;

m) Appointment of the person in charge of corporate governance;

n) To decide on the organizational structure, financial regulations, salary regulations and a number of other important internal regulations prescribed by the Board of Directors in each period, to decide on the establishment of subsidiaries, branches, transaction offices, representative offices and to contribute capital and purchase shares of other enterprises within the limits prescribed by law and this Charter;

o) Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve the decision;

p) Submit annual financial settlement reports, reports on activities of the Board of Directors to the General Meeting of Shareholders;

q) Proposing the dividend payment rate, deciding on the dividend payment deadline and procedures or handling losses arising in the course of business *after being approved by the Annual General Meeting of Shareholders;*

r) Proposing the reorganization, dissolution or request for bankruptcy of the Company;

s) Establish a standard process for convening meetings, voting and voting at meetings of the Board of Directors for approval by the General Meeting of Shareholders; order and procedures for nomination, candidacy, election, dismissal and dismissal of members of the Board of Directors; formulate regulations on the order and procedures for selection, appointment and dismissal of managers and the process and procedures for coordination of activities between the Board of Directors and the Control Board and the Board of General Directors; develop a mechanism for evaluating activities, rewarding and disciplining members of the Board of Directors, the Board of Directors and other managers;

t) Set up departments or appoint people to perform internal audits and risk controls;

u) Conflict resolution within the Company: Implement the prevention and resolution of conflicts that may arise between shareholders and the Company. The Board of Directors may appoint officers to implement the necessary systems or establish a dedicated department to resolve conflicts within the Company or serve this purpose;

v) *Organize training and training on corporate governance and necessary skills for members of the Board of Directors, General Directors, Persons in charge of corporate governance and other managers of the company;*

w) Decide on the selection of specific auditing firms (in the list of auditing firms approved by the Annual General Meeting of Shareholders) to serve the requirements of the audit work;

x) Other duties and powers in accordance with current law.

3. The Board of Directors approves decisions by voting at the meeting, collecting opinions in writing or by other electronic methods (online meetings, emails, etc.) in accordance with the actual situation. Each Board member has one vote.

4. The Board of Directors may authorize the Chairman of the Board of Directors to perform part of the powers and functions of the Board of Directors during the time when the Board of Directors does not hold meetings if it is in accordance with the provisions of law. The authorization content must be clearly and concretely defined.

5. When performing its functions and tasks, the Board of Directors must strictly comply with the provisions of law, this Charter and decisions and resolutions of the General Meeting of Shareholders. In case the resolution or decision adopted by the Board of Directors is contrary to the provisions of law or this Charter, causing damage to the Company, the members who vote in favor of the approval of such resolution or decision must jointly take personal responsibility and must compensate the Company for damage; Members who object to the passage of the above-mentioned resolutions or decisions are exempt from liability.

6. In case the resolutions have been passed by the Board of Directors but violate the law, the principles of governance and this Charter, the shareholders or the Supervisory Board have the right to request the Company to immediately cancel the resolutions and relevant decisions.

7. The Board of Directors must report to the General Meeting of Shareholders on its activities, in particular the supervision of the Board of Directors over the General Director and other managers in the fiscal year. In case the Board of Directors fails to submit a report to the General Meeting of Shareholders, the Company's annual financial statements will be considered invalid and have not been approved by the

Board of Directors.

8. Unless otherwise provided by law, the Board of Directors may authorize subordinate employees and representative managers to handle the work on behalf of the Company.

9. Members of the Board of Directors (excluding representatives authorized to replace them) are entitled to receive remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors will be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors as agreed upon in the Board of Directors or divided equally in case of failure to reach an agreement.

10. In the course of performing their duties, members of the Board of Directors have the following rights and obligations:

a) Rights of members of the Board of Directors:

- Right to Information:

  ✓ Members of the Board of Directors have the right to request members of the Board of Directors and managers of the Company to provide information and documents on the financial situation and business activities of the Company and of units in the Company;

  ✓ Managers are required to provide timely, complete and accurate information and documents at the request of members of the Board of Directors.

- The right to receive remuneration and other benefits:

  ✓ Members of the Board of Directors (excluding authorized representatives) are entitled to remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors as agreed upon in the Board of Directors or divided equally in case of failure to reach an agreement.

  ✓ The remuneration of members of the Board of Directors must be expressed as a separate item in the Company's Annual Financial Statements. A member of the Board of Directors holding an executive position or a member of the Board of Directors working in subcommittees of the Board of Directors or performing other tasks that according to the Board of Directors are outside the scope of ordinary duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum remuneration, salary, commission, percentage of profit or in other forms as decided by the Board of Directors.

✓ Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

- Other rights in accordance with current laws.

b) Obligations of members of the Board of Directors:

- Perform the assigned tasks and powers in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant laws, the Charter and decisions of the General Meeting of Shareholders;
- Perform the assigned tasks and powers honestly and prudently to ensure the maximum legitimate interests of the Company and shareholders;
- Loyal to the interests of the Company and shareholders; not using the Company's information, know-how, business opportunities, abusing the Company's position, position and assets for self-interest or serving the interests of other organizations and individuals;
- Fully attend meetings of the Board of Directors and have a clear opinion on the issues discussed at the meeting;
- To promptly, fully and accurately notify the Company of enterprises in which members of the Board of Directors and their related persons own or have shares or capital contributions.
- Members of the Board of Directors are not allowed to increase their salaries or pay bonuses when the Company fails to fully pay due debts;
- Promptly and fully report to the Board of Directors the remuneration received from subsidiaries, associated companies and other organizations;
- Report to the Board of Directors at the nearest meeting of transactions between the Company, its subsidiaries, companies in which the Company controls more than 50% or more of the charter capital and members of the Board of Directors and related persons of such members; transactions between companies and companies in which members of the Board of Directors are founding members or managers of enterprises in the last 03 years before the time of transaction;
- Perform other obligations as prescribed by law and the Charter;

Article 34. Number, Composition and Tenure of Board Members

1. The number of members of the Board of Directors of the Company is 05 (five)

members and not more than 11 members[20]. The Board of Directors shall have at least 01 independent member of the Board of Directors in case the company has 05 members of the Board of Directors. The structure of the Board of Directors of the company must ensure that at least 01 member of the Board of Directors is a non-executive member in case the company has the number of members of the Board of Directors is 05 members. The Company minimizes the members of the Board of Directors who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.

2. The number of members of the Board of Directors permanently residing in Vietnam must be at least 02 persons. The structure of the Board of Directors must ensure a balance between members with knowledge and experience in law, finance and securities; ensure a balance between cum-executive members and non-executive members.

3. The term of office of a member of the Board of Directors shall not exceed 05 years and 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.

4. The Board of Directors is elected by the General Meeting of Shareholders on the principle of cumulative voting as prescribed. In case the number of candidates for the Board of Directors approves the nomination and the number of candidates is still insufficient, the remaining candidates shall be nominated by the incumbent Board of Directors. Candidates for the Board of Directors must satisfy the conditions specified in Article 35 of this Charter. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.

5. In case the term of office of the Board of Directors has expired but the General Meeting of Shareholders has not yet elected a new Board of Directors, the Board of Directors of the term of office that has just ended shall continue to operate until the new Board of Directors is elected and takes over the work.

6. The Board of Directors must set up divisions or appoint persons to perform risk management tasks as prescribed.

Article 35. Criteria and conditions for being a member of the Board of Directors

1. Having full civil act capacity, not being prohibited from establishing and managing

[20] Increased from 03 to 05 members

enterprises according to the provisions of the Law on Enterprises.

2. Being a person with professional qualifications and experience in business management or experience in the fields of securities, finance or banking.

3. Not being a General Director, member of the Board of Directors, member of the Board of Members of another securities company; must not concurrently be a member of the Board of Directors or the Board of Members of more than five (05) other companies.

4. At the beginning of the term, all members of the Board of Directors must fully meet the conditions required by the Law, the Governance Regulations, the Charter and the Company's internal regulations. During their term of office, if there is a change, the members must notify the Chairman of the Board of Directors. The criteria and conditions specified in this Article also apply to the members of the Board of Directors who are elected to supplement or replace them.

5. Other standards and conditions as prescribed by law

6. Procedures for candidacy and nomination of members of the Board of Directors:

6.1. In case a candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:

a) Full name, date of birth;

b) Professional qualifications;

c) Work process;

d) Other managerial titles (including the title of the Board of Directors of other companies);

e) Interests related to the Company and its related parties;

f) Other information as prescribed in the company's Regulations;

g) Information about the companies in which the candidate is holding the position of member of the Board of Directors, other managerial positions and interests related to the company of the candidate of the Board of Directors (if any).

6.2. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the company's charter.

6.3. Members of the Board of Directors must meet the criteria and conditions specified in Clauses 1 and 2, Article 155 of the Law on Enterprises and the company's charter.

Article 36. Independent, non-executive board member

1. A non-executive member of the Board of Directors is a member who does not hold any executive position in the Company, i.e. is not concurrently a member of the Board of Directors, chief accountant or other managerial officer appointed by the Board of Directors.
2. How to organize and coordinate the activities of independent members of the Board of Directors in accordance with the provisions of law
3. Conditions and criteria for independent members of the Board of Directors:

a. Not be a person who is working for the company, parent company or subsidiary of the Company; not being a person who has worked for the company, parent company or subsidiary of the Company for at least 03 consecutive years;

b. Not being a person who is receiving salaries or remunerations from the company, except for allowances that members of the Board of Directors are entitled to as prescribed;

c. Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder; being a manager of the Company or its subsidiaries;

d. Not be a person who directly or indirectly owns at least 1% of the total voting shares of the Company;

e. Not being a person who has been a member of the Board of Directors or the Supervisory Board of the company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms;

4. An independent member of the Board of Directors must notify the Board of Directors of his/her failure to fully meet the conditions specified in Clause 4 of this Article and of course no longer be an independent member of the Board of Directors from the date of failure to fully meet the conditions. The Board of Directors must notify the case in which the independent member of the Board of Directors no longer meets all the conditions at the nearest General Meeting of Shareholders or convene a meeting

of the General Meeting of Shareholders to elect or replace such independent member of the Board of Directors within 06 months from the date of receipt of the notice of the sole member. set up relevant Managing Boards.

Article 37. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors. The Chairman of the Board of Directors may not concurrently hold the title of General Director.
2. The Chairman of the Board of Directors is the chairman of the General Meeting of Shareholders and meetings of the Board of Directors, and has other rights and responsibilities specified in the Law on Enterprises. The Vice Chairman shall have the same rights and obligations as the Chairman in cases authorized by the Chairman but only in cases where the Chairman has notified the Board of Directors that he or she is absent or must be absent due to force majeure reasons or inability to perform his/her duties. Where both the Chairman and the Provisional Vice Chairman are unable to perform their duties for some reason, the Board of Directors may appoint another of them to perform the duties of the Chairman on the principle of majority.
3. The Chairman of the Board of Directors shall be responsible for ensuring that the Board of Directors sends annual financial statements, reports on the company's operations, audit reports and inspection reports of the Board of Directors to shareholders at the General Meeting of Shareholders;
4. In case the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the letter of resignation or dismissal or dismissal.

Article 38. Board Meetings and Meeting Minutes

1. The Board of Directors may meet periodically or irregularly. The Board of Directors must hold a meeting at least once a quarter (01) time.
2. In case the Board of Directors elects the Chairman for a new term, the first meeting to elect the Chairman and make other decisions under its competence must be held within seven (07) working days from the end of the election of the Board of Directors for that term. This meeting is convened by the member with the highest number of votes. In case more than one member has the highest and equal number of votes, the members shall elect one (01) of them to convene a meeting of the Board of Directors on the principle of majority.
3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days in the following cases:

a) Receive a proposal from the Supervisory Board or an independent member of the Board of Directors;

b) Receive a proposal from the General Director or at least five (05) other managers;

c) Receive proposals from at least two (02) members of the Board of Directors;

d) Other cases deemed necessary for the benefit of the company;

The meeting request must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.

4. In case the Chairman of the Board of Directors fails to convene a meeting as requested in Clause 3, he or she shall be responsible for the damage caused to the Company and the requester has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.

5. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting to the members of the Board of Directors at least 03 working days before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided, enclosed with the documents used at the meeting and the voting votes of the members. The notice of invitation to a meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the Chairman of the Board of Directors or the convener of the Board of Directors meeting and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

6. Members of the Control Board and the General Director who are not members of the Board of Directors have the right to attend meetings of the Board of Directors and have the right to discuss but not vote.

7. A meeting of the Board of Directors shall be held when three-quarters (3/4) of the total number of members attend. In case the number of members attending the meeting is not enough as prescribed, it may be convened for the second time within seven (07) days from the date of the first meeting. In this case, the meeting shall be conducted if more than half of the members of the Board of Directors attend the meeting.

8. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:

a) Attending and voting directly at the meeting;

b) Authorize another person to attend the meeting as prescribed in Clause 9 of this Article.

c) Attending and voting through online conferences or other similar forms;

d) Send voting ballots to the meeting by mail, fax, email;

e) Sending voting papers by other means decided by the Chairman of the Board of Directors or the convener of the Board of Directors meetings.

In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least one hour before the opening. Voting ballots are only open in the presence of all attendees.

The resolution of the Board of Directors shall be approved if it is approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

9. Members must attend all meetings of the Board of Directors. Members may authorize others to attend meetings if approved by a majority of members of the Board of Directors

10. Meetings of the Board of Directors must be recorded and can be recorded, recorded and kept in other electronic forms. The minutes of the meeting must have full contents in accordance with the provisions of the Law on Enterprises.

11. The minutes of the meeting shall be made in Vietnamese and may be additionally made in a foreign language. Minutes made in Vietnamese and foreign languages are equally valid. In case there is a difference in contents, the contents in the Vietnamese minutes shall prevail. The chairperson and the person taking the minutes must take responsibility for the truthfulness and accuracy of the contents of the minutes of the meeting of the Board of Directors.

Article 39. Dismissal, dismissal and addition of members of the Board of Directors

1. Cases of dismissal/dismissal of members of the Board of Directors:

a) Members of the Board of Directors no longer meet the criteria and conditions specified in Article 35 of this Charter;

b) Members of the Board of Directors do not participate in activities of the Board of Directors for six (06) consecutive months, except for cases of force majeure;

c) Have a written notice of resignation sent to the head office for the Company and approved;

2. When deeming it necessary, the General Meeting of Shareholders shall decide to replace the members of the Board of Directors; dismissal or dismissal of members

of the Board of Directors.

3. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

a) The number of members of the Board of Directors shall be reduced by more than one-third (1/3) compared to the number specified in the Charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days from the date on which the number of members is reduced by more than one-third;

b) The number of independent members of the Board of Directors has been reduced, failing to ensure the ratio as prescribed;

c) Except for the cases specified at Points a and b of this Clause, the General Meeting of Shareholders shall elect a new member to replace the member of the Board of Directors who has been dismissed or dismissed at the nearest meeting.

Article 40. Internal Audit Department

1. The Internal Audit Department performs its functions on the principles of independence, honesty, objectivity and confidentiality. The specific functions and tasks of the Internal Audit department are as follows:

a) Independently assess the conformity and compliance with legal policies, the Charter, and decisions of the General Meeting of Shareholders and the Board of Directors;

b) Inspect, review and evaluate the adequacy, efficiency and effectiveness of the internal control system under the Board of Directors in order to improve this system;

c) Assess the compliance of business operations with internal policies and procedures;

d) Advise on the establishment of internal policies and procedures;

e) Assessing compliance with legal regulations, controlling measures to ensure asset safety;

f) Internal control assessment through financial information and through business processes;

g) Evaluate the process of identifying, assessing and managing business risks;

h) Evaluate the effectiveness of activities;

i) Assess compliance with contractual commitments;

j) Implement control of information technology systems;

k) Investigate violations within the Company;

l) Perform internal audits of the Company and its subsidiaries;

m) Other functions in accordance with current laws.

2. Functions and principles of operation of the Risk Management Department:

a) Regulations on risk management policies and strategies; risk assessment standards; the overall level of risk of the Company and each department within the Company;

b) Independently assess the conformity and compliance with established risk policies and procedures within the Company;

c) Inspect, review and evaluate the adequacy, efficiency and effectiveness of the risk management system under the Board of Directors in order to improve this system;

d) Other functions in accordance with current laws.

3. Personnel requirements of the Internal Audit Department:

a) Not being a person who has been sanctioned with a fine or more for violations in the field of securities, banking or insurance within the last five (05) years up to the year of appointment;

b) The Head of the Internal Audit Department must be a person with professional qualifications in law, accounting and auditing; Having sufficient experience, prestige and authority to effectively perform the assigned tasks;

c) Not being a person related to the heads of professional departments, professional performers, General Directors, Deputy General Directors, Branch Directors in the Company;

d) Having a professional certificate in Basic issues of securities and securities market and a professional certificate in securities and securities market law or a securities practice certificate;

e) Not concurrently holding other jobs in the Company.

4. Internal audit activities must ensure the following principles:

a) Independence: the internal audit department is independent of other parts of the company, including the executive board; internal audit activities independent of the company's operational and professional activities; Officers in charge of internal audit are not allowed to undertake jobs subject to internal audit, are not allowed to concurrently hold jobs in professional departments such as brokerage, proprietary trading, analysis, investment consulting, underwriting, risk management;

b) Objectivity: the internal audit department and employees of the internal audit department must ensure objectivity, fairness, and non-prejudice in the process of performing their tasks. The company must ensure that the internal audit is not subject

to any interference when properly performing its duties;

c) Internal auditors must demonstrate objectivity in the process of collecting, evaluating and communicating information about operations or processes and systems that have been or are being audited. The internal auditor should make a fair assessment of all relevant matters and not be governed by his own interests or by anyone else when making his or her comments and assessments;

d) Honesty: internal auditors must perform their work honestly, carefully and responsibly; comply with the law and perform public work contents in accordance with the provisions of law and profession;

e) Confidentiality: employees of the internal audit department need to respect the value and ownership of the information received, must not disclose information without valid authorization unless there is an obligation to disclose information in accordance with the provisions of the law and the company's internal regulations.

5. The Board of Directors shall establish a Risk Management Subcommittee or appoint a member in charge of implementing risk management activities to support the Board of Directors.

Article 41. Person in charge of corporate governance

1. The Board of Directors must appoint at least one (01) person in charge of corporate governance to support the effective conduct of corporate governance activities. The term of office of the person in charge of corporate governance shall be decided by the Board of Directors, a maximum of five (05) years. The person in charge of corporate governance may concurrently act as a secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises

2. The person in charge of corporate governance must meet the following standards:

a) Have an understanding of the law;

b) Not be able to concurrently work for an approved auditing firm that is auditing the Company's financial statements;

c) Other standards as prescribed by law and decisions of the Board of Directors.

3. The Board of Directors may dismiss the person in charge of corporate governance when necessary but not contrary to the current labor laws. The Board of Directors may appoint an Assistant Person in charge of corporate governance from time to time.

4. The person in charge of corporate governance has the following rights and obligations:

a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related affairs between the Company and shareholders;

b) Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c) Advising on the procedure of meetings;

d) Attend meetings;

e) Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;

f) Providing financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Control Board;

g) Supervise and report to the Board of Directors on the company's information disclosure activities.

h) Confidentiality of information in accordance with the provisions of law and the company's Charter;

i) Other rights and obligations as prescribed by law and the Company's Charter.

III. BOARD OF DIRECTORS

Article 42. Composition, obligations and powers of the Board of Directors

1. The Board of Directors of the Company includes: General Director, Deputy General Directors.
2. Members of the Board of Directors shall be hired or appointed or dismissed by the Board of Directors. The term of office of the General Director shall not exceed five (05) years and may be re-appointed for an unlimited number of terms. The term of office of other members of the Board of Directors shall not exceed 05 years and may be re-appointed for an unlimited number of terms.
3. The Board of Directors must establish and maintain a risk management enforcement system including processes, apparatus, and personnel to ensure the prevention of risks that may affect the interests of the Company and customers; establish and maintain an internal control system including organizational structure, independent and full-time personnel, internal processes and regulations applicable to all positions, units, divisions and activities of the Company in order to ensure the objectives as prescribed by law.

4. The Board of General Directors must formulate working regulations for the Board of Directors to approve, the working regulations must have at least the following basic contents:

a) Specific responsibilities and tasks of members of the Board of Directors;

b) Stipulating the order and procedures for organizing and participating in meetings;

c) Responsibilities of the Board of Directors to report to the Board of Directors and the Control Board.

5. Duties and powers of the General Director

The General Director is the person who runs the daily business of the Company, is subject to the supervision of the Board of Directors and is responsible to the Board of Directors and the law for the performance of assigned tasks. The duties and powers of the General Director are specified as follows:

a) Decide on matters related to the day-to-day business of the Company without the need for a decision of the Board of Directors;

b) Organizing the implementation of resolutions and decisions of the Board of Directors;

c) Organizing the implementation of the Company's business plan and investment plan;

d) Propose organizational structure plans, promulgate internal management regulations of the Company (including statutes, regulations, processes, etc.) except for internal regulations under the competence of the Board of Directors;

e) Appointment, dismissal and dismissal of managerial positions in the company, except for those under the competence of the Board of Directors; decide on salaries, remuneration, benefits and other terms of labor contracts for employees in the Company, including managers under the appointing authority of the General Director;

f) Signing contracts in the name of the Company, except for cases where the contracts fall under the jurisdiction of the Board of Directors;

g) Submit annual financial settlement reports to the Board of Directors;

h) Proposing a plan to use profits or handle losses in business;

i) Consult with the Board of Directors to decide on the number of employees, salaries, benefits, appointments, dismissals, and other terms related to their employment contracts;

j) Other rights and duties specified in the labor contract signed by the General Director with the Company under the decision of the Board of Directors;

k) Other rights and duties in accordance with current law.

6. In the course of performing their duties, members of the Board of Directors have the following obligations and interests:

a) Obligations of members of the Board of Directors:

- Perform the assigned rights and tasks in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant laws, the company's charter, decisions of the General Meeting of Shareholders and the Board of Directors;
- Perform the assigned rights and duties honestly and prudently to ensure the maximum legitimate interests of the Company and shareholders;
- Loyal to the interests of the Company and its shareholders; not using the Company's information, know-how, business opportunities, abusing the Company's position, position and assets for self-interest or serving the interests of other organizations and individuals;
- Promptly, fully and accurately notify the Company of enterprises in which members of the Board of Directors and their related persons own or have contributed capital or dominant shares; this notice shall be posted at the head office and branches of the Company;
- Members of the Board of Directors are not allowed to increase salaries or pay bonuses when the Company fails to fully pay due debts;
- Other obligations as prescribed by law and the company's charter.

b) Benefits of members of the Board of Directors:

- Members of the Board of Directors are entitled to receive remuneration, salary and bonuses according to business results and efficiency. Salaries of members of the Board of Directors shall be decided by the Board of Directors;
- The remuneration and salary of members of the Board of Directors shall be included in the Company's business expenses in accordance with the provisions of law and must be expressed as a separate item in the Company's annual financial statements, which must be reported to the General Meeting of Shareholders at the annual meeting.

Article 43. Criteria and conditions for working as General Directors and Deputy General Directors

1. Criteria and conditions for working as General Director:

a) Having full civil act capacity, not being prohibited from establishing and managing enterprises according to the provisions of the Law on Enterprises.

b) Having professional qualifications, practical experience in business administration, working experience in the fields of finance, securities and banking for at least two (02) years.

c) Have a financial analysis practice certificate or a fund management practice certificate.

d) Not be sanctioned by the SSC in accordance with the law on securities and securities market within the last six (06) months.

e) Not to concurrently be a member of the Board of Directors or a member of the Board of members for another securities company; Do not work for another business at the same time.

f) Satisfying the conditions prescribed for the general director of the securities company according to relevant regulations.

g) Other standards and conditions in accordance with current law.

2. Criteria and conditions for working as Deputy General Director

a) Having full civil act capacity, not being prohibited from establishing and managing enterprises according to the provisions of the Law on Enterprises.

b) Having professional qualifications, practical experience in business administration, working experience in the fields of finance, securities and banking for at least two (02) years.

c) Having a securities practice certificate suitable to the professional in charge.

d) Not be sanctioned by the SSC in accordance with the law on securities and securities market within the last six (06) months.

e) Not to concurrently be a member of the Board of Directors or a member of the Board of members for another securities company; Do not work for another business at the same time.

f) Satisfying the conditions prescribed for Deputy General Directors of securities companies in accordance with relevant regulations.

g) Other standards and conditions in accordance with current law.

Article 44. Dismissal and dismissal of General Directors and Deputy General Directors

The General Director and Deputy General Director shall be dismissed or dismissed from office in the following cases:

1. No longer meet the criteria and conditions for working as General Directors or

Deputy General Directors as prescribed in Article 43 of this Charter.

2. There was a letter of resignation and it was approved.
3. At the discretion of the Board of Directors.
4. Failing to complete assigned tasks and other cases in accordance with current law.

Article 45. Internal Control and Risk Management Department under the Board of Directors

1. The Internal Control Division is responsible for controlling compliance with the following contents:

a) Inspect and supervise the compliance with legal regulations, the company's charter, decisions of the General Meeting of Shareholders, decisions of the Board of Directors, regulations, professional processes, risk management processes of the company, relevant departments and securities practitioners in the company;

b) Supervise the implementation of internal regulations, activities with potential conflicts of interest within the company, especially for the company's own business activities and personal transactions of the company's employees; supervise the implementation of responsibilities of officials and employees in the company, enforce the responsibilities of partners for authorized activities.

c) Examining the content and supervising the implementation of the rules of professional ethics;

d) Supervising the calculation and compliance with regulations to ensure financial safety;

e) Segregation of customer assets;

f) Preservation and preservation of customers' assets;

g) Control the compliance with the provisions of the law on prevention and combat of money laundering;

h) Other contents according to the tasks assigned by the General Director.

2. Personnel requirements of the Internal Control Department:

a) The head of the internal control department must be a person with professional qualifications in law, accounting and auditing; Having sufficient experience, prestige and authority to effectively perform the assigned tasks;

b) Not being a person related to the heads of professional departments, professional performers, General Directors, Deputy General Directors of branches in the company;

c) Having a securities practice certificate or a professional certificate on basic issues of securities and securities market and a professional certificate in securities and securities market law;

d) Not concurrently holding other jobs in the Company;

e) Other requirements in accordance with current laws.

3. Tasks of the risk management enforcement system:

a) Determine the Company's execution policy and risk tolerance;

b) Identify the Company's risks;

c) Risk measurement;

d) Monitoring, preventing, detecting and handling risks.

IV. SUPERVISORY BOARD

Article 46. Number of members and term of office of the Supervisory Board

1. The Supervisory Board of the Company has 03 members.

2. The term of office of a member of the Control Board shall not exceed 05 years. Members of the Supervisory Board may be re-elected for an unlimited number of terms. The Supervisory Board must have more than half of the members permanently residing in Vietnam.

3. In case at the end of the term of office the Control Board for the new term has not been elected, the Control Board that has expired shall continue to exercise its rights and perform its duties until the Control Board for the new term is elected and accepts its tasks.

4. Members of the Supervisory Board shall be elected by the General Meeting of Shareholders. The election of members of the Control Board must be carried out on the principle of cumulative voting. Shareholders or groups of shareholders specified in Article 17 of this Charter may nominate candidates to the Supervisory Board according to the provisions of this Charter.

5. Members of the Control Board must meet the criteria and conditions specified in Article 169 of the Law on Enterprises and do not fall into the following cases:

a) Working in the accounting and finance department of the Company;

b) Being a member or employee of an independent auditing firm auditing the company's financial statements for the previous 03 years. The head of the company's Control Board must not be a member of the Control Board or a manager of another securities company;

6. The Supervisory Board must develop a control process and must be approved by the General Meeting of Shareholders or the Board of Members.

Article 47.- Tasks and powers of the Control Board

1. Tasks of the Supervisory Board:

a) The Supervisory Board supervises the Board of Directors and the Board of General Directors in the management and administration of the Company; take responsibility before law and the General Meeting of Shareholders for the performance of their tasks;

b) Examining the reasonableness, legality, truthfulness and prudence in the management and administration of business activities, in the organization of accounting, statistics and making financial statements;

c) Appraisal of business operation reports, annual and six-month financial statements of the Company, management evaluation reports of the Board of Directors; submit reports on appraisal of financial statements, annual reports on business activities and reports on assessment of management of the Board of Directors to the General Meeting of Shareholders at the annual meeting;

d) To examine the accounting books and other documents of the Company, the management and administration of the Company's operations whenever deemed necessary or at the request of the shareholders or groups of shareholders specified in Article 17 of this Charter;

e) When there is a request for inspection of shareholders or groups of shareholders specified in Article 17 of this Charter, the Control Board must conduct the inspection within seven (07) working days from the date of receipt of the request. Within fifteen (15) days from the date of completion of the inspection, the Control Board must send an explanatory report on the matters requested for inspection to the Board of Directors and the shareholders or groups of shareholders who request it. The inspection by the Control Board specified in this Clause must not obstruct the normal operation of the Board of Directors and not interrupt the Company's business activities;

f) When there is a request for inspection from a shareholder or group of shareholders specified in Article 17, the Control Board must reply in writing confirming that it has received the inspection request and carry out the procedures for initiating a lawsuit at the request of the shareholder within fifteen (15) days from the date of receipt of the inspection request.

g) To propose the Board of Directors or the General Meeting of Shareholders to solutions to amend, supplement and restructure the management and administration

of the Company's business;

h) When detecting that a member of the Board of Directors or a member of the Board of Directors violates the law and the company's charter, leading to infringement of the rights and interests of the Company, shareholders or customers, or infringes upon the obligations of the Company's manager, it must immediately notify in writing to the Board of Directors and request the violator to terminate violations, and at the same time have solutions to overcome the consequences. If such violation is serious or the violating member refuses to terminate or adjust the violation within the required time limit, the Control Board must propose to convene a meeting of the General Meeting of Shareholders to propose the next settlement measure;

i) In case a member of the Board of Directors or the Board of Directors of the Company violates the provisions of law, the Supervisory Board must directly report to the SSC in writing within seven (07) working days from the date of detection of the violation;

j) In case the controller knows that the members of the Board of Directors or members of the Board of Directors violate the provisions of law, the principles of governance and the company's charter, thus infringing upon the rights and interests of the Company but fail to notify and perform their responsibilities as prescribed, such controllers shall be responsible for the topics related to their tasks;

k) Other tasks as prescribed by the Law on Enterprises and decisions of the General Meeting of Shareholders;

l) Other tasks as prescribed by current law.

2. Rights of the Supervisory Board:

a) Use independent consultants to perform assigned tasks;

b) Consultation of the Board of Directors: The Supervisory Board may consult with the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;

c) Attending and participating in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company

d) Be fully informed:

- The notice of invitation to the meeting, the poll of opinions of members of the Board of Directors and enclosed documents must be sent to members of the Control Board at the same time and in the same manner as for members of the Board of Directors;
- Resolutions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors must be sent to the Controllers at the same time and in the same manner as for shareholders and members of the Board of Directors

- The report submitted by the General Director to the Board of Directors or other documents issued by the Company must be sent to members of the Control Board at the same time and in the same manner as for members of the Board of Directors;
- Members of the Supervisory Board have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to go to the locations where the Company's managers and employees work to perform their duties;
- The Board of Directors, the General Director and other managers must provide complete, accurate and timely information and documents on the management, administration and business activities of the Company at the request of the Control Board.

e) Receive remuneration and enjoy other benefits:

- Members of the Supervisory Board are remunerated according to their work and enjoy other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total remuneration and annual operating budget of the Control Board based on the estimated number of working days, the number and nature of the work and the average daily remuneration of the members;
- Members of the Supervisory Board are paid for meals, accommodation, travel, and the cost of using independent consultancy services at a reasonable rate. This total remuneration and expenses must not exceed the total annual operating budget of the Control Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders;
- The remuneration and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with the law on corporate income tax and relevant laws and must be made into a separate item in the Company's annual financial statements.

3. In the course of performing their tasks, members of the Control Board must have the following obligations:

a) Comply with the law, the company's charter, decisions of the General Meeting of Shareholders and professional ethics in the implementation of assigned rights and tasks;

b) Perform the assigned rights and duties honestly and prudently to ensure the maximum legitimate interests of the Company and shareholders;

c) Loyal to the interests of the Company and shareholders; must not use the Company's information, know-how, business opportunities, abuse the Company's position,

position and assets for self-interest or serve the interests of other organizations and individuals;

d) Other obligations in accordance with current laws.

4. In case the Supervisory Board breaches the obligations specified in Clause 3 of this Article, causing damage to the Company or other persons, the members of the Supervisory Board shall take personal responsibility or jointly compensate for such damage. All income and other benefits that a member of the Supervisory Board directly or indirectly obtains as a result of the breach of his/her obligations are owned by the Company.

5. If detecting that any member of the Control Board violates its obligations while performing its assigned rights and tasks, the Board of Directors must notify the Control Board in writing, requesting the termination of the violation and take remedial measures.

Article 47. How the Supervisory Board works and meetings

1. The Control Board must promulgate regulations on the mode of operation and the order, procedures and method of organizing meetings of the Control Board.

2. Each year, the Supervisory Board must hold a meeting at least 02 times.

3. A meeting of the Supervisory Board shall be conducted when there are at least 2/3 of the members of the Supervisory Board. The minutes of the Supervisory Board meeting are detailed and clear. The recordkeeper and members of the Supervisory Board attending the meeting must sign the minutes of the meeting. The minutes of meetings of the Control Board must be kept in order to determine the responsibilities of each member of the Control Board.

4. The controllers must elect a member as the Head of the Board. The head of the Control Board has the following rights and duties:

e) Convening meetings of the Supervisory Board and acting as the Head of the Supervisory Board;

f) Request the right to request members of the Board of Directors, the General Director and representatives of the approved audit organization to attend and answer matters that need to be clarified;

g) Prepare and sign the report of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 49. Criteria and conditions for being a member of the Control Board

1. Be at least 21 years old, have full civil act capacity and are not subject to the prohibition of establishing and managing enterprises according to the provisions of the Law on Enterprises.
2. Not to hold a managerial position in the Company. Not be a related person of a member of the Board of Directors, the General Director and other managers.
3. Not being a spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister, sibling of a member of the Board of Directors, Director or General Director and other manager.
4. Be trained in one of the majors in economics, finance, accounting, auditing, law, business administration or majors suitable for the company's business activities.
5. The Head of the Supervisory Board must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, business administration or majors related to the company's business activities, and must not be a member of the Supervisory Board at the same time. managers of other securities companies.
6. Other conditions and standards as prescribed by current law.

Article 50. Dismissal and dismissal of members of the Supervisory Board

1. Members of the Control Board shall be dismissed from office in the following cases:

a) Failing to meet the criteria and conditions for being a member of the Control Board as prescribed in Article 49 of this Charter;

b) Failing to exercise his/her rights and duties for six (06) consecutive months, except for force majeure cases;

c) Having a letter of resignation and being approved;

d) Such member is prohibited by law from being a member of the Control Board;

e) That member suffers from a mental disorder and other members of the Control Board have professional evidence proving that the person is no longer capable of behavior;

2. A member of the Control Board shall be dismissed in the following cases:

a) Members of the Control Board fail to complete their assigned tasks and tasks;

b) Repeatedly and seriously violating the obligations of members of the Control Board specified in the Charter and current laws:

c) According to the decision of the General Meeting of Shareholders;

d) Other cases as prescribed by current law.

3. In case the Supervisory Board seriously breaches its obligations and is in danger of

causing damage to the Company, the Board of Directors must convene a meeting of the General Meeting of Shareholders to consider and dismiss the incumbent Supervisory Board and elect a new Supervisory Board to replace it.

CHAPTER 4. RESPONSIBILITIES OF COMPANY MANAGERS, SUPERVISORY BOARD MEMBERS AND OTHER EXECUTIVES

Article 51. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, General Directors and other managers are not allowed to disclose or use inside information, and are not allowed to use business opportunities that may benefit the Company for personal purposes; at the same time, they must not use the information obtained through their positions for personal self-interest or to serve the interests of other organizations or individuals.
2. Members of the Board of Directors, members of the Supervisory Board, General Directors and managers are obliged to notify the Chairman of the Board of Directors of all interests that may conflict with the interests of the Company to which they may be entitled through economic entities, other transactions or individuals. The above-mentioned subjects may only use such opportunities when the Board Members who do not have relevant interests have decided not to pursue the matter.
3. Comply with the law, the company's charter, decisions of decisions of the Board of Directors, decisions of the General Meeting of Shareholders and professional ethics in the performance of assigned rights and duties;
4. Perform the assigned rights and tasks in an honest, prudent and best manner to ensure the maximum legitimate interests of the company and its shareholders.
5. Members of the Board of Directors, General Directors and managers who violate their obligations to act honestly and fail to fulfill their obligations with care, diligence and professional capacity shall be held responsible for the damages caused by their violations.
6. Members of the Board of Directors, members of the Control Board, General Director and other managers are obliged to notify in writing to the Board of Directors and the Control Board of transactions between the Company, its subsidiaries and other companies in which the public company controls more than 50% or more of the charter capital with such entities or related persons of such subjects according to the provisions of law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

7. Members of the Board of Directors are not allowed to vote on transactions that benefit such member or related persons of such members in accordance with the provisions of the Law on Enterprises and the company's charter.

8. Transactions between the Company and one or more members of the Board of Directors, members of the Control Board, General Director, other executives and individuals and organizations related to these entities shall not be invalidated in the following cases:

a) For transactions with a value of less than 35% or transactions resulting in transaction values arising within 12 months from the date of making the first transaction with a value of less than 35% or more, the total value of assets is recorded in the latest financial statements, important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, members of the Control Board, General Director and other executives which have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no related interests;

b) For transactions with a value equal to or greater than 35% or transactions resulting in transaction values arising within 12 months from the date of making the first transaction with a value of 35% or more of the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members of the Board of Directors, members of the Supervisory Board, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 52. Contracts and transactions of the Company with related persons

1. Contracts and transactions between the company and the following entities must be approved by the General Meeting of Shareholders or the Board of Directors:

a) Shareholders and authorized representatives of shareholders who own more than 10% of the total ordinary shares of the company and their related persons;

b) Members of the Board of Directors, the General Director and their related persons;

c) Enterprises that members of the Board of Directors, Controllers, Directors or General Directors and other managers of the company must declare in accordance with the provisions of Clause 2, Article 164 of the Law on Enterprises.

2. The Board of Directors approves contracts and transactions with related persons with a value of less than 35% of the total value of assets of the enterprise stated in the latest financial statements. In this case, the representative of the company signing the contract must notify the members of the Board of Directors and the Controller of

the subjects related to such contract or transaction; and at the same time enclose the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 20 days from the date of receipt of the notice; Members with related interests do not have voting rights.

3. The General Meeting of Shareholders shall approve contracts and transactions other than those specified in Clause 2 of this Article and approve contracts, transactions of borrowing, lending or sale of assets with a value greater than 10% of the total value of assets of the enterprise stated in the latest financial statements between the company and shareholders owning 51% or more of the total shares voting rights or more or related persons of such shareholders. In this case, the representative of the company signing the contract must notify the Board of Directors and the Controller of the subjects related to such contract or transaction; at the same time, enclose the draft contract or notice of the main contents of the transaction. The Board of Directors submits a draft contract or explains the main contents of the transaction at the General Meeting of Shareholders or collects shareholders' opinions in writing. In this case, shareholders with related interests do not have voting rights; The contract or transaction is approved when the number of shareholders representing 65% of the total remaining votes approves.

4. Contracts and transactions are invalidated and handled in accordance with the provisions of law when they are signed or performed without being approved under the provisions of Clauses 2 and 3 of this Article, causing damage to the company; the contracting signatory, shareholders, members of the Board of Directors or the relevant General Director must jointly compensate for the damage incurred and refund to the company the profits earned from the performance of such contracts or transactions.

CHAPTER 5. COORDINATION OF ACTIVITIES AND THE RIGHT TO INVESTIGATE BOOKS

Article 53. Processes and procedures for coordination of activities between the Board of Directors, the Control Board and the Board of General Directors

The Board of Directors shall formulate processes and procedures for coordination of activities between the Board of Directors, the Control Board and the Board of General Directors, including the following principal contents:

1. Procedures and procedures for convening, notifying meeting invitations, recording minutes and notifying meeting results between the Board of Directors, the Control Board and the Board of General Directors.

2. Notify the resolutions and decisions of the Board of Directors to the Board of Directors and the Control Board.
3. Cases in which the General Director and the majority of members of the Control Board request to convene a meeting of the Board of Directors and matters that need to be consulted by the Board of Directors;
4. Report of the Board of Directors to the Board of Directors on the performance of assigned tasks and powers.
5. Review the implementation of resolutions and other authorization issues of the Board of Directors to the Board of Directors.
6. Matters that the Board of Directors must report, provide information and how to notify the Board of Directors and the Control Board.
7. Coordinate control, administration and supervision activities among members of the Board of Directors, members of the Control Board and members of the Board of Directors according to the specific tasks of the above-mentioned members.

Article 54. Right to investigate books and records

1. Shareholders or groups of shareholders mentioned in Article 17 of this Charter have the right to directly or through their lawyers or authorized persons to send written requests for the right to consider, look up and extract minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Control Board, contracts and transactions must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.
2. Members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer and managers have the right to inspect the register of shareholders of the Company, the list of shareholders and other books and records of the Company for purposes related to their positions provided that such information is kept confidential.
3. The Company shall keep this Charter and any amendments to the Charter, Business Registration Certificate, regulations, documents proving property ownership, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Supervisory Board, etc. annual financial statements, accounting books and any other papers as prescribed by law at the head office or another place provided that the shareholders and the business registration authority are notified of the location where these documents are stored.
4. This Charter is published on the Company's website.

CHAPTER 6. EMPLOYEES AND TRADE UNIONS

Article 55. Workers and trade unions

The General Director shall make a plan for the Board of Directors to approve matters relating to the recruitment of employees, layoffs, salaries, social insurance, benefits, rewards and discipline for managers and employees as well as the Company's relationships with trade unions recognized in accordance with the standards ink, best management practices and policies, practices and policies specified in the Charter, the Company's regulations and current laws.

CHAPTER 7. FISCAL YEAR, ACCOUNTING, AUDITING, REPORTING AND INFORMATION DISCLOSURE SYSTEMS

Article 56. Fiscal Year

The Company's financial year starts on January 1 of each year and ends on December 31 of the calendar year. The first fiscal year commenced on the date of issuance of the Operating License and ended on December 31 of that year.

Article 56a. Bank Account

1. The company opens accounts at Vietnamese banks or at foreign bank branches licensed to operate in Vietnam.
2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an offshore bank account in accordance with the provisions of the law.
3. The Company conducts all payments and accounting transactions through Vietnamese currency or foreign currency accounts at the banks in which the Company opens accounts.

Article 57. Accounting regime

1. The company uses the Vietnam Accounting System (VAS) or the accounting system approved by the Ministry of Finance, complying with the accounting regimes for securities companies issued by the Ministry of Finance and the attached guiding documents. The company must be subject to the inspection of the State agency on the implementation of the accounting and statistical regime.
2. The company must make accounting books in Vietnamese and keep accounting records and books according to the type of business activities of the company.

Accounting records and books must be accurate, up-to-date, systematic and complete to be able to prove and explain the Company's transactions.

3. The company uses Vietnamese dong as the currency used in accounting. In case the company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, take responsibility for such choice before law and notify it to the direct tax administration agency.

Article 58. Audit

1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or approve the list of independent auditing firms and authorize the Board of Directors to decide to select one of these units to audit the Company's financial statements for the next fiscal year based on the terms and conditions agreed with the Board of Directors. Board of Directors.
2. The Company's annual financial statements must be certified by an independent auditing organization legally operating in Vietnam and approved by the State Securities Commission. In the same fiscal year, the company may not change the approved audit organization, unless the parent company changes the approved audit organization or the approved audit organization is suspended or revoked as an audit approved
3. The auditor who performs the audit of the Company shall be allowed to attend all meetings of the General Meeting of Shareholders and shall be 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 General Meeting on matters related to the audit of the financial statements of the Company Company.

Article 59. Reporting and information disclosure regime

1. The company must implement the regime of reporting to the State Securities Commission and the Stock Exchange periodically and irregularly in accordance with the law on securities and securities market, at the request of competent state agencies when necessary. The company is responsible for the accuracy and truthfulness of the reported information and data.
2. The Company implements the regime of information disclosure to the public in accordance with the provisions of law.

CHAPTER 8. SEALS

Article 60. Seal

The Board of Directors will decide to approve the official seal of the Company and the seal engraved in accordance with the provisions of the Law

The Board of Directors and the General Director may use and manage seals in accordance with law

CHAPTER 9. PRINCIPLES OF PROFIT DISTRIBUTION, LOSS HANDLING AND SETTING UP FUNDS

Article 61. Profit distribution

1. The General Meeting of Shareholders decides on the dividend payment level and the form of annual dividend payment from the Company's retained profits.
2. The Company does not pay interest on dividend payments or payments related to a type of stock.
3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of all or part of the dividend in shares and the Board of Directors is the agency that implements this decision.
4. In case dividends or other amounts related to a stock are paid in cash, the Company must pay in Vietnamese dong. Payments can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount of money the Company has transferred to this shareholder. The payment of dividends in case of stocks listed/registered for trading at the Stock Exchange may be conducted through the securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors approves resolutions and decisions to determine a specific date to finalize the list of shareholders. Pursuant to that date, those who register as shareholders or owners of other securities are entitled to receive cash or stock dividends, receive notices or other documents.
6. Other matters related to the distribution of profits shall be carried out in accordance with the provisions of law.
7. The company is only allowed to distribute profits to shareholders when the company is profitable and has fulfilled other financial obligations as prescribed by law; at the same time, it still ensures full payment of debts and other property obligations due after profit sharing.

Article 62. Handling losses in business

The loss of the previous year will be handled in the following year when the Company is profitable in the following year.

Article 63. Setting up funds as prescribed

1. Annually, based on business efficiency, actual operation and legal regulations, the Company may consider deducting from after-tax profits to set up the following funds:

a) The reserve fund shall supplement the charter capital equal to 5% of the net profit until it is equal to 10% of the charter capital;

b) The financial and professional risk reserve fund is equal to 5% of net profit until it is equal to 10% of the charter capital;

c) Reward and welfare funds;

d) Other funds as prescribed by law.

2. The management and use of funds shall comply with the provisions of law.

CHAPTER 10. CORPORATE REORGANIZATION, TERMINATION AND LIQUIDATION

Article 64. Reorganization of the company

1. The company has the right to reorganize the company according to the decision of the General Assembly.
2. The company shall divide, separate, consolidate, merge and transform the form of company ownership after obtaining the written approval of the State Securities Commission.
3. The order and procedures for division, separation, consolidation, merger and transformation of the company's ownership form shall comply with the provisions of the Law on Enterprises and the Law on Securities.

Article 65. Termination of Operation

1. The company may be dissolved or terminated in the following cases:

a) At the end of the Company's term of operation, even after it has been extended;

b) The Court declares the Company bankrupt in accordance with the current law;

c) Dissolve ahead of time according to the decision of the General Meeting of Shareholders.

d) The company has its establishment and operation license revoked by the competent authority.

e) Other cases prescribed by law.

2. The dissolution of the Company ahead of time (including the extended time limit) shall be decided by the General Meeting of Shareholders. This dissolution decision must be approved in writing by the State Securities Commission.

Article 66. Liquidation

1. At least six months before the end of the Company's term of operation or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Board to settle the company's assets at the time of dissolution. The liquidation board will prepare its operating regulations.

2. Members of the Liquidation Board consist of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from 01 independent auditing firm. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All costs related to liquidation are prioritized by the Company to be paid before other debts of the Company.

3. The liquidation board shall report to the business registration authority on the date of establishment and commencement of operation. Since that time, the Liquidation Board represents the Company in all matters related to the liquidation of the Company before the Courts and administrative authorities.

4. The proceeds from the liquidation will be paid in the following order:

a) Liquidation expenses;

b) Salaries and insurance expenses for employees;

c) Taxes and other remittances of a tax nature that the Company must pay to the State;

d) Loans (if any);

e) Other liabilities of the Company;

f) The remaining balance after all debts from (a) to (e) above have been paid will be distributed to shareholders. Preferred shares will be prioritized for prepayment.

Article 67. Bankruptcy

The bankruptcy of the company shall be carried out in accordance with the provisions of the law on bankruptcy for enterprises operating in the field of finance and banking

CHAPTER 11. INTERNAL DISPUTE RESOLUTION

Article 68. Internal Dispute Resolution

1. In the event of a dispute or complaint related to the Company's activities or the rights of shareholders arising from the Charter or from any rights or obligations prescribed by the Law on Enterprises or other laws or administrative regulations, between:

a) Shareholders with the Company; or

b) Shareholders with the Board of Directors, Supervisory Board, CEO or senior managers.

The parties involved will try to resolve that dispute through negotiation and mediation. Except for disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present information related to the dispute within 10 working days from the date the dispute arises. In case the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request or appoint an independent expert to mediate the dispute resolution process

2. In the event that a settlement decision is not reached within six weeks (or such other time as may be prescribed by the Company) from the start of the mediation process or if the decision of the mediator is not accepted by the parties, either party may refer the dispute to Economic Arbitration or the Economic Court.

3. The parties will bear their own costs related to the negotiation and mediation procedures. The costs of the Court will be borne by the Tribunal as to which party.

Article 69. In case of impasse between members of the Board of Directors and shareholders

Unless otherwise provided in this Charter, shareholders holding half of the outstanding shares entitled to vote in the election of members of the Board of Directors have the right to file a complaint with the court to request dissolution on one or more of the following grounds:

1. The members of the Board of Directors are not consistent in managing the Company's affairs, leading to the failure to achieve the necessary number of votes as prescribed for the Board of Directors to operate.
2. The shareholders did not agree, so they could not achieve the necessary number of votes as prescribed to elect members of the Board of Directors.
3. There are internal disagreements and two or more shareholder factions are divided, making dissolution a more beneficial option for all shareholders.

CHAPTER 12. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER AND EFFECTIVE DATE

Article 70. Supplements and amendments to the Charter

1. The supplementation and amendment of this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case there are provisions of law related to the operation of the Company which are not mentioned in this Charter, or in case there are new provisions of law that are different from the provisions of this Charter, the provisions of such law shall naturally apply and regulate the operation of the Company.

Article 71. Effective Date

1. This Charter consists of XII chapter 71 articles, effective from 08.../05.../2026.
2. The Charter shall be made in 02 copies, of equal validity and archived at the Company's Office as prescribed;
3. This Charter is unique and official of the Company.
4. Copies or extracts of the Company's Charter must be signed by the Company's Legal Representative or the Chairman of the Board of Directors or at least one-half of the total number of members of the Board of Directors to be valid.

LEGAL REPRESENTATIVE

S.G.P: 83 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN STANLEY BROTHERS
Q. ĐỐNG ĐA - T.P HÀ NỘI

TỔNG GIÁM ĐỐC
Nguyễn Tiến Dũng