SOUTH LOGISTICS JOINT STOCK COMPANY	**THE SOCIALIST REPUBLIC OF VIETNAM**
*****	**Independence - Freedom - Happiness**
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No: 14/STG/CV-HDQT	*Ho Chi Minh City, April 24, 2026*

EXTRAORDINARY INFORMATION DISCLOSURE

To: - The State Securities Commission of Vietnam
- The Vietnam Stock Exchange/
- The Hochiminh Stock Exchange

1. Name of organization: South Logistics Joint Stock Company
   - Stock code: STG
   - Address of head office: 1B Hoang Dieu, Xom Chieu Ward, Ho Chi Minh City
   - Telephone: 028.62685858 Fax: 028.38266593
   - Email: camry.tu@sotransgroup.vn
2. Contents of disclosure:
   Decision No. 06/STG/QD-HDQT on the issuance of the Charter on Organization and Operation of South Logistics Joint Stock Company.
3. This information was published on the company's website on 24/04/2026, as in the link https://sotrans.com.vn/co-dong/thong-tin-co-dong/

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Attached documents:
- Decision on the issuance of the Charter.

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SOUTH LOGISTICS
JOINT STOCK COMPANY
LEGAL REPRESENTATIVE
GENERAL DIRECTOR

S.Đ.K.K.D: 0300645369-C.T.C.P
CÔNG TY CỔ PHẦN KHO VẬN MIỀN NAM
QUẬN 4 TP. HỒ CHÍ MINH

DANG VU THANH

SOUTH LOGISTICS JOINT STOCK COMPANY	**THE SOCIALIST REPUBLIC OF VIETNAM** **Independence – Freedom – Happiness** ***
No.: 06/STG/QD-HDQT	*Ho Chi Minh City, April 23, 2026*

DECISION

Re: Issuance of the Charter on Organization and Operation of South Logistics Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 27 June 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019, and its guiding documents;
- Pursuant to the Resolution of the General Meeting of Shareholders No. 01/STG/NQ-DHDCD dated 23 April 2026;

DECISION

Article 1: To promulgate the Charter on Organization and Operation of South Logistics Joint Stock Company, as amended for the 17th time on 23 April 2026, together with this Decision.

Article 2: This Decision shall take effect from 23 April 2026 and shall replace the Charter on Organization and Operation of South Logistics Joint Stock Company previously approved under the Resolution of the General Meeting of Shareholders No. 01/STG/NQ-GMS dated 21 June 2023.

Article 3: The members of the Board of Directors, the Audit Committee, the Board of Management, and all relevant departments/units and individuals shall be responsible for the implementation of this Decision.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN KHO VẬN MIỀN NAM

TRAN TUAN ANH

Recipients:
- As Article 3;
- Archived: BOD office.

SOUTH LOGISTICS JOINT STOCK COMPANY

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CHARTER
ORGANIZATION AND ACTIVITIES
SOUTH LOGISTICS JOINT STOCK COMPANY

Ho Chi Minh City, April 23, 2026

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PROLOGUE

This Charter was approved according to the valid decision of the General Meeting of Shareholders of South Logistics Joint Stock Company at the general meeting held on April 23, 2026.

CHAPTER I.
DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Explanation of terms

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

   a. "Charter capital" means the total par value of shares sold or registered for purchase when establishing an enterprise and specified in Article 6 of this Charter;

   b. "Voting capital" means the share capital, according to which the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

   c. "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, amended and supplemented in 2022, 2025 and consolidated in Consolidated Document No. 67/VBHN-VPQH dated August 15, 2025 by the Office of the National Assembly;

   d. "Law on Securities" means Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, amended and supplemented in 2024 and consolidated in Consolidated Document No. 24/VBHN-VPQH dated February 26, 2025 by the Office of the National Assembly;

   e. "Date of establishment" means the date on which the Company is issued the Certificate of Business Registration (Business Registration Certificate and equivalent documents) for the first time;

   f. "Enterprise's executive" means the General Director/Director or other equivalent position, Deputy General Director or other equivalent position, Chief Accountant/Chief Financial Officer or other equivalent position, and managerial titles appointed by the Board of Directors;

   g. "Related person" means an individual or organization specified in Clause 23, Article 4 of the Law on Enterprises, Clause 46, Article 4 of the Law on Securities;

   h. "Independent member of the Board of Directors" means a member who has the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprises;

i. "Operation duration" means the operation period of the Company specified in Article 2 of this Charter approved by the General Meeting of Shareholders of the Company by resolution;

j. "Company" means South Logistics Joint Stock Company;

k. "Parent company", "Subsidiary" are companies according to the model specified in Article 195 of the Law on Enterprises. In this Charter, depending on the context and actual application, the Company will be construed as "parent company" or " subsidiary";

l. “Related Party Transaction” means any transaction which is considered as a related party transaction under the Law on Enterprises, the Law on Securities or Vietnam Accounting Standards;

m. "Beneficial owner of the enterprise" means an individual specified in Clause 35, Article 4 of the Law on Enterprises. The company collects, updates and stores information about the beneficial owners of the enterprise in accordance with the law (if any) and provides it to the competent State agency when requested;

n. "Vietnam" means the Socialist Republic of Vietnam.

2. In this Charter, references to one or more other regulations or documents include amendments or alternative documents.

3. The headings (Chapters and Articles of this Charter) are used to facilitate the understanding of the content and do not affect the content of this Charter.

4. Words or terms that have been defined in the Law on Enterprises, the Law on Securities and other relevant legal documents (if they do not contradict the subject or context) have the same meanings in this Charter.

CHAPTER II.
NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office and duration of operation of the Company

1. Company Name
   - Company name written in Vietnamese: Công ty Cổ phần Kho vận miền Nam
   - Company Name in English: South Logistics Joint-stock Company
   - Abbreviated Company Name: SOTRANS
   - Icon:

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2. South Logistics Joint Stock Company is a joint stock company with legal status in accordance with the current laws of Vietnam.
3. The registered office of the Company is:
   - Head Office Address: No. 1B Hoang Dieu Street, Xom Chieu Ward, Ho Chi Minh City, Vietnam.
   - Phone: (84-28) 7308 3838.
   - E-mail: info@sotransgroup.vn
   - Website: www.sotransgroup.vn
4. The Company may establish branches and representative offices in other business areas to implement the Company's operational objectives in accordance with the resolution of Board of Directors and to the extent permitted by law.
5. Unless terminated in accordance with Clause 2, Article 54 of this Charter the term of operation of the Company starts from the date of establishment and is indefinite.

Article 3. Legal representative of the Company

1. The company has 01 (one) legal representative. The Chairman of the Board of Directors or the General Director is the legal representative of the Company.
2. The legal representative of the Company is an individual representing the Company in exercising rights and obligations arising from the Company's transactions, representing the Company as a plaintiff, defendant, person with related interests and obligations before arbitration or court.
3. The legal representative of the Company must reside in Vietnam; in case of exiting abroad, they must authorize in writing another person to perform the rights and duties of the company's legal representative. In this case, the legal representative is still responsible for the exercise of authorized rights and obligations.
4. In case the authorization period expires and the legal representative of the Company has not returned to Vietnam and does not have other authorization, the authorized person will continue to perform the rights and obligations of the legal representative of the Company to the extent authorized until the legal representative of the Company returns to work. work at the Company or until the Board of Directors decides to appoint another person as the legal representative of the Company.

5. In case the legal representative of the Company is absent in Vietnam for more than 30 days without authorizing others to exercise the rights and duties of the legal representative of the Company or is killed, missing, detained, sentenced to prison, restricted or incapacitated for civil acts, the Board of Directors shall appoint another person as a representative.
6. The legal representative of the Company performs the assigned rights and obligations honestly, carefully and in the best way to ensure the legitimate interests of the Company.
7. The legal representative of the Company is loyal to the interests of the Company; do not use information, know-how, business opportunities of the Company, do not abuse the position and position and use the Company's assets for personal gain and serve the interests of other organizations and individuals.
8. The legal representative of the Company promptly, fully and accurately informs the Company about the fact that such legal representative and their related persons own or have controlling shares and contributed capital in other enterprises.
9. 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 responsibility under the provisions of this Article.

CHAPTER III.
OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

Article 4. Operational objectives and business lines of the Company

1. Business lines of the Company

No.	Name of business lines	Code
1	Warehousing and storage Details: Trading in warehouses, yards and ports. Trading in bonded warehouses CFS (collection, delivery of less than container load goods), ICD (Inland Container Depot), distribution center (logistics center).	5210 (major)
2	Inland waterway freight transportation. (except liquefied gas for transportation)	5022
3	Other support services related to transportation Details: International multimodal transport. Ship ticket agency. Freight forwarding. Airline and train ticket agency. Freight forwarding services via air, sea, road, and rail. Shipping agency. Maritime brokerage. Logistics services, customs services. Transshipment and cargo handling services. (Excluding activities related to the operation of passenger terminals, cargo terminals, aviation fuel services, ground handling services, and airport operations)	5229
4	Cargo Handling	5224

	Details: Loading and unloading of cargo (excluding airport cargo handling).	
5	Real estate business involving land use rights owned, held, or leased by the business Details: Operation of industrial facilities; leasing of office space. Real estate business. (Excluding investment in the construction of cemetery infrastructure for the purpose of transferring land use rights associated with such infrastructure)	6810
6	Shipping Details: Express shipping service.	5320
7	Wholesale of machinery, equipment, and other machine parts Details: Purchase and sale of supplies and warehouse transportation equipment.	4659
8	Activities of Insurance Agents and Brokers Details: Insurance Agents.	6622
9	Freight transport by road Details: Business of transporting goods by truck	4933
10	Other passenger transportation by road Details: Business of passenger transportation by car under contract.	4932

2. Objectives of the Company

The company was established to raise and use capital effectively in the development of business activities and services with the aim of obtaining maximum profits; Create stable jobs, improve working conditions and improve the lives of employees in the Company; Ensuring benefits for shareholders; Fulfill obligations to the State budget and develop the Company.

If any of these objectives require regulatory approval, the Company may only accomplish that objective after approval by the competent authority.

Article 5. Scope of business and activities of the Company

1. The Company is allowed to plan and conduct all business activities according to the Company's lines that have been published on the National Enterprise Registration Portal and this Charter, in accordance with the provisions of current legislation and take appropriate measures to achieve the objectives of the Company.
2. The company may conduct business activities in other industries and trades permitted by law and approved by the General Meeting of Shareholders.

CHAPTER IV.
CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The charter capital of the Company is VND 982,533,570,000 (In words: *Nine hundred and eighty-two billion five hundred and thirty-three million five hundred and seventy thousand dong*).

   The total charter capital of the Company is divided into 98,253,357 shares with a par value of VND 10,000/ share.

   Type of shares: Ordinary shares.

2. The company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

3. The Company's shares on the date of adoption of this Charter include ordinary shares and preferred shares (if any). The rights and obligations of shareholders holding each type of shares are specified in Articles 12 and 13 of this Charter.

4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.

5. Ordinary shares issued by the Company to increase the charter capital must be prioritized for sale to existing shareholders in proportion to their ownership of ordinary shares in the Company, unless otherwise decided 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 or in case the shares are sold through the Stock Exchange by auction.

6. The Company may repurchase shares issued by the Company in the manner provided for in this Charter and applicable laws. The shares repurchased by the Company are treasury shares and the Board of Directors may offer them for sale in ways consistent with the Securities Law, relevant guiding documents and the provisions of this Charter.

7. The company may issue other types of securities (excluding ordinary corporate bonds) when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

8. The Board of Directors shall decide on the time, method and price of the sale of shares. The selling price of shares must not be lower than the market price at the

time of offering or the value recorded in the books of the shares at the latest time, except for the following cases:

a. Shares offered for the first time to non-founding shareholders;

b. Shares offered for sale to all shareholders in proportion to their existing shares in the Company;

c. Shares offered for sale to employees under the Company's Employee Option Program (ESOP);

d. Shares offered for sale to a broker or guarantor. In this case, the discount amount or specific discount rate must be approved by the General Meeting of Shareholders or the Board of Directors (in case authorized by the General Meeting of Shareholders);

e. Other cases and discount rates in such cases shall be approved by the Resolution of the General Meeting of Shareholders each time.

Article 7. Stock Certification

1. Shareholders of the Company may be granted share certificates corresponding to the number of shares and the type of shares owned.

2. Stocks are securities that confirm the legitimate rights and interests of the owner to a part of the issuer's share capital. Stocks must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises, specifically including the following contents:

   a. Name, enterprise code, address of the Company's head office;

   b. Number of shares and types of shares;

   c. The par value of each share and the total par value of the number of shares inscribed on the shares;

   d. Full name, contact address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the shareholder being an individual; name, enterprise code or establishment decision number, address of the head office of the shareholder being an organization;

   e. Signature of the legal representative and seal of the Company;

   f. Registration number in the Company's shareholder register and date of issuance of shares;

   g. Other contents as prescribed in Articles 116, 117 and 118 of the Law on Enterprises for shares of preference shares in case the Company issues preference shares.

3. Within 03 (three) months from the date of submission of a complete dossier of application for transfer of share ownership as prescribed by the Company or from the date of full payment of the share purchase price as prescribed in the Company's stock issuance plan or other time limits prescribed by the issuance terms, The holder of the number of shares may be granted shares. Shareholders do not have to pay the Company the cost of printing the shares. In case the offering or transfer of shares is regulated on the securities market and the law on securities has other provisions mentioned above in this Clause, the issuance of shares shall be carried out in accordance with the law on securities.
4. In the event that the shares are lost, destroyed or damaged, the owner of such shares may apply for the issuance of new shares on the condition that proof of ownership of the shares is provided and all related costs are paid to the Company.

Article 8. Other securities certificates

The Company may issue other types of securities to raise capital on the basis of complying with the provisions of current law and this Charter.

Article 9. Offering and Transfer of Shares

1. The offering of shares of the Company shall comply with the provisions of the Law on Enterprises, the Law on Securities and relevant guiding documents.
2. All shares that have been fully paid up are freely transferable unless otherwise provided for by this Charter, the resolution of the General Meeting of Shareholders related to the issuance and otherwise provided by 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.
3. Shares shall be transferred in accordance with the provisions of the Law on Enterprises, the law on securities and the securities market. The transfer is carried out by contract in the usual way or through trading on the stock market. In case of transfer by contract, the transfer papers must be signed by the transferor and the transferee or their authorized representatives. In case of transfer through transactions on the securities market, the order of procedures and ownership recognition shall comply with the provisions of the law on securities.
4. In case the shareholder only transfers a part of the shares, the old shares shall be canceled and the Company may issue new shares to record the number of transferred shares and the remaining shares.
5. In case the shareholder is an individual who dies, the heir according to the will or law of that shareholder is a shareholder of the Company.

6. In case the shares of an individual shareholder die without an heir, the heir refuses to receive the inheritance or is disqualified from inheritance, such shares shall be settled in accordance with the provisions of the civil law.
7. Shareholders have the right to donate part or all of their shares in the Company to others; using shares to repay debts. In this case, the person who is donated or receives debt repayment in shares will be a shareholder of the Company.
8. Recipients of shares in the cases specified in this Article shall only become shareholders of the Company from the time their information specified in Clause 2, Article 122 of the Law on Enterprises is fully recorded in the register of shareholders.
9. Shares that have not been fully paid shall not be transferred and enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other benefits as prescribed by law.

Article 10. Share Recovery

1. In case a shareholder fails to fully and punctually pay the amount payable to purchase shares, the Board of Directors shall notify and request such shareholder to pay the remaining amount together with the interest on such amount and expenses incurred due to the failure to pay in full and on time to the Company.
2. The above-mentioned notice of payment must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the place of payment and the notice must clearly state that in case of failure to pay as required, the number of shares that have not been fully paid will be withdrawn.
3. The Board of Directors has the right to withdraw the unpaid shares in full and on time in case the requirements in the notice specified in Clause 2 of this Article are not fulfilled.
4. The withdrawn shares are considered the shares entitled to be offered for sale specified in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale and redistribution under such conditions and manner as the Board of Directors deems appropriate.
5. Shareholders holding the withdrawn shares must renounce their shareholder status for those shares, but must still pay the relevant amounts and interest arising at the proportion corresponding to the one-year deposit interest rate of the Bank for Investment and Development of Vietnam (BIDV) at the time of recovery according to the decision of the Board of Directors from the date of withdrawal to the date of payment. The Board of Directors shall have the sole right to decide on the coercive payment of all relevant amounts and interests arising from the recovery of shares specified in this Article at the time of recovery.

6. The notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation remains in effect even in the event of an error or negligence in the delivery of the notification.

CHAPTER V.
ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 11. Organizational structure, governance, and control

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

1. General Meeting of Shareholders;
2. Board of Directors;
3. General Director.

CHAPTER VI.
SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Shareholders' rights

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 law and in accordance with the Company's implementation conditions. Each ordinary share has one voting right;
    b. Receive dividends at the rate decided by the General Meeting of Shareholders;
    c. Freely transfer their shares to others, except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant laws;
    d. Give priority to buying newly offered shares corresponding to the proportion of ordinary shares they own in accordance with the provisions of the Company's Charter and relevant laws;
    e. Review, look up and extract information related to shareholders in the List of shareholders with voting rights and request correction of their inaccurate information;

f. Considering, looking, extracting or copying the Company's Charter, the minutes of the General Meeting of Shareholders and the resolution of the General Meeting of Shareholders;

g. In case the Company is dissolved or bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company after the Company has paid debts (including debt obligations to the state, taxes and fees) and paid to shareholders holding preferred shares of the Company in accordance with law;

h. To request the Company to repurchase its shares in the cases specified in Article 132 of the Law on Enterprises;

i. To be treated equally. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders;

j. Have full access to periodic and unusual information published by the Company in accordance with the law;

k. Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders holding 5% or more of the total number of ordinary shares have the following rights:

a. Considering, looking up and extracting minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Audit Committee, 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;

b. Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Articles 115 and 140 of the Law on Enterprises;

c. Examining and receiving copies or extracts of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders;

d. Request the Board of Directors to examine each specific issue related to the management and administration of the Company's activities when deeming it necessary. The requirement must be expressed in writing; must have full name, contact address, nationality, number of the Identity Card, number of the Citizen Identity Card, Passport or other lawful personal identification document, **in the case of an individual shareholder;** name, enterprise code or establishment decision number, head office address 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; issues to be examined, purposes of examination;

e. 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;

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

4. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares may nominate persons to the Board of Directors.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. Comply with the Company's Charter and internal management regulations; comply with decisions of the General Meeting of Shareholders and the Board of Directors.
2. The capital contributed by ordinary shares must not be withdrawn from the Company in any form, except for the case of repurchase of shares by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, such shareholder and the person with related interests in the Company must be jointly responsible for the debts and other property obligations of the Company within the value of the withdrawn shares and the damage incurred.
3. Attending the General Meeting of Shareholders and exercising voting rights through the following forms:
   a. Attending and voting directly at the meeting;
   b. Authorize other individuals and organizations to attend and vote at meetings;
   c. Attend and vote through online meetings, electronic voting or other electronic forms;
   d. Send the ballot to the meeting via mail, fax, email.
4. Pay in full and on time the purchase price of shares registered for purchase as prescribed.
5. Provide the correct address when registering to buy shares.
6. Fulfill other obligations as prescribed by current law.

7. Take personal responsibility when performing one of the following acts on behalf of the Company in any form:
    a. Violation of law;
    b. Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals;
    c. Payment of undue debts against financial risks to the Company.
8. 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.
9. Fulfill other obligations as prescribed by current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest competent body of the Company. The Annual General Meeting of Shareholders is held once (01) time per year. The General Meeting of Shareholders must hold an annual meeting within four (04) months from the end of the fiscal year. The Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may be extraordinary. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam.
2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of 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 to explain the relevant contents and the representative of the group the above-mentioned approved auditor 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. Quarterly, six (06) month or audited annual financial statements reflecting that the equity has been lost by half (1/2) compared to the beginning of the period;

c. The remaining number of members of the Board of Directors and independent members of the Board of Directors is less than the minimum number of members as prescribed by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) of the number of members specified in this Charter;

d. The shareholders or groups of shareholders specified in Clause 3 of Article 12 of this Charter request the convening of the General Meeting of Shareholders. The request for convening the General Meeting of Shareholders must be expressed in writing, and must include the full name, permanent residence address, number of the Identity Card/Citizen Identity Card, Passport or other lawful personal identification papers for individual shareholders; name, enterprise code or establishment decision number, 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; grounds, reasons and purposes of the meeting, with sufficient signatures of relevant shareholders or written requests made in many copies and sufficient signatures of relevant shareholders. The request for convening a meeting must be accompanied by documents and evidences on the violations of the Board of Directors, the seriousness of the violations or the decision beyond its competence;

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

4. Convening an extraordinary General Meeting of Shareholders

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the number of members of the Board of Directors and independent members of the Board of Directors is less than the number of members as prescribed by law as prescribed at Point c, Clause 3 of this Article or receives the request specified at Points d and e, Clause 3 This. Particularly for cases where the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members specified in this Charter, the Board of Directors must convene a meeting of the General Meeting of Shareholders within sixty (60) days;

b. In case the Board of Directors fails to convene a general meeting of shareholders as prescribed in Point a, Clause 4 of this Article, within the next

thirty (30) days, the shareholder or group of shareholders with the request specified in Point d, Clause 3 of this Article may convene the GMS on behalf of the company as prescribed in Clause 4a, Article 140 of the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders.

All reasonable expenses for convening and conducting the General Meeting of Shareholders shall be refunded by the Company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

1. The General Meeting of Shareholders has the following rights and obligations:
    a. Through the development orientation of the Company;
    b. To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend level of each type of shares;
    c. Election, dismissal and removal of members of the Board of Directors;
    d. Decision to invest or sell assets valued at 35% or more of the total asset value stated in the Company's latest consolidated financial statements;
    e. Decision on amendments and supplements to the Company's Charter;
    f. Approval of annual financial statements;
    g. Decide to repurchase more than 10% of the total sold shares of each type;
    h. Consider and handle violations committed by members of the Board of Directors causing damage to the Company and its shareholders;
    i. Decision on reorganization or dissolution of the Company;
    j. To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors;
    k. Approving the Internal Governance Regulation; Regulations on the operation of the Board of Directors;
    l. Approve the list of approved auditing firms; decide on the auditing firm to be approved to inspect the Company's operations, dismiss the approved auditor when deeming it necessary; or authorize the Board of Directors to select one of these auditing firms to conduct the Company's audit activities

or make recommendations to the Company's subsidiaries for the next financial year;

m. Deciding on any change in share capital, share buybacks, issuing options, shares or convertible instruments, or executing any employee stock option plan or scheme that could result in dilution of shares held by the Company's existing shareholders.

n. Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discussed and approved the following issues:

a. Audited annual financial statements;

b. The Company's annual business plan;

c. The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors; independent members of the Board of Directors are responsible for reporting at the Annual General Meeting of Shareholders as prescribed in Article 284 of 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;

d. Report on the performance of the Audit Committee;

e. The annual dividend payment for each type of share is in accordance with the Law on Enterprises and the rights associated with that type of share. This dividend level is not higher than the level proposed by the Board of Directors after consulting shareholders at the General Meeting of Shareholders;

f. Number of members of the Board of Directors;

g. Election, dismissal and removal of members of the Board of Directors;

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

i. Approval of the Company's list of approved auditing firms; deciding on the approved auditing firm to inspect the company's activities when deeming it necessary; or authorize the Board of Directors to select one of these auditing firms to conduct the Company's audit activities for the next fiscal year;

j. Supplementing and amending the Company's Charter;

k. The type of shares and the number of new shares issued for each type of shares; plans for issuance of convertible bonds, plans for issuance of bonds attached to warrants;

l. Division, separation, consolidation, merger or transformation of the Company;

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

n. Decision to invest or sell assets valued at 35% or more of the total asset value stated in the Company's latest consolidated financial statements;

o. Decide to repurchase more than 10% of the total sold shares of each type;

p. The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the latest consolidated financial statements;

q. To approve the transactions specified in Clause 4, Article 293 of 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, with the following transactions:

+ Granting loans and guarantees to members of the Board of Directors, the General Director, and other enterpris's executive of the company where the Company and such organization (except where such organization is a shareholder of the public company as provided in Clause 2 of Article 293 of Decree No. 155/2020/ND-CP dated 31 December 2020) are in the same corporation or group (i.e., parent-subsidiary company, economic group) is subject to approval by the General Meeting of Shareholders or the Board of Directors as prescribed by this Charter;

In case of granting loans or guarantees to related organizations of members of the Board of Directors, General Director, other managers, the company and the organization (except for the organization being a shareholder of a public company specified in Clause 2, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020) are companies in the same group or companies operating in groups of companies, including parent companies - subsidiaries, economic groups, the General Meeting of Shareholders or the Board of Directors approved in accordance with the provisions of this Charter;

+ Transactions with a value of 35% or more or transactions resulting in the total value of transactions arising within twelve (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 consolidated financial statements between the Company and one of the following entities:

- Members of the Board of Directors, General Director, other managers and related persons of these subjects;
- Shareholders and authorized representatives of shareholders who own more than 10% of the total ordinary shares of the company and their related persons;
- Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.

+ The company signs contracts, borrows, lends or sells assets with a value greater than 10% of the total value of assets of the enterprise stated in the latest consolidated financial statements between the company and shareholders owning 51% or more of the total voting shares or related persons of such shareholders.

r. Approving the Internal Regulation on corporate governance, the Regulation on the operation of the Board of Directors;

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

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

   a. Through the contracts specified at Point n, Clause 2 of this Article, when such shareholder or a person related to such shareholder is a party to the contract;

   b. The redemption of shares of such shareholder or of persons related to such shareholders, unless the repurchase of shares is carried out in proportion to the ownership ratio of all shareholders or the repurchase is carried out through order matching transactions on the Stock Exchange or public tender offer in accordance with law.

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 16. Authorized Representative

1. Shareholders being individuals are entitled to appoint a maximum of one (01) authorized representative. Based on the percentage of shares owned, shareholders being organizations owning 10% or more of the total voting shares are entitled to appoint one or more authorized representatives on the principle that for every 10% of the total voting shares, they are entitled to appoint one (01) authorized representative. up to five (05) people.

2. For the authorization to attend the General Meeting of Shareholders:

   a. Shareholders who have the right to attend the General Meeting of Shareholders in accordance with the provisions of law may authorize an

individual representative to attend with the number of authorized persons in accordance with the provisions specified in Clause 1 of this Article.

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

- In case an individual shareholder is the authorizer, the power of attorney must be signed by such shareholder and the authorized individual to attend the meeting;
- In case the shareholder of the organization is the authorizer, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder of the organization and affixed with the seal of such organization and the signature of the individual authorized to attend the meeting;
- In other cases, the power of attorney must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.

  The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting before entering the meeting room.

c. In case the lawyer signs the letter of appointment of the representative on behalf of the authorizer, the appointment of the representative in this case is only considered effective if the letter of appointment of the representative is presented together with the power of attorney to the lawyer (if it has not previously been registered with the Company). If this is not done then the authorization designation will be deemed invalid.

d. The voting slip of the authorized person attending the meeting within the scope of authorization is still valid in one of the following cases:

- The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
- The authorizer has canceled the authorization designation;
- The authorizer has canceled the authority of the person performing the authorization.

This clause does 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.

Article 17. Change permissions

1. The change or cancellation of special rights attached to a type of preference share takes effect when it is approved by shareholders holding at least 65% of ordinary shares attending the meeting.
2. The holding of a meeting of shareholders holding a type of preference shares to approve the above-mentioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) and hold at least one-third (1/3) of the par value of the issued shares of that type. In case there are insufficient number of delegates as mentioned above, the meeting shall be reconvened within thirty (30) days thereafter, and the holders of shares of that type (regardless of the number of persons and shares) present in person or through authorized representatives shall be deemed to have sufficient number of delegates. 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.
3. The procedures for conducting such separate meetings are similar to the provisions of Articles 18, 19, 20 and 21 of this Charter.
4. 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 18. Convening meetings, meeting agendas and announcements of the General Meeting of Shareholders

1. The Board of Directors convenes the Annual General Meeting of Shareholders or the meeting of the General Meeting of Shareholders is convened extraordinarily in the cases specified at Point a or Point b, Clause 4, Article 14 of this Charter.
2. The convener of the General Meeting of Shareholders must perform the following tasks:
    a. Compile the list of shareholders entitled to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to participate in the GMS shall be compiled according to the company's shareholder register numbers. This list shall be compiled within ten (10) days before the day on which the invitation to the General Meeting of Shareholders is sent. The Company shall announce the compilation of this list at least 20 days before the deadline for registration;

b. Providing information and settling complaints related to the list of shareholders entitled to attend the meeting;

c. Prepare the program and content of the Congress;

d. Preparing documents for the Congress;

e. Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors;

f. Determining the time and place of the Congress;

g. Make and send notices of the General Meeting of Shareholders to all shareholders who have the right to attend the meeting;

h. Other tasks for the Congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by ensuring that it reaches the contact address of the shareholders, and at the same time announced on the website of the Company and the State Securities Commission and the Stock Exchange. 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 twenty-one (21) days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent or sent, to be paid or put in a mailbox).

   Agenda of the General Meeting of Shareholders, documents related to 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;

   c. Voting slips;

   d. Form of appointment of representative under authorization to attend the meeting;

   e. Draft resolutions for each issue on the meeting agenda.

4. Shareholders or groups of shareholders specified in Clause 3, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General

Meeting of Shareholders. The petition must include the full name of the shareholder, contact address, nationality, number of the citizen's identity card, identity card, passport or other lawful personal identification, signature of the shareholder for individual shareholders; name, enterprise code or establishment decision number, address of the head office, signature of the legal representative and must be stamped for shareholders being organizations; the number and type of shares held by such shareholders, and the contents of the proposal to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 of this Article if it falls into one of the following cases:
    a. Petitions are sent on time or insufficiently, with incorrect content;
    b. At the time of petition, the shareholder or group of shareholders does not hold 5% or more of ordinary shares as prescribed in Clause 3, Article 12 of this Charter;
    c. Proposals are not within the scope of the decision-making authority of the General Meeting of Shareholders;
    d. Other cases as prescribed by law and this Charter.

Article 19. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total voting shares.
2. In case of failing to meet the conditions specified in Clause 1 of this Article, the General Meeting of Shareholders must be reconvened within thirty (30) days from the date on which the first General Meeting of Shareholders is planned to be held. The second meeting of the General Meeting of Shareholders shall be held only when the number of shareholders attending the meeting represents at least 33% of the total voting shares.
3. In case the Second General Meeting is not eligible to be held under Clause 2 of this Article, the Third General Meeting of Shareholders may be convened within twenty (20) days from the date of the intended Second General Meeting. In this case, the General Meeting shall be conducted regardless of the total number of voting votes of the shareholders attending the meeting, which shall be considered valid and have the right to decide on all matters expected to be approved at the first General Meeting of Shareholders.

4. Only 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 Clause 3, Article 18 of this Charter.

Article 20. Procedures for conducting meetings 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 to attend the General Meeting of Shareholders.
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/authorized representative and the number of votes of such shareholder shall be inscribed. When voting at the Congress, the number of votes in favor of the resolution is collected first, the number of cards disapproving the resolution is collected later, and finally the total number of votes in favor, disapproval and no opinion is counted. The total number of votes in favor, disapproval, no opinion or invalidity according to each issue shall be announced by the Chairperson immediately before the closing of the meeting. The congress shall elect persons responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting.
3. Shareholders or authorized representatives who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the General Meeting immediately after registration. The Chairman is not responsible for stopping the General Meeting so that shareholders are late to register and the validity of the previously voted contents remains unchanged.
4. The Chairman of the Board of Directors shall preside over meetings convened by the Board of Directors. In case the Chairman of the Board of Directors 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 other cases, the person who convenes the meeting of the General Meeting of Shareholders shall preside over the meeting of the General Meeting of Shareholders to elect the chairman of the meeting and the person with the highest number of votes shall be appointed to chair the meeting.
5. The chairperson shall appoint one or several persons to act as the secretary of the meeting.
6. The General Meeting of Shareholders shall elect one or several persons to the vote counting committee at the request of the chairman of the meeting.

7. 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.
8. The Chairman of the General Meeting may conduct necessary activities to conduct the General Meeting of Shareholders in a valid and orderly manner, according to the approved program and reflecting the wishes of the majority of delegates attending.
9. The Chairman 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.
10. The Chairman of the General Meeting has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting for a maximum of 03 working days from the date the meeting is intended to open and may only postpone the meeting or change the meeting location in the cases specified in Clause 8, Article 146 of the Law on Enterprises. Specifically, as follows:
    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.
11. In case the Chairman postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 10 of this Article, 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 adopted at that meeting shall take effect.
12. The convener of the General Meeting of Shareholders has the right to request shareholders or authorized representatives to attend the General Meeting of Shareholders to be subject to inspection or other lawful and reasonable security measures. In case a shareholder or authorized representative fails to comply with the above-mentioned regulations on inspection or security measures, the convener of the General Meeting of Shareholders after careful consideration has the right to refuse or expel the shareholder or representative from the General Meeting.
13. The convener of the General Meeting of Shareholders, after careful consideration, may take appropriate measures to:
    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 convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives.

14. In case the General Meeting of Shareholders applies the above-mentioned measures, the convener of the General Meeting of Shareholders, when determining the location of the General Meeting of Shareholders, may:

    a. The Notice 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 ("Main Venue of the Congress");

    b. Arrange and organize shareholders or authorized representatives who cannot attend the meeting under this Article or who wish to participate at a location other than the main venue of the General Meeting to attend the General Meeting at the same time;

    The notice of the organization of the General Meeting does not need to specify the measures to be organized under this Article.

15. In this Charter (unless otherwise required by circumstances), all shareholders are deemed to participate in the General Meeting at the Main Place of the General Meeting.

16. Annually, the Company holds a General Meeting of Shareholders at least one (01) time. The Annual General Meeting of Shareholders shall not be held in the form of collecting shareholders' opinions in writing.

17. In case the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, 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. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Approval of the decision of the General Meeting of Shareholders

1. The General Meeting of Shareholders approves all decisions under its jurisdiction by voting at the meeting or collecting written opinions.

2. Except for the cases specified in Clause 3 and Clause 4 of this Article, decisions of the General Meeting of Shareholders shall be adopted when 50% or more of the

total votes of shareholders with voting rights are present in person or through authorized representatives present at the General Meeting of Shareholders.

3. The election of members of the Board of Directors may be carried out by voting according to the ownership ratio or by the method of cumulative voting. Before meeting the General Meeting of Shareholders or collecting shareholders' opinions in writing to elect members of the Board of Directors, the Board of Directors shall decide on the method of voting to elect members of the Board of Directors in accordance with the provisions of this Charter.

   In case voting for the election of members of the Board of Directors is conducted by the method of accumulating votes, each shareholder or authorized representative of the shareholder shall have the total number of votes corresponding to the total number of shares owned or the total number of representative shares multiplied by the number of members to be elected of the Board of Directors and such shareholder has the right to accumulate votes all or part of their total votes for one or several candidates. The winner of the election of members of the Board of Directors is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members to be elected is sufficient as prescribed in the Company's Charter. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with equal votes or selected according to the criteria specified in the Election Regulations or the Company's Charter.

4. The decisions of the General Meeting of Shareholders relate to:

   a. Amendments and supplements to the Charter;
   b. Type of shares and number of shares of each type;
   c. The reorganization or dissolution of the enterprise;
   d. Change of business lines, professions and fields;
   e. Changes in the organizational structure of the Company's management;
   f. Projects on investment or sale of assets valued at 35% or more of the total value of the Company's assets calculated according to the latest consolidated financial statements,

   approved when 75% or more of the total votes of shareholders with voting rights are present in person or through authorized representatives present at the General Meeting of Shareholders.

5. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for passing such resolutions are not implemented as prescribed.
6. The resolution of the General Meeting of Shareholders, if adopted in the form of a written opinion on the issues mentioned in Clause 4 of this Article, must be approved by the number of shareholders representing at least 75% of the total votes of the shareholders with the right to vote. and for other issues, it must be approved by the number of shareholders representing at least more than 50% of the total votes of the shareholders with voting rights.
7. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within fifteen (15) days from the date the resolution is passed or replaced by posting it on the Company's website.
8. 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.

Article 22. 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 the decisions of the General Meeting of Shareholders on all matters under the jurisdiction of the General Meeting of Shareholders when deeming it necessary for the benefit of the Company.
2. The Board of Directors must prepare a poll for opinions, a draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution. The Board of Directors must ensure that documents are sent and disclosed to voting shareholders within a reasonable time for shareholders to consider and vote and must send them at least ten (10) days before the deadline for receiving opinion polls. Requirements and methods for sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 18 of this Charter.
3. The opinion poll must contain the following principal contents:

a. Name, address of the head office, enterprise code;

b. Purpose of collecting opinions;

c. Full name, contact address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the shareholder being an individual; name, enterprise code or establishment decision number, address of the head office of the shareholder being an organization or full name, permanent residence address, nationality, number of citizen identity card, identity card, passport or other lawful personal identification of the authorized representative of the shareholder being an organization; 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 opinions on each issue for consultation;

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.

4. The answered opinion poll must be signed by the shareholder being an individual, or the legal representative of the shareholder being an organization and bearing the seal of such organization; or the signature of the authorized individual.

5. The opinion poll may be sent to the Company in the following forms:

a. By mail: 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 polls sent to the Company by fax or email must be kept confidential until the time of counting.

6. The opinion polls received by the Company after the time limit specified in the opinion poll or opened in case of sending letters or disclosed before the time of counting votes in case of sending faxes or emails are invalid. Opinion poll papers that are not sent back are considered votes not to participate in voting.

7. The Board of Directors counts votes and makes a record of vote counting in the presence of the person in charge of the company's governance or of shareholders who are not business managers. The vote counting record must contain the following principal contents:

a. Name, address of the head office, enterprise code;

b. Purpose and issues to be consulted to pass the resolution;

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 and the method of sending 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. Issues passed;

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 counters and vote counting supervisors 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.

8. The vote counting record must be sent to the shareholders within fifteen (15) days from the end of the vote count. The submission of the vote counting record may be substituted by posting it on the Company's website within twenty-four (24) hours from the end of the vote counting.

9. The opinion poll that has been answered, the vote counting record, the resolution that has been passed and the relevant documents enclosed with the opinion poll must be kept at the head office of the Company.

10. Resolutions adopted in the form of shareholders' opinions in writing for the issues mentioned in Clause 4, Article 21 must be approved by the number of shareholders representing at least 75% of the total votes of the shareholders with the right to vote, and for other issues, the number of shareholders representing at least 50% of the total votes of the shareholders must be approved have the right to vote for approval and have the same validity as the resolution passed at the General Meeting of Shareholders.

Article 23. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in other electronic forms. The record must be made in Vietnamese, may be made in a foreign language and contain the following principal contents:

a. Name, address of the head office, enterprise code;

b. Time and place of the General Meeting of Shareholders;

c. Agenda and contents of the meeting;

d. Full name of the chairman and secretary;

e. Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;

f. The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;

g. The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;

h. The issues that were passed and the corresponding percentage of votes voted for approval;

i. Full name, name and signature of the chairman and clerk. In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.

2. The minutes of the General Meeting of Shareholders must be made and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the contents of the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall take effect.

4. The minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the end of the meeting.

5. The minutes of the General Meeting of Shareholders shall be considered as authentic evidence of the work carried out at the General Meeting of Shareholders unless there is an objection to the contents of the minutes made in accordance with the prescribed procedures within ten (10) days from the sending of the minutes.

6. The minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting, the approved resolution, the written authorization to attend the meeting and relevant documents enclosed with the notice of invitation to the meeting must be kept at the Company's head office.

Article 24. Request to cancel the decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of vote counting results for collecting shareholders' opinions in writing, the shareholders or groups of shareholders specified in Clause 3, Article 12 of this Regulation may request the Court or Arbitrator to consider, annulment of decisions of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening a meeting or collecting shareholders' opinions in writing and issuing decisions of the General Meeting of Shareholders do not comply with the provisions of the Law on Enterprises and this Charter, except for the case specified in Clause 5, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

In case the decision of the General Meeting of Shareholders is annulled under a decision of the Court or Arbitrator, the convener of the canceled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 60 days according to the order and procedures specified in the Law on Enterprises and this Charter.

In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolutions of the General Meeting of Shareholders under the provisions of this Article, such resolutions shall remain effective until the Court or Arbitrator makes another decision, except for the case of application of provisional urgent measures under decisions of competent agencies.

CHAPTER VII.
BOARD OF DIRECTORS

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case the candidates have been identified in advance, information related to the candidates of the Board of Directors shall be included in the documents of the General Meeting of Shareholders and published at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before dropping out coupons. Candidates for the Board of Directors must have a written commitment to the truthfulness, accuracy and reasonableness of the personal information disclosed and must commit to perform their duties honestly if elected as a member of the Board of Directors. Information related to the candidates of the Board of Directors shall be disclosed including at least the following contents:
    a. Full name, date of birth;
    b. Educational level;

c. Professional qualifications;

d. Work process;

e. Companies in which the candidate is holding the position of member of the Board of Directors and other management positions;

f. Interests related to the Company and its related parties;

g. Full name of the shareholder or group of shareholders nominating the candidate (if any);

h. Other information (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to combine the number of voting rights to nominate candidates for the Board of Directors, specifically as follows:

a. Shareholders or groups of shareholders holding between 10% and less than 20% of the total voting shares may nominate a maximum of one (01) candidate;

b. Shareholders or groups of shareholders holding between 20% and less than 40% of the total voting shares may nominate a maximum of two (02) candidates;

c. Shareholders or groups of shareholders holding between 40% and less than 50% of the total voting shares may nominate a maximum of three (03) candidates;

d. Shareholders or groups of shareholders holding between 50% and less than 60% of the total voting shares may nominate a maximum of four (04) candidates;

e. Shareholders or groups of shareholders holding from 60% to less than 70% of the total voting shares may nominate a maximum of five (05) candidates;

f. Shareholders or groups of shareholders holding between 70% and less than 80% of the total voting shares may nominate a maximum of six (06) candidates;

g. Shareholders or groups of shareholders holding 80% or more of the total number of voting shares may nominate a maximum of seven (07) candidates.

3. In case the number of candidates approved by the Board of Directors for nomination and candidacy is still insufficient, the incumbent Board of Directors may recommend additional candidates or organize nomination according to the mechanism specified by the Company in the Company's Charter. Internal Regulations on Corporate Governance and Operation Regulations of the Board of Directors. The introduction of candidates by the incumbent Board of Directors of

the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination in accordance with law.

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

1. The number of members of the Board of Directors shall be at least 05 (five) persons and at most 7 (seven) persons.
2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms.
3. In case all members of the Board of Directors end their term of office, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work. In case any member of the Board of Directors ends their term of office, such member shall continue to be a member of the Board of Directors until a new member is elected to replace and take over the work at the meeting of the General Meeting of Shareholders or the latest written opinion of shareholders.
4. The structure of members of the Board of Directors is as follows:

   The structure of the company's Board of Directors must ensure that at least 1/3 of the total number of members of the Board of Directors are non-managerial members. The Company minimizes the number of members of the Board of Directors who concurrently hold the Company's management titles to ensure the independence of the Board of Directors.

   The total number of independent members of the Board of Directors must ensure the following provisions:

   a. Having at least 01 independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;

   b. There are at least 02 independent members in case the company has the number of members of the Board of Directors from 06 to 08 members;

   c) There are at least 03 independent members in case the company has between 09 and 11 members of the Board of Directors.
5. A member of the Board of Directors shall no longer be a member of the Board of Directors in the following cases:

   a. Not being qualified to be a member of the Board of Directors under the provisions of the Law on Enterprises or being prohibited by law from being a member of the Board of Directors;

b. Have a letter of resignation and be approved;

c. Suffering from mental disorders and other members of the Board of Directors having professional evidence proving that they no longer have civil act capacity;

d. Failing to attend meetings of the Board of Directors within six (06) consecutive months, except for force majeure cases;

e. Such member shall be dismissed or removed from office as a member of the Board of Directors under the decision of the General Meeting of Shareholders;

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

6. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and securities market.

7. Criteria for members of the Board of Directors:

a. Having full civil act capacity, not being subject to enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises;

b. Have professional qualifications and experience in business management. Members of the Board of Directors may not be shareholders of the Company.

c. In case they are independent members of the Board of Directors, in addition to the above-mentioned criteria, they must meet the criteria specified in Article 1.1.h of this Charter;

d. Other standards as prescribed by law.

Article 27. Rights and obligations of the Board of Directors

1. The Company's business activities and affairs are subject to the supervision and direction of the Board of Directors. The Board of Directors is the management agency of the Company, has the full right to decide and exercise the rights and obligations of the Company on behalf of the Company, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by law, the Company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:

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

b. Determine operational objectives on the basis of strategic objectives approved by the General Meeting of Shareholders;

c. Election, dismissal and removal of the Chairman of the Board of Directors; appointment and dismissal, signing and termination of contracts for the General Director, other managers, salary, bonus and other benefits policies;

d. To supervise and direct the General Director and other managers;

e. Resolving the Company's complaints against the business manager as well as deciding on the selection of the Company's representative to resolve issues related to legal proceedings against such manager;

f. Decide on the organizational structure of the Company, the Company's internal management regulations, decide on the establishment of subsidiaries, branches, representative offices and the capital contribution, purchase/sale of shares of other enterprises; promulgate necessary documents to manage the investment capital, manage the representative of the Company's contributed capital at subsidiaries and other enterprises;

g. To decide on the appointment/resignation/termination of the status of the representative to manage the Company's contributed capital in other enterprises, to decide on the salaries and other benefits of these persons;

h. Proposing the reorganization or dissolution of the Company, requesting bankruptcy of the Company;

i. After being approved by the General Meeting of Shareholders, promulgating the Regulation on the operation of the Board of Directors, the internal regulation on corporate governance;

j. Decision on promulgation of the Regulation on operation of the Audit Committee under the Board of Directors, the Regulation on information disclosure of the company;

k. 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;

l. Proposing annual dividends; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business;

m. Proposing the types of shares to be issued and the total number of shares entitled to be offered for sale according to each type;

n. To decide on the sale 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;

o. Decision on share repurchase as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

p. Proposing the issuance of convertible bonds and bonds with warrants; decide on the plan to issue non-convertible bonds and bonds without warrants;

q. Deciding on the offering price of shares, bonds of the Company and convertible securities;

r. Submit the audited annual financial statements and corporate governance reports to the General Meeting of Shareholders;

s. Through contracts for purchase, sale, borrowing, lending, finance (excluding ordinary commercial credit) and other contracts and transactions with a value equal to or greater than 5% of the total value of assets recorded in the Company's latest consolidated financial statements. This provision does not apply to contracts and transactions specified at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

t. Decide to invest in or sell assets valued at less than 35% of the total value of assets stated in the Company's latest consolidated financial statements;

u. Deciding on solutions for market development, marketing and technology;

v. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.

3. The following matters must be approved by the Board of Directors:

a. Establishment of branches or representative offices of the Company;

b. Establishment of subsidiaries of the Company;

c. Within the scope specified in Clause 2, Article 153 of the Law on Enterprises and except for the cases specified in Clause 2, Article 138 and Clauses 1 and 3, Article 167 of the Law on Enterprises, which must be ratified by the General Meeting of Shareholders, the Board of Directors shall decide on the implementation, amendment and cancellation of major contracts of the Company (including purchase contracts, sale, construction, lease, merger, acquisition of companies and joint ventures and profit sharing agreements);

d. Investments that are not part of the business plan and budget or investments that exceed 5% of the value of the annual business plan and budget;

e. The valuation of assets contributed to the Company other than cash in the issuance of the Company's shares, including gold, land use rights, intellectual property rights, technology and technological know-how;

f. The redemption or recovery of not more than 10% of the total number of shares of each type that have been offered for sale in twelve (12) months;

g. Decide on the price of the redemption or redemption of the Company's shares;

h. Business or transaction matters decided by the Board of Directors require approval within the scope of its powers and responsibilities.

4. Unless otherwise provided for by law and this Charter, the Board of Directors may authorize/decentralize/assign the Chairman of the Board of Directors, agencies attached to the Board of Directors and the General Director to exercise the powers of the Board of Directors specified in this Article.

5. The Board of Directors shall report to the General Meeting of Shareholders its operation results according to Article 280 of Decree 155/2020/ND-CP dated December 31, 2020, of the Government on detailing and guiding the implementation of a number of Articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP effective from 11 September 2025.

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

1. Members of the Board of Directors are entitled to remuneration and rewards for their work as members of the Board of Directors. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting. 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.

2. Members of the Board of Directors must promptly and fully report to the Board of Directors on the remuneration they receive from subsidiaries, associate companies and other organizations in which they are representatives of the Company's contributed capital.

3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors who holds a managerial position (including the position of Chairman or Vice Chairman), or a member of the Board of Directors who works on committees of the Board of Directors or performs 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.

5. 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 committees of the Board of Directors.

6. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

Article 29. Chairman of the Board of Directors

1. The Board of Directors shall select from among the members of the Board to elect the Chairman of the Board of Directors and may have one or several Vice Chairmen of the Board of Directors.
2. The Chairman of the Board of Directors may not concurrently serve as the General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
   a. Formulate programs and plans for activities of the Board of Directors;
   b. Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
   c. Organize the adoption of resolutions and decisions of the Board of Directors; supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;
   d. Chairing the General Meeting of Shareholders in accordance with the provisions of law;
   e. Other rights and obligations specified in the Law on Enterprises and this Charter.

   In cases where authorized by the Chairman of the Board of Directors, the Vice Chairman of the Board of Directors or a member of the Board of Directors shall have the same rights and obligations as the Chairman of the Board of Directors but only in cases where the Chairman of the Board of Directors has notified the Board of Directors that he or she is absent or must be absent due to force majeure reasons or loss the ability to perform their duties. In the above-mentioned cases where the Chairman of the Board of Directors fails to appoint a Vice Chairman of the Board of Directors or a member of the Board of Directors to do so, the members of the Board of Directors shall appoint a Vice Chairman of the Board of Directors to temporarily perform the rights and obligations of the Chairman of the Board of Directors. In the event that both the Chairman of the Board of Directors and the Vice Chairmen of the Board of Directors are absent or temporarily unable to perform their duties for some reason, the Board of Directors may appoint

another of them to perform the duties of the Chairman of the Board of Directors on the principle of oversold majority.

4. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors sends the annual financial statements, the Company's operation reports, audit reports and inspection reports of the Board of Directors to shareholders at the General Meeting of Shareholders.
5. The Chairman of the Board of Directors may be dismissed at the decision of the Board of Directors. 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.
6. In case it is deemed necessary and does not violate the prohibitions of law, the Chairman of the Board of Directors shall be authorized according to his duties or authorized regularly and delegated to the Vice Chairman(s) of the Board of Directors or members of the Board of Directors to sign documents, documents on behalf of the Chairman of the Board of Directors and exercise the powers, responsibilities and tasks of the Chairman of the Board of Directors. (S) The Vice Chairman of the Board of Directors and members of the Board of Directors shall be responsible to the Chairman of the Board of Directors for the performance of the authorized tasks.

Article 30. Meetings of the Board of Directors

1. Meeting to elect the Chairman of the Board of Directors

   In case the Board of Directors elects the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within seven (07) working days from the date of termination of the election of such Board of Directors. This meeting is convened by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall vote on the principle of majority to elect one (01) of them to convene a meeting of the Board of Directors.
2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors must convene regular and irregular meetings of the Board of Directors and send a notice of invitation to the meeting at least seven (07) working days before the scheduled meeting date. In case of extraordinary circumstances, the notice of the meeting of the Board of Directors must be sent to the members of the Board of Directors at least three (03) days in advance. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided. The notice of

invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other means and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

4. A meeting of the Board of Directors shall be conducted when 3/4 or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 days from the date of the intended first meeting. In this case, the meeting shall be held if at least six (06) members of the Board of Directors attend the meeting. In case the second meeting does not meet the required number of members attending the meeting, the subsequent meeting will be postponed until the working day on the seventh (7) working day from the date on which the second meeting is planned to be held, and the meeting will be conducted if at least four (04) members of the Board of Directors attend the meeting.

5. Extraordinary Meetings

   The Chairman of the Board of Directors must convene a meeting of the Board of Directors, which must not be postponed without plausible reasons, when one of the following subjects requests in writing clearly stating the purpose of the meeting, matters to be discussed and decided under the competence of the Board of Directors:

   a. General Director or at least five (05) other managers;

   b. Independent Member of the Board of Directors;

   c. At least two (02) members of the Board of Directors;

   d. Other cases (if any).

6. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Clause 5 of this Article. In case of failing to convene a meeting as requested, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the persons proposing the organization of the meeting specified in Clause 5, Article 30 of this Charter shall have the right to convene a meeting of the Board of Directors.

7. At the request of an independent auditing firm to audit the Company's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.

8. Meeting Locations

   A meeting of the Board of Directors shall be conducted at the Company's head office or at another location in Vietnam or abroad under the decision of the Chairman of the Board of Directors and agreed upon by the Board of Directors.

9. Meeting in the form of online conference

   A meeting of the Board of Directors may be held in the form of an online conference between members of the Board of Directors when all or several members are in different locations provided that each member participating in the meeting can:

   a. Listening to each other member of the Board of Directors speaking in the meeting;

   b. Address to all other attendees simultaneously.

   Discussions between members may be conducted directly by telephone or by other means of communication or a combination of these methods. A member of the Board of Directors who participates in such a meeting is deemed to be "present" at that meeting. The place of the meeting held under this regulation is the place where the most members of the Board of Directors are present, or the place where the Chairman of the meeting is present.

   Decisions adopted in the meeting in the form of an online conference shall be held and conducted in a formal manner, taking effect immediately at the end of the meeting but must be affirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

10. Voting Forms

    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 other persons to attend the meeting and vote if approved by a majority of members of the Board of Directors;

    c. Attend and vote through online conferences, electronic voting, or other similar forms;

    d. Send the ballot to the meeting via mail, fax, email. 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 (01) hour before the opening. Voting ballots may only be opened in the presence of all attendees.

11. Voting

a. Except for the provisions at Point b of this Clause, each member of the Board of Directors or an authorized person who is directly present as an individual at a meeting of the Board of Directors shall have one (01) vote;

b. A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company. Members of the Board of Directors shall not be included in the minimum percentage of members present to be able to hold meetings of the Board of Directors on decisions that such members do not have the right to vote on;

c. According to the provisions of Point d of this Clause, when an issue arises at a meeting related to the interests or voting rights of a member of the Board of Directors and such member does not voluntarily waive the voting rights, the decision of the chairman shall be final, unless the nature or scope of interests of the members of the Board of Directors are concerned are fully announced;

d. Members of the Board of Directors who benefit from a contract specified at Points a and b, Clause 7, Article 42 of this Charter are considered to have significant interests in such contract;

12. Disclosure of benefits

A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been concluded or is about to be concluded with the Company and knows himself or herself as a person with an interest in it is responsible for disclosing this interest at the first meeting of the Board discussing the conclusion of this contract or transaction. In case a member of the Board of Directors does not know that he or she and related persons have interests at the time the contract or transaction is signed with the Company, such member of the Board of Directors must publicize the relevant interests at the first meeting of the Board of Directors held after this member knows that he or she has interests or will have interests in the transaction or contract mentioned above.

13. Principle of majority voting

The Board of Directors approves decisions and issues resolutions on the basis that the majority of members of the Board of Directors attending the meeting or authorizing the meeting to attend the meeting approve (over 50%). In case the number of votes for and against is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

14. The Resolution is approved in the form of collecting written opinions

Resolutions in the form of collecting written opinions shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. This Resolution has the same effect and validity as the resolution adopted at the meeting.

15. Minutes of the meeting of the Board of Directors

The Chairman of the Board of Directors shall send the minutes of the Board of Directors meeting to the members and such minutes shall be authentic evidence of the work carried out during the meeting unless there is an objection to the contents of the minutes within ten (10) days from the date of submission. The minutes of the meeting of the Board of Directors shall be made in Vietnamese and may be additionally made in a foreign language and must contain the following principal contents:

a. Name, address of the head office, enterprise code;

b. Purpose, agenda and contents of the meeting;

c. Time and place of the meeting;

d. Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;

e. Issues discussed and voted on at the meeting;

f. Summarizing the opinions of each member attending the meeting in the order of the meeting;

g. The voting results clearly state the members who approve, disagree and have no opinions;

h. The issues that were passed and the corresponding voting rate passed;

i. Full name, signature of the chairman and the person taking the record.

A record is considered valid in the following cases:

i. Signed by all members of the Board of Directors attending the meeting and the person taking the minutes of the meeting; or

ii. The minutes shall be made in many copies and each record shall be signed by at least 01 member of the Board of Directors participating in the meeting; or

iii. Signed by the chairman and the person taking the record.

In case the chairperson and minutes taker refuse to sign the meeting minutes, the minutes shall have effect if it is signed by all other members of the Board of Directors who are attending the meeting and agree to approve the meeting

minutes and has sufficient contents as prescribed. The minutes of the meeting shall clearly record any refusal by the chairperson or the minute-taker to sign the minutes. The signatories to the minutes shall bear joint responsibility for the accuracy and truthfulness of the contents of the Board of Directors' meeting minutes. The chairperson and the minute-taker shall be personally liable for any damage incurred by the Company as a result of their refusal to sign the minutes, in accordance with the Law on Enterprises, the Company's Charter, and relevant laws.

The chairperson, minutes taker and the other persons who sign the meeting minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

The minutes shall be prepared in Vietnamese and in a foreign language, both having equal legal validity. In case of any discrepancy between the Vietnamese version and the foreign language version, the Vietnamese version shall prevail

Article 31. Committees of the Board of Directors

1. The Board of Directors may establish subordinate committees to be in charge of development policies, personnel, compensation, auditing and other areas in accordance with the requirements of the Board of Directors from time to time. The number of members of the committee is decided by the Board of Directors. In case the Board of Directors decides to establish personnel committees and remuneration committees, the Board of Directors shall appoint one (01) independent member of the Board of Directors to be the head of these committees. Other members of the committee may consist of one or more members of the Board of Directors and one or more external members at the discretion of the Board of Directors. In the process of exercising the delegated powers, the committees must comply with the regulations set forth by the Board of Directors. Except for the composition of the Audit Committee as provided for in Article 33 of this Charter, these regulations may govern or allow for the admission of persons who are not members of the Board of Directors to the aforementioned committees and allow such persons to vote as members of the committee but (a) must ensure the number of members of the other than less than half of the total number of members of the committee and (b) the resolution of the committee shall take effect only when a majority of the members present and voted for approval at the committee meeting are members of the Board of Directors.

2. The implementation of decisions of the Board of Directors, or of committees affiliated to the Board of Directors, or of persons with membership of the Board of Directors must comply with current provisions of law and the provisions of the Company's Charter and Internal Regulations on corporate governance.

Article 32. Candidacy and nomination of members of the Audit Committee

1. The Chairman of the Audit Committee and other members of the Audit Committee shall be nominated by the Board of Directors and are not managers of the Company.
2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.

Article 33. Composition of the Audit Committee

1. The Audit Committee has 02 or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-managerial members of the Board of Directors.
2. Members of the Audit Committee must have knowledge of accounting and auditing, have a general understanding of the law and the Company's operation and do not fall into the following cases:
   a. Worked in the accounting and finance department of the Company for 03 consecutive years;
   b. Being a member or employee of an auditing organization approved to audit the company's financial statements in the previous 03 consecutive years.
3. The Chairperson of the Audit Committee must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law and business administration.

Article 34. Rights and obligations of the Audit Committee

The Audit Committee has the rights and obligations specified in Article 161 of the Law on Enterprises, the company's charter and the following rights and obligations:

1. To have the right to access documents related to the Company's operation, communicate with other members of the Board of Directors, the General Director, the Chief Accountant and other managers to collect information for the operation of the Audit Committee.
2. Have the right to request representatives of approved audit organizations to attend and answer issues related to audited financial statements at meetings of the Audit Committee.
3. Use legal consultancy, accounting or other external consultancy services when necessary.

4. To formulate and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.
5. Make a written report and send it to the Board of Directors when detecting that members of the Board of Directors, the General Director and other managers fail to fully perform their responsibilities as prescribed in the Law on Enterprises and the company's charter.
6. To formulate the Regulation on operation of the Audit Committee and submit it to the Board of Directors for approval.

Article 35. Audit Committee Meetings

1. The Audit Committee must meet at least 02 times in a year. The minutes of the meeting must be made in detail, clearly and must be kept in full. The recordkeeper and members of the Audit Committee attending the meeting must sign the minutes of the meeting.
2. The Audit Committee shall approve the decision by voting at the meeting, collecting opinions in writing or other forms prescribed by the Audit Committee's Operation Regulations. Each member of the Audit Committee has one vote. Unless the Audit Committee's Operation Regulation stipulates a higher ratio, the Audit Committee's decision 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 Audit Committee.

Article 36. Report on the activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders

1. Independent members of the Board of Directors of the Audit Committee shall report on activities at the annual General Meeting of Shareholders.
2. The report on activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:
    a. Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and the company's charter;
    b. Summarizing the meetings of the Audit Committee and the conclusions and recommendations of the Audit Committee;
    c. Supervision results of financial statements, operations, and financial situation of the Company;

d. A report on the evaluation of transactions between the Company, its subsidiaries and other companies in which the Company controls more than 50% or more of the charter capital and members of the Board of Directors, General Director, other managers of the enterprise and related persons of such subjects; transactions between companies and companies in which members of the Board of Directors, General Director, and other managers of the enterprise are founding members or managers of the enterprise in the last 03 years before the time of transaction;

e. Results of the assessment of the Company's internal control and risk management system;

f. Supervision results for the Board of Directors, the General Director and other managers of the enterprise;

g. Results of the assessment of the coordination of activities between the Audit Committee and the Board of Directors, the General Director and shareholders;

Article 37: Persons in charge of corporate governance

1. The Board of Directors shall appoint at least one (01) person as the person in charge of corporate governance to support the effective conduct of the company's 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.
2. The person in charge of corporate governance must meet the following standards:
   a. Have an understanding of the law;
   b. Not to concurrently work for an independent auditing firm that is auditing the Company's financial statements;
   c. Other criteria as prescribed by law, this Charter and decisions of the Board of Directors.
3. The Board of Directors may dismiss the person in charge of the Company's administration when necessary, but it is not contrary to the current labor laws.
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. Preparing meetings of the Board of Directors and the General Meeting of Shareholders at the request of the Board of Directors;

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. To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors;

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.

CHAPTER VIII.
GENERAL DIRECTOR AND OTHER MANAGERS

Article 38. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The Company has one (01) General Director, Deputy General Directors, one (01) Chief Accountant and other managerial positions appointed by the Board of Directors. The General Director and Deputy General Directors may be members of the Board of Directors at the same time. The appointment, dismissal and removal of the above-mentioned positions must be approved by a resolution of the Board of Directors.

Article 39. Business Manager

1. At the request of the General Director and the approval of the Board of Directors, the Company may recruit managers of other enterprises with the number and standards in accordance with the Company's management structure and regulations prescribed by the Board of Directors. Business managers must have a diligent responsibility to support the Company in achieving the set goals in its operations and organization.

2. Remuneration, salary, benefits and other terms of the labor contract for the General Director shall be decided by the Board of Directors. Contracts with other managers shall be decided by the Board of Directors after consultation with the General Director.

3. The salary of the enterprise manager shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 40. Appointment, dismissal, duties and rights of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or another person as the General Director; sign a contract that stipulates remuneration, salary and other benefits.
2. 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 appointment may expire based on the provisions of the labor contract. The General Director is not a person who is prohibited by law from holding this position and must meet the standards and conditions prescribed by law and the Company's Charter.
3. The General Director has the following rights and obligations:
    a. Implementing the resolutions of the Board of Directors and the General Meeting of Shareholders, the Company's business plan and investment plan approved by the Board of Directors and the General Meeting of Shareholders;
    b. Decide on matters relating to the day-to-day business of the Company without the need for a decision of the Board of Directors, including entering into financial and commercial contracts on behalf of the Company, organizing and operating the Company's day-to-day business in accordance with best management practices;
    c. Propose to the Board of Directors the organizational structure plan and internal management regulations of the Company;
    d. Propose measures to improve the operation and management of the Company;
    e. To propose the number and managers of enterprises that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations and to propose remuneration, salaries and other benefits for managers of enterprises for the Board of Directors to decide;
    f. Appointment, dismissal and removal of managerial positions in the Company, except for positions under the jurisdiction of the Board of Directors and the General Meeting of Shareholders;
    g. In the fourth quarter of each year, submit to the Board of Directors for consideration the detailed business plan for the next fiscal year on the basis

of meeting the requirements of the appropriate budget as well as the annual (05) year financial plan;

h. Prepare long-term, annual and quarterly estimates of the Company (hereinafter referred to as estimates) in service of the Company's long-term, annual and quarterly management activities according to the business plan. The annual estimate (including the balance sheet, the report on business results and the report on expected cash flows) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's internal regulations;

i. Proposing a plan to pay dividends or handle losses in business;

j. Recruiting employees, deciding on salaries and other benefits for employees in the Company, including enterprise managers under the appointing authority of the General Director;

k. Other rights and obligations as prescribed by law, this Charter, the Company's internal regulations, resolutions of the Board of Directors, and labor contracts signed with the Company.

4. The General Director shall be responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned tasks and powers and must report to these levels when requested.

5. The Board of Directors may dismiss the General Director when the majority of members of the Board of Directors have the right to vote to approve and appoint a new General Director to replace him. In case the General Director is also a member of the Board of Directors, the General Director shall not have the right to vote as prescribed in this Clause.

CHAPTER IX.
RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTORS AND OTHER MANAGERS

Article 41. Responsibility for Caution

Members of the Board of Directors, General Director and other managers are responsible for performing their duties, including those as members of committees of the Board of Directors, in an honest and prudent manner in the best interests of the Company.

Article 42. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, the General Director and other managers must publicize relevant interests in accordance with the provisions of Article 164 of the Law on Enterprises and other relevant laws.

2. Members of the Board of Directors, General Directors and other managers are not permitted 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.
3. Members of the Board of Directors, the General Director and other managers are obliged to notify in writing to the Board of Directors 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 entity or related persons of such entity as prescribed of the 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.
4. Without contradiction with the provisions of Clause 5 of this Article, unless otherwise decided by the General Meeting of Shareholders, the Company is not allowed to grant loans or guarantees to members of the Board of Directors, General Directors, other managers and individuals and organizations related to the above-mentioned members except for the case of the Company and related organizations to these members are companies in the same group or companies operating in groups of companies, including parent companies - subsidiaries, economic groups and unless otherwise provided for by specialized laws.
5. 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.
6. Members of the Board of Directors, General Director, other managers and organizations and individuals related to the above-mentioned members are not allowed to use information that has not been disclosed by the Company or disclosed to others to carry out related transactions.
7. Transactions between the Company and one or more members of the Board of Directors, General Directors, other managers and individuals and organizations related to these subjects shall not be invalidated in the following cases:
    a. For transactions with a value of less than or equal to 35% of the total value of assets recorded in the latest consolidated financial statements, the important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors, the General Director, other managers who 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; In this case, the representative of the Company signing the contract must notify the members

of the Board of Directors of the objects 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 15 days from the date of receipt of the notice; members with related interests do not have voting rights;

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

   In this case, the representative of the Company signing the contract must notify the Board of Directors of the objects related to such contract or transaction; and at the same time enclose the draft contract or notify 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 more than **50%** of the total remaining votes approves;

c. If a contract or transaction is invalidated and handled in accordance with the provisions of law when it is signed or performed without being approved under the provisions of Points b and c of this Clause, causing damage to the Company, the contracting signatory, shareholders, members of the Board of Directors or the General Director concerned must jointly compensate for the damage incurred. to refund to the Company the profits obtained from the performance of such contracts and transactions.

d. The contract or transaction is deemed to be fair and reasonable in all respects relating to the shareholders of the company at the time the transaction or transaction is authorized by the Board of Directors or a committee of the Board of Directors or shareholders, approval or ratification.

8. The General Director must not be a related person of the enterprise manager, the representative of the state ownership interests, the representative of the enterprise's capital interests at the company and the parent company as prescribed at Point d, Clause 46, Article 4 of the Law on Securities.

Article 43. Liability for Damage and Compensation

1. Members of the Board of Directors, the General Director and other managers who violate their obligations and responsibilities honestly and prudently, fail to fulfill their obligations with diligence and professional capacity shall be responsible for the damages caused by their acts of violation.
2. The Company shall indemnify persons who have been, are or may become a stakeholder in complaints, lawsuits, and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, The General Director, other manager, employee or representative authorized by the Company or such person has or is acting at the request of the Company as a member of the Board of Directors, business manager, employee or authorized representative of the Company provided that such person has acted in good faith, be prudent, diligent for the benefit of or not conflict with the interests of the Company, on the basis of compliance with the law and without evidence that the person has breached his or her responsibilities.
3. When performing functions, duties or performing tasks authorized by the Company, members of the Board of Directors, other managers, employees or authorized representatives of the Company shall be compensated by the Company for becoming a party to complaints, lawsuits and prosecutions (except for lawsuits in which the Company is the plaintiff) in the following cases:
    a. Have acted honestly, carefully, diligently for the benefit of the Company and do not contradict the interests of the Company;
    b. Complying with the law and having no evidence of failure to fulfill its responsibilities.
4. Indemnification costs include costs incurred (including attorneys' fees), judgment costs, fines, payables incurred in reality or deemed reasonable when resolving these cases within the framework permitted by law. The company may purchase insurance for these people to avoid the above liabilities.

CHAPTER X.
RIGHT TO INVESTIGATE COMPANY BOOKS AND RECORDS

Article 44. Right to investigate books and records

1. Ordinary shareholders have the right to send a written request for the right to consider, look up and extract information about their names and contact addresses in the list of voting shareholders, the minutes of the General Meeting of Shareholders and make copies or extracts of these documents during working hours and at the head office of the Company. The request for inspection by the

authorized representative of the shareholder must be accompanied by a power of attorney of the shareholder that he or she represents or a notarized copy of this power of attorney.

2. Members of the Board of Directors, the General Director and other managers shall 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 must keep this Charter and any amendments to the Charter, the Certificate of Enterprise Registration, regulations, documents proving the ownership of assets, the resolution of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, the minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, annual financial statements, accounting books and other important documents as prescribed by law at the head office.

4. The Company's Charter must be published on the Company's website.

CHAPTER XI.
EMPLOYEES AND TRADE UNIONS

Article 45. Employees and trade unions

1. In case of necessity, the General Director shall make a plan for the Board of Directors to approve matters related to the recruitment, dismissal of employees, salaries, social insurance, benefits, rewards and discipline of employees and managers of enterprises.

2. In case of necessity, the General Director shall make a plan for the Board of Directors to approve matters related to the Company's relations with trade union organizations in accordance with the standards, best management practices and policies, practices and policies specified in this Charter. the Company's regulations and applicable laws.

CHAPTER XII.
PROFIT DISTRIBUTION

Article 46. 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 Board of Directors may decide on the interim dividend advance if it considers that this advance is suitable to the Company's profitability;

3. The Company does not pay interest on dividend payments or payments related to a type of stock.
4. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of all or part of dividends in cash, shares of the Company or other assets in accordance with the provisions of law and the Board of Directors is the agency that implements this decision.
5. 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 can be conducted through a securities company or the Vietnam Securities Depository.
6. Subject to the approval of the General Meeting of Shareholders, the Board of Directors may decide and announce that holders of ordinary shares are entitled to receive dividends in ordinary shares in lieu of cash dividends. These additional shares to pay dividends are credited as those for which the purchase price has been paid in full on the basis that the value of the dividend-paying shares must be equal to the cash amount paid for the dividend.
7. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors passed a resolution to determine a specific date to finalize the list of shareholders. Based on that date, those who register as shareholders or owners of other securities are entitled to receive dividends, interest, profit distributions, receive shares, receive notices or other documents. This closing date may be on the same day or at the time before such benefits are exercised. This does not affect the interests of the two parties in the transfer of shares or related securities.
8. Other matters related to the distribution of profits shall be carried out in accordance with the provisions of law.

CHAPTER XIII.
BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank Account

1. The company opens accounts at Vietnamese banks or at foreign banks 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 48. Fiscal Year

The Company's financial year starts from the first day of January every year and ends on the 31st day of December of the same year. The first fiscal year commences from the date of issuance of the Enterprise Registration Certificate and ends on the 31st day of December of the same year immediately following the date of issuance of such Enterprise Registration Certificate.

Article 49. Accounting regime

1. The accounting regime used by the Company is the Vietnam Accounting Standards System (VAS), the corporate accounting regime or other specific accounting regimes approved by the competent authority.
2. The company prepares accounting books in Vietnamese and keeps accounting records in accordance with the law on accounting and relevant laws. These records must be accurate, up-to-date, systematic and must be sufficient to substantiate and explain the Company's transactions.
3. The company uses the accounting currency of Vietnam dong. 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.

CHAPTER XIV.
ANNUAL REPORTS, FINANCIAL STATEMENTS AND DISCLOSURE RESPONSIBILITIES

Article 50. Five, six-month, and quarterly financial statements

1. The company must prepare annual financial statements and annual financial statements must be audited in accordance with the provisions of law. The company announces the audited annual financial statements in accordance with the law on information disclosure on the securities market and submits them to the competent state agency.
2. The annual financial statement must include a report on the results of business activities reflecting honestly and objectively the situation of the Company's profit/loss in the fiscal year, the financial statement reflecting honestly and

objectively the Company's operation up to the time of making the report, cash flow statements and explanations to financial statements.

3. The company must prepare and publish the reviewed six-month financial statements and quarterly financial statements in accordance with the regulations of the State Securities Commission and the Stock Exchange and submit them to the relevant tax authorities and business registration agencies in accordance with the provisions of the Enterprise Law.
4. Audited annual financial statements (including auditors' opinions), reviewed six-month financial statements and quarterly financial statements must be published on the Company's website.
5. Interested organizations and individuals are entitled to inspect or make copies of audited annual financial statements, six-month and quarterly reports during the Company's working hours, at the Company's head office and must pay a reasonable fee for copying.

Article 51. Annual Report

The company must prepare and publish an annual report in accordance with the provisions of the law on securities and securities market.

CHAPTER XV.
CORPORATE AUDIT

Article 52. Audit

1. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or adopt a list of independent auditing firms and authorize the Board of Directors to decide to select one of these entities to audit the Company's financial statements for the next fiscal year. The company must prepare and submit its annual financial statements to an independent auditing firm after the end of the financial year.
2. An independent auditing firm shall inspect, certify, prepare an audit report and submit such report to the Board of Directors.
3. A copy of the audit report is attached to the Company's annual financial statements.
4. Independent auditors who perform the audit of the Company are allowed to attend meetings of the General Meeting of Shareholders and are 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 report the Company's finances.

CHAPTER XVI.
SEALS

Article 53. Seal

1. A seal includes a seal made at a seal engraving establishment or a seal in the form of a digital signature in accordance with the law on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form and content of seals of the Company, its branches and representative offices (if any).
3. The Board of Directors and the General Director shall use and manage seals in accordance with current law.

CHAPTER XVII.
TERMINATION AND LIQUIDATION

Article 54. Termination of Operation

1. The company may be dissolved or terminated in the following cases:
    a. Dissolve ahead of time according to the decision of the General Meeting of Shareholders;
    b. The Court declares the Company bankrupt in accordance with the current law;
    c. The Enterprise Registration Certificate is revoked, unless otherwise provided for by the Law on Tax Administration;
    d. Other cases as prescribed by law.
2. The dissolution of the Company shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 55. Liquidation

1. After the decision to dissolve the Company is issued, the Board of Directors must establish a Liquidation Board consisting of three (03) members, of which two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing firm. The liquidation board prepares its operating regulations. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All liquidation-related expenses are preferentially paid by the Company before the Company's other liabilities.
2. 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.

3. The proceeds from the liquidation shall be paid in the following order:
   a. Liquidation expenses;
   b. Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreement and labor contract;
   c. Tax debts;
   d. Other liabilities of the Company;
   e. The remainder after all debts from paragraphs (a) to (d) above have been paid shall be divided among the shareholders. Preference shares shall be prioritized for prepayment in accordance with the provisions of law.

CHAPTER XVIII.
INTERNAL DISPUTE RESOLUTION

Article 56. Internal Dispute Resolution

1. In case of disputes and complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, other legal provisions, the Company's Charter and other regulations of the Company, occurring between:
   a. Shareholders with the Company;
   b. Shareholders with the Board of Directors, General Director or other business managers;

   The parties involved 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 ninety (90) 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 the Internal Audit Board to appoint an independent expert as a mediator for the dispute resolution process.
2. In case the conciliation decision is not reached within six (06) weeks from the start of the conciliation process or if the decision of the mediator is not accepted by the parties, a party may bring the dispute to arbitration or a competent People's Court.
3. The parties bear their own costs related to the negotiation and mediation procedures. The payment of the Court's costs shall be made in accordance with the Court's judgment.

CHAPTER XIX.
RELATIONSHIP BETWEEN PARENT COMPANY AND SUBSIDIARY

Article 57. Relationship between parent company and subsidiary

1. The parent company and its subsidiaries have their own charters of organization and operation, approved in accordance with the order and procedures of relevant laws, operate independently and take responsibility before the law and their shareholders/owners;
2. The parent company will support the subsidiary by identifying and giving a general development orientation on the basis of promoting the strengths of the subsidiary. Cooperation, trade support and investment activities between parent companies and subsidiaries are determined on the basis of commercial conditions for the best interests and in accordance with the provisions of law.
3. The parent company authorizes the authorized capital representative of the parent company to directly manage the capital contributions of the parent company at the subsidiary company on behalf of the parent company within the scope of the subsidiary's charter and the law permits.
4. The rights and obligations of the authorized representative of the parent company at the subsidiary are determined in accordance with the provisions of law and the statutes and regulations promulgated by the parent company from time to time. The authorized representative of the parent company is responsible for complying with these statutes and regulations, the subsidiary's charter and relevant legal provisions.
5. The parent company will not directly decide or directly participate in the management of the subsidiary. This regulation does not exclude the right of the authorized representative of the parent company to perform management and executive roles at the subsidiary.
6. The parent company exercises the rights of shareholders at the subsidiary through its representative who is a member of the Board of Directors/ Board of Management or through the exercise of the voting rights of shareholders at the General Meeting of Shareholders of the subsidiary.
7. The parent company shall appoint inspection delegations and participate in delegations to inspect the management and use of the parent company's contributed capital at the subsidiary. The scope of inspection includes: inspection of the management and use of contributed capital of the parent company at the subsidiary; inspect the implementation and implementation of the parent company's directions on issues that the representative has reported/consulted; inspect the performance of other tasks and obligations of the representative under the charter of the parent company, the charter of the subsidiary, the internal

regulations of the parent company on management of the capital representative; inspect all aspects of business activities if deemed necessary or according to the approval/agreement between the parent company and the subsidiary, on the basis of conformity with current laws. In addition, the parent company exercises the right to request/request the Internal Audit Board at the subsidiary to examine each specific issue related to the management and administration of the subsidiary's activities as a shareholder with a dominant share. Inspection activities are conducted periodically after the audit report is issued or conducted irregularly or irregularly when necessary. The capital representative shall coordinate and create the most favorable conditions for the parent company to conduct and carry out inspection activities as prescribed in this Clause.

8. The parent company and its subsidiaries shall have other rights and obligations as prescribed in this Charter, the charter of the parent company and relevant provisions of the Law on Enterprises, the Law on Investment and other relevant provisions of law.

CHAPTER XX.
SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 58. Company Charter

1. The amendment and supplementation 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 or there are provisions of this Charter that are contrary to the provisions of the relevant current laws, the provisions of law shall be such laws shall naturally apply and govern the operation of the Company.

CHAPTER XXI.
EFFECTIVE DATE

Article 59. Effective Date

1. This Charter consists of 21 Chapter 59 Articles unanimously approved by the General Meeting of Shareholders of South Logistics Joint Stock Company on April 23, 2026 in Ho Chi Minh City and jointly approves the full validity of this Charter.
2. The Charter is made in 10 copies, of equal validity.
3. This Charter is unique and official of the Company.

4. Copies or extracts of the Company's Charter are valid when signed by the Company's legal representative or authorized by the legal representative.

Full name and signature of the legal representative./.

SOUTH LOGISTICS JOINT STOCK COMPANY
LEGAL REPRESENTATIVE

S.Đ.K.K.D: 0300645369-C.T.C.P
CÔNG TY CỔ PHẦN KHO VẬN MIỀN NAM
QUẬN 4 TP. HỒ CHÍ MINH

DANG VU THANH

CÔNG TY CỔ PHẦN KHO VẬN MIỀN NAM

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