

No.: ~~447~~/CBTT-SHP-TCKT

Lam Dong, day 15 month 05 year 2026

EXTRAORDINARY INFORMATION DISCLOSURE

**To: - The State Securities Commission;
- The Ho Chi Minh Stock Exchange.**

1. Name of organization: Southern Hydropower Joint Stock Company

- Stock code: SHP
- Address: 51A Nguyen Van Troi Street, Ward 2 Bao Loc, Lam Dong Province.
- Tel: 026 3371.1171
- Contact phone: 028 3820.7795 Fax: 028 3820.7794
- E-mail: thuydienmiennam@shp.vn

2. Contents of disclosure: The Board of Directors' decision on the promulgation of the Charter of Organization and Operation of Southern Hydropower Joint Stock Company combines the content of the Charter issued with Decision No. 69/QD-SHP-HDQT dated October 8, 2025, of the Board of Directors and the amendments according to Resolution No. 34/NQ-SHP-DHĐCĐ dated April 23, 2026, of the General Meeting of Shareholders.

3. This information was published on the company's website on 15/05/2026, as in the link www.shp.vn

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

Sincerely.

Attached documents:

Decision No. 37/QD-SHP-
HDQT dated May 15, 2026 and
the Company Charter.

**AUTHORIZED PERSON FOR INFORMATION
DISCLOSURE
CHIEF ACCOUNTANT**



NGUYEN THANH TU ANH

**CÔNG TY
CỔ PHẦN
THỦY
ĐIỆN
MIỀN NAM**

Digitally signed by CÔNG TY CỔ
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**SOUTHERN HYDROPOWER
JOINT STOCK COMPANY**

No.: 37 /QD-SHP-HDQT

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

Lam Dong, date 15 month 5 year 2026

RESOLUTION

On the issuance of the Charter on the organization and operations of Southern Hydropower Joint Stock Company, consolidated with the content of the Charter issued in conjunction with Decision No. 69/QD-SHP-HDQT dated October 8, 2025 of the Board of Directors and the amendments according to Resolution No. 34/NQ-SHP-DHDCD dated April 23, 2026 of the General Meeting of Shareholders)

**BOARD OF DIRECTORS
SOUTHERN HYDROPOWER JOINT STOCK COMPANY**

Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019, and the guiding documents;

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and the guiding documents;

Pursuant to the Enterprise Registration Certificate No. 0303416670 issued by the Business Registration Office – Department of Finance of Lam Dong Province, amended for the 16th time on 12/05/2026;

Pursuant to Resolution No. 34/NQ-SHP-DHDCD dated April 23, 2026 of the General Meeting of Shareholders on the approval of the amendments and authorization for the Board of Directors to implement the contents approved in the Resolution,

RESOLVES:

Article 1. Issuance in conjunction with this Resolution the "Charter on the Organization and Operations of Southern Hydropower Joint Stock Company" consolidated with the content of the Charter issued in conjunction with Decision No. 69/QD-SHP-HDQT dated October 8, 2025 of the Board of Directors and the amendments according to Resolution No. 34/NQ-SHP-DHDCD dated April 23, 2026 of the General Meeting of Shareholders.

Article 2. The Board of Directors, Supervisory Board, Board of Management of Southern Hydropower Joint Stock Company, and relevant individuals and units shall implement this Resolution./.

Recipients:

- As per Article 2;
- Departments: Administration & General Affairs, Planning & Engineering, Finance & Accounting, Operations, Maintenance;
- Authorized Representative for Information Disclosure;
- Post on the Company's electronic information page;
- Archived: Files, Secretariat.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**



Trac Thanh Dien

SOUTHERN HYDROPOWER JOINT STOCK COMPANY

51A Nguyen Van Troi, Ward 2 Bao Loc, Lam Dong Province, Vietnam

Tel: 84 2633711171

Website: www.shp.vn



CÔNG TY CP THỦY ĐIỆN MIỀN NAM
TÀI LIỆU ĐANG CÓ HIỆU LỰC
Ngày 25...tháng 11...năm 2021...

**CHARTER OF ORGANIZATION AND OPERATIONS
SOUTHERN HYDROPOWER JOINT STOCK COMPANY**

Document Code: SHP.2021.HDQT.DL

	Full name	Title	Signature
Prepared by	Le Thanh Hai	Person in Charge of Corporate Governance and Company Secretary	
Reviewed by	Vo Van Trai	General Director	
Approved by	Trac Thanh Dien	Chairman of the Board of Directors	
Issue No.: 06		Issue Date: 15 / 5 /2026	Effective Date: 25/11/2021



Year 2026

DOCUMENT DISTRIBUTION SECTION

No.	Name of Recipient Unit	Number of Distributed Copies
1	Board of Directors	07
2	Supervisory Board	03
3	Board of Management	03
4	Person in Charge of Corporate Governance/Company Secretary	01
5	Company Advisor	01
6	General Affairs Department	01
7	Technical Planning Department	01
8	Finance and Accounting Department	01
9	Operations Department	01
10	Maintenance Department	01
11	ISO Committee	01
12	Company Administration Office	01

REVISION HISTORY

No.	Revision No.	Revision Date	Revised Section	Summary of Revisions
1	01	23 March, 2022	Page 5/49 (Clause 1, Article 6)	Change (increase) in charter capital, number of shares (based on the result of issuing 8% shares to pay dividends for 2020): - Content before amendment: + Charter capital of SHP: VND 937,102,000,000. + Total number of shares of SHP: 93,710,200 shares with a par value of VND 10,000 per share.

No.	Revision No.	Revision Date	Revised Section	Summary of Revisions
				- Content after revision: + <i>Charter capital of SHP: VND 1,012,063,520,000.</i> + <i>Total number of shares of SHP: 101,206,352 shares with a par value of VND 10,000 per share.</i>
2	02	15 June, 2022	Page 2/49 (Point h, Clause 1, Article 1) and page 34/49 (Article 32)	Change in content related to “Enterprise Managers”, including: Chairman of the Board of Directors, Members of the Board of Directors, General Director, Deputy General Director, and Chief Accountant.
3	03	25 April, 2024	Page 4/49 (Article 3)	Change in the title of the Legal Representative from Chairman of the Board of Directors to General Director .
4	03	25 April, 2024	Page 21/49 (Clause 1, Article 20)	- Content before revision: <i>1. A resolution on the following content shall be passed if it is approved by shareholders representing at least 65% of the total voting rights of all shareholders attending the meeting, except as provided in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:</i> - Content after revision: <i>1. A resolution on the following content shall be passed if it is approved by shareholders representing at least 65% of the total voting rights of all shareholders present and voting at the meeting, except as provided in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:</i>

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No.	Revision No.	Revision Date	Revised Section	Summary of Revisions
5	03	25 April, 2024	Page 21/49 (Clause 2, Article 20)	- Content before revision: 2. <i>Resolutions shall be passed when approved by shareholders holding more than 50% of the total voting rights of all shareholders attending the meeting, except as provided in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.</i> - Content after revision: 2. <i>Resolutions shall be passed when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting at the meeting except as provided in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.</i>
6	03	25 April, 2024	Page 27/49 (Clause 1, Article 25)	Increase the number of members of the Board of Directors from 5 persons to 7 persons .
7	03	25 April, 2024	Page 27/49 (Clause 3, Article 25)	Increase the structure of independent members of the Board of Directors to ensure compliance with the requirement of having at least 1 independent member to having at least 2 independent members .
8	03	25 April, 2024	Page 28/49 (Point h, Clause 2, Article 26)	- Content before revision: <i>h) Approval of contracts for purchase, sale, borrowing, lending, and other transactions with a value of 35% or more of the total asset value recorded in the most recent financial</i>

No.	Revision No.	Revision Date	Revised Section	Summary of Revisions
				<i>statements of SHP and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;</i> - Content after revision: <i>h) Approval of contracts for purchase, sale, borrowing, lending, and other transactions with a value of 35% or more of the total asset value recorded in the most recent financial statements of SHP except in cases where contracts and transactions fall under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;</i>
9	04	24 April, 2025	Page 3/49 (Points a, b, c, Clause 3, Article 2)	- Content before revision: 3. Registered office of SHP: a) Head office address: P106, 1st Floor, Citilight Building, 45 Vo Thi Sau Street, Da Kao Ward, District 1, Ho Chi Minh City. b) Telephone: + (84 028) 3820 7795 c) Fax: + (84 028) 3820 7794 - Content after revision: 3. Registered office of SHP: a) Head office address: 51A Nguyen Van Troi Street, Ward

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No.	Revision No.	Revision Date	Revised Section	Summary of Revisions
				2 Bao Loc, Lam Dong Province, Vietnam. b) Telephone: + 84 2633711171 c) Fax:
10	05	23 April, 2026	Page 4/49 (Article 3)	Change the title of the Legal Representative from General Director to Chairman of the Board of Directors

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**CHARTER OF
ORGANIZATION AND OPERATIONS
SOUTHERN HYDROPOWER JOINT STOCK COMPANY**

*(Issued together with Decision No. 37/QD-SHP-HDQT dated 15 May, 2026
of the Board of Directors and consolidated with the content of the Charter
issued together with Decision No. 69/QD-SHP-HDQT dated 8 October, 2025 of
the Board of Directors and the amended content according to Resolution No.
34/NQ-SHP-DHDCD dated 23 April, 2026 of the General Meeting of
Shareholders)*

INTRODUCTION

This Charter of Southern Hydropower Joint Stock Company (hereinafter referred to as "SHP") serves as the legal basis for all activities of SHP, a joint stock company established and operating under the Law on Enterprises and a publicly listed company.

The Charter, resolutions of the General Meeting of Shareholders, decisions of the Board of Directors, and other decisions issued by SHP, if duly approved in accordance with applicable laws, shall be binding rules and regulations for conducting SHP's production and business operations.

This Charter was approved by the General Meeting of Shareholders on 25 November, 2021.

This Charter replaces:

- The Charter approved by the founding shareholders on 29 May, 2004;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 24 March, 2006;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 12 April, 2007;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 28 May, 2010;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 28 June, 2013;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 28 March, 2014;
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 28 April, 2016.
- The amended and supplemented Charter approved by the General Meeting of Shareholders at the annual meeting on 10 May, 2018.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

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

- a) *Charter Capital* is the total par value of shares sold by SHP as stipulated in Article 6 of this Charter;
- b) *Voting Capital* is the share capital whereby the holder has the right to vote on matters within the authority of the General Meeting of Shareholders;
- c) *Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June, 2020;
- d) *Law on Securities* is the Law on Securities No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on 26 November, 2019;
- d) *Vietnam* is the Socialist Republic of Vietnam;
- e) *Establishment Date* is 13 July, 2004 (the date SHP was first issued the Enterprise Registration Certificate (Business Registration Certificate));
- g) *SHP Executives* are the General Director, Deputy General Directors, Chief Accountant, and Branch Directors of SHP;
- h) *Corporate Managers* are the managers of SHP, including the Chairperson of the Board of Directors, members of the Board of Directors, General Director, Deputy General Directors, and Chief Accountant;
- i) *Related Persons* are individuals or organizations as defined in Clause 46, Article 4 of the Law on Securities;
- k) *Shareholder* is an individual or organization owning at least one share of SHP;
- l) *Major Shareholder* is a shareholder as defined in Clause 18, Article 4 of the Law on Securities;
- m) *Operational Term* is the duration of SHP's operations as stipulated in Article 2 of this Charter and any extension thereof (if any) approved by the General Meeting of Shareholders of SHP;
- n) *Stock Exchange* is the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more provisions or other documents include any amendments, supplements, or replacement documents.
3. The headings (Sections, Articles of this Charter) are used for convenience of understanding and do not affect the content of this Charter.

**II. NAME, LEGAL FORM, HEAD OFFICE, BRANCHES,
REPRESENTATIVE OFFICES, BUSINESS LOCATIONS,
OPERATIONAL TERM, AND LEGAL REPRESENTATIVE**

Article 2. Name, legal form, head office, branches, representative offices, business locations, and operational term

1. Name of the Company

a) Vietnamese name of the Company:

CÔNG TY CỔ PHẦN THỦY ĐIỆN MIỀN NAM

b) Foreign name of the Company:

SOUTHERN HYDROPOWER JOINT STOCK COMPANY

c) Abbreviated name of the Company: SHP

2. SHP is a joint stock company with legal entity status in accordance with the applicable law of Vietnam.

3. Registered office of SHP:

a) Address of the head office: 51A Nguyen Van Troi, Ward 2 Bao Loc, Lam Dong Province, Vietnam

b) Telephone: +84 2633711171

c) Fax:

d) E-mail: thuydienmiennam@shp.vn

đ) Website: www.shp.vn, www.shp.com.vn, www.thuydienmiennam.vn

4. SHP may establish branches and representative offices in business locations to achieve SHP's operational objectives in accordance with the resolutions of the Board of Directors and within the scope permitted by law.

5. Unless terminated prematurely as stipulated in Clause 2, Article 53, or extended as provided in Article 54 of this Charter, the duration of SHP's operations is indefinite from the date of establishment.

Article 3. Legal Representative of SHP

SHP has one (01) legal representative, who is the Chairperson of the Board of Directors.

The rights and obligations of the legal representative are stipulated in Articles 12 and 13 of the Law on Enterprises.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS

Article 4. Operational Objectives of SHP

1. The business sectors of SHP include:

- a) Repair of electronic and optical equipment;
- b) Quarrying of stone, sand, gravel, clay;
- c) Wholesale of machinery, electrical equipment, and electrical materials; wholesale of machinery, equipment, and mechanical spare parts;
- d) Vocational training;
- e) Repair of machinery and equipment;
- f) Repair of electrical equipment;
- g) Installation of industrial machinery and equipment;
- h) Installation of electrical systems;
- i) Installation of water supply and drainage systems, heating and air conditioning systems;
- k) Project management, supervision of construction of hydropower projects in the field of technology equipment installation (mechanical part). Supervision of construction of irrigation works, in the field of construction and completion of civil-industrial works. Supervision of installation of electrical equipment. Supervision of construction and completion of transportation works (bridges, roads). Supervision of construction and completion of irrigation-hydropower works;
- l) Investment in the construction of power plants, production, purchase, and sale of electricity. Repair, maintenance, and testing of power plants and power grids;
- m) Inspection of electrical equipment and tools.

2. Operational objectives of SHP:

Efficient use of capital in the development of production and business in the electricity sector and other fields, contributing to economic development, achieving business efficiency, and increasing returns for shareholders.

Article 5. Scope of Business and Operations of SHP

SHP is permitted to conduct business operations in the sectors specified in this Charter, which have been registered, notified of changes in registration content with the business registration authority, and announced on the National Business Registration Portal. In the case of SHP engaging in conditional investment business sectors, SHP must meet the business conditions as stipulated by the Law on Investment and relevant specialized laws.

IV. CHARTER CAPITAL, SHARES

Article 6. Charter Capital, Shares

1. The charter capital of SHP is **VND 1,012,063,520,000** (One trillion twelve billion sixty-three million five hundred twenty thousand Vietnamese Dong)

The total charter capital of SHP is divided into 101,206,352 shares. **The par value is VND 10,000 per share.**

2. SHP may alter its charter capital upon approval by the General Meeting of Shareholders and in accordance with provisions of law.

3. The shares of SHP as of the date of adoption of this Charter include common shares. The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of this Charter.

4. SHP may issue other types of preferred shares upon approval by the General Meeting of Shareholders and in accordance with provisions of law.

5. Common shares must be offered to existing shareholders on a priority basis in proportion to their ownership of common shares in SHP, unless otherwise decided by the General Meeting of Shareholders. Shares not fully subscribed by shareholders shall be decided by the Board of Directors of SHP. The Board of Directors may allocate such shares to shareholders and others under conditions no more favorable than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders.

6. SHP may repurchase shares issued by SHP in the manner prescribed in this Charter and applicable law.

7. SHP may issue other types of securities in accordance with provisions of law.

Article 7. Share Certificates

1. Shareholders of SHP shall be issued share certificates corresponding to the number and type of shares owned.

2. Shares of SHP are securities that confirm the legal rights and interests of the holder in a portion of SHP's share capital. Shares must contain all the contents as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submission of a complete dossier requesting the transfer of share ownership as prescribed by SHP, or within 30 days from the date of full payment for the purchase of shares as stipulated in SHP's share issuance plan (or another period as specified in the issuance terms), the holder of the shares shall be issued a share certificate. The shareholder shall not be required to pay SHP for the cost of printing the share certificate.

4. In the event that a share certificate is lost, damaged, or destroyed in another form, the shareholder shall be reissued a share certificate by SHP upon the shareholder's request. The shareholder's request must include the following contents:

a) Information about the share certificate that was lost, damaged, or destroyed in another form;

b) A commitment to bear responsibility for any disputes arising from the issuance of a new share certificate.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates of SHP issued shall bear the signature of the legal representative and the seal of SHP.

Article 9. Transfer of Shares

1. All shares are freely transferable unless otherwise provided by law. Listed shares, registered for trading on the Stock Exchange, shall be transferred in accordance with the laws on securities and the securities market.

2. Shares that have not been fully paid for shall not be transferred and shall not enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from the owner's equity, the right to purchase newly offered shares, and other rights as prescribed by law.

V. ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND SUPERVISION

Article 10. Organizational Structure, Governance, and Supervision

The organizational structure for the management, governance and supervision of SHP comprises:

1. The General Meeting of Shareholders;
2. The Board of Directors and the Board of Supervisors;
3. The General Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Common shareholders have the following rights:
 - a) To attend and speak at the General Meeting of Shareholders and to exercise voting rights directly or through an authorized representative or other forms as prescribed by the Company Charter and applicable laws. Each common share carries one vote;
 - b) To receive dividends at the rate determined by the General Meeting of Shareholders;
 - c) To have the preemptive right to purchase new shares corresponding to their proportion of common shares held in the Company;
 - d) To freely transfer their shares to others, except as stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises, and other relevant provisions of law;
 - đ) To review, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; to request correction of inaccurate information;

- e) To review, inspect, extract, or copy the SHP Charter, meeting minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
 - g) In the event of SHP's dissolution or bankruptcy, to receive a portion of the remaining assets corresponding to their shareholding ratio in SHP;
 - h) To request SHP to repurchase shares in cases stipulated in Article 132 of the Law on Enterprises;
 - i) To be treated equally. Each share of the same type grants the shareholder equal rights, obligations, and benefits. In cases where SHP has preferred shares, the rights and obligations associated with such preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;
 - k) To have full access to periodic and extraordinary information disclosed by SHP in accordance with provisions of law;
 - l) To have their legitimate rights and interests protected; to propose the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors as prescribed by the Law on Enterprises;
 - m) Other rights as prescribed by law and this Charter.
2. Shareholders or groups of shareholders holding 5% or more of the total common shares have the following rights:
- a) To request the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 3, Article 115, or to convene the General Meeting of Shareholders as prescribed in Article 140 of the Law on Enterprises;
 - b) To review, inspect, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, transactions requiring Board of Directors' approval, and other documents, except those related to SHP's trade secrets and business secrets;
 - c) Request the Board of Supervisors to examine specific issues related to the management and operation of SHP when deemed necessary. The request must be in writing and include the following details: full name, contact address, nationality, and legal identification number for individual shareholders; name,

enterprise code, or legal identification number of the organization, and head office address for organizational shareholders; the number of shares and the registration date of each shareholder, the total number of shares of the entire group of shareholders, and the ownership ratio in the total shares of SHP; the issue to be examined, and the purpose of the examination.

d) Propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and submitted to SHP no later than [03 working days] before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, and the issue proposed for inclusion in the agenda.

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

3. Shareholders or groups of shareholders holding 10% or more of the total common shares have the right to nominate individuals to the Board of Directors and the Board of Supervisors. The nomination process is as follows:

a) Common shareholders forming a group to nominate individuals to the Board of Directors and the Board of Supervisors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Board of Supervisors, shareholders or groups of shareholders as stipulated in this clause are entitled to nominate one or more individuals as candidates for the Board of Directors and the Board of Supervisors as decided by the General Meeting of Shareholders. If the number of candidates nominated by the shareholders or group of shareholders is less than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Article 12. Obligations of Shareholders

Common shareholders have the following obligations:

1. Pay in full and on time for the shares committed to purchase.

2. Not withdraw the contributed capital in the form of common shares from SHP in any manner, except in cases where the shares are repurchased by SHP or another party. If a shareholder withdraws part or all of the contributed capital in violation of this clause, that shareholder and any related parties in SHP shall be jointly liable for the debts and other financial obligations of SHP within the value of the withdrawn shares and any resulting damages.
3. Comply with the Charter of SHP and the internal management regulations of SHP.
4. Abide by the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. Maintain the confidentiality of information provided by SHP as stipulated in the Charter and by law; use the information provided solely to exercise and protect their legitimate rights and interests; it is strictly prohibited to disseminate, copy, or send the information provided by SHP to other organizations or individuals.
6. Attend the General Meeting of Shareholders and exercise voting rights through the following forms:
 - a) Attend and vote directly at the meeting;
 - b) Authorize another individual or organization to attend and vote at the meeting;
 - c) Attend and vote via online conference, electronic voting, or other electronic forms;
 - d) Send voting ballots to the meeting via mail, fax, or email.
7. Personal liability shall be assumed when acting on behalf of SHP in any form to perform the following acts:
 - a) Violating the law;
 - b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c) Settling debts not yet due prior to financial risks to SHP;
8. Fulfillment of other obligations as prescribed by applicable law.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of SHP. The General Meeting of Shareholders convenes annually once a year and within four (4) months from the end of the fiscal year. The Board of Directors may extend the annual General Meeting of Shareholders if necessary, but not exceeding six months from the end of the fiscal year. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings. The location of the General Meeting of Shareholders is determined as the place where the Chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors convenes the annual General Meeting of Shareholders and selects an appropriate venue. The annual General Meeting of Shareholders decides on matters as prescribed by law and the SHP Charter, particularly the approval of the audited annual financial statements. In cases where the audit report on SHP's annual financial statements contains material exceptions, adverse opinions, or disclaimers, SHP must invite a representative of the approved auditing organization that conducted the audit of SHP's financial statements to attend the annual General Meeting of Shareholders, and the representative of the aforementioned approved auditing organization is obliged to attend the annual General Meeting of Shareholders of SHP.

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 SHP;
- b) The number of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number prescribed by provisions of law, or the number of Board of Directors members is reduced by more than one-third compared to the number stipulated in the SHP Charter;
- c) At the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Law on Enterprises; the request to convene the General Meeting of Shareholders must be in writing, clearly stating the reasons and purposes of the meeting, with sufficient signatures of the relevant shareholders,

or the request document is made in multiple copies and gathers sufficient signatures of the relevant shareholders;

d) At the request of the Board of Supervisors;

e) Other cases as prescribed by provisions of law and this Charter.

4. Convening an Extraordinary General Meeting of Shareholders

a) The Board of Directors must convene the General Meeting of Shareholders within 60 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Board of Supervisors is as prescribed in Point b, Clause 3 of this Article, or upon receiving the request as stipulated in Points c and d, Clause 3 of this Article;

b) In case the Board of Directors does not convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, then within the next 30 days, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders as stipulated in Clause 3, Article 140 of the Law on Enterprises;

c) In case the Board of Supervisors does not convene the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders stipulated in Point c, Clause 3 of this Article has the right to request the representative of SHP to convene the General Meeting of Shareholders as prescribed in 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 procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by SHP. These costs do not include expenses incurred by shareholders attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

Article 14. Rights and Obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall have the following rights and obligations:

- a) Approval of SHP's development orientation;
- b) Determination of the types of shares and the total number of shares of each type authorized for offering; determination of the annual dividend rate for each type of share;
- c) Election, dismissal, and removal of members of the Board of Directors and members of the Board of Supervisors;
- d) Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in SHP's most recent financial statements;
- đ) Decision on amendments and supplements to SHP's Charter;
- e) Approval of the annual financial statements;
- g) Decision to repurchase more than 10% of the total number of shares sold of each type;
- h) Consideration and handling of violations by members of the Board of Directors and members of the Board of Supervisors causing damage to SHP and SHP shareholders;
- i) Decision on the reorganization, dissolution of SHP; extension of SHP's operation;
- k) Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
- l) Approval of the internal governance regulations; regulations on the operation of the Board of Directors and the Board of Supervisors;
- m) Approval of the list of approved independent auditing firms; decision on the approved independent auditing firm to conduct audits of SHP's operations, dismissal of approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders shall discuss and approve the following matters:

- a) SHP's annual business plan;

- b) Audited annual financial statements;
- c) Report of the Board of Directors on governance and the performance of the Board of Directors and each member of the Board of Directors;
- d) Report of the Board of Supervisors on SHP's business results, the performance of the Board of Directors, and the General Director;
- đ) Self-assessment report on the performance of the Board of Supervisors and members of the Board of Supervisors;
- e) Dividend rate for each type of share;
- g) Number of members of the Board of Directors and the Board of Supervisors;
- h) Election, dismissal, and removal of members of the Board of Directors and members of the Board of Supervisors;
- i) Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
- k) Approval of the list of approved independent auditing firms; decision on the approved independent auditing firm to conduct audits of SHP's operations when deemed necessary;
- l) Amendments and supplements to SHP's Charter;
- m) Types of shares and the number of new shares to be issued for each type of share;
- n) Division, separation, consolidation, merger, or conversion of SHP;
- o) Reorganization and dissolution (liquidation), extension of SHP's operations, and appointment of the liquidator;
- p) Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in SHP's most recent Financial Statements;
- q) Decision to repurchase over 10% of the total shares sold of each type;
- r) SHP entering into contracts or transactions with entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of SHP's total asset value recorded in the most recent financial statements;

s) Approval of transactions stipulated in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities;

t) Approval of the Internal Regulations on Corporate Governance, the Regulations on the Operations of the Board of Directors, and the Regulations on the Operations of the Board of Supervisors;

u) Other matters as prescribed by provisions of law.

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

Article 15. Authorization to Attend the General Meeting of Shareholders

1. Shareholders or authorized representatives of institutional shareholders may attend the meeting directly or authorize one or more individuals or other organizations to attend the meeting or attend the meeting through one of the forms prescribed in Clause 3, Article 144 of the Law on Enterprises.

2. The authorization for individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be made in writing. The Letter of Authorization shall be prepared in accordance with civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of authorization, the duration of authorization, and the signatures of both the authorizing party and the authorized party.

The authorized representative attending the General Meeting of Shareholders must submit the Letter of Authorization upon registration for the meeting. In the case of sub-authorization, the attendee must present the original Letter of Authorization from the shareholder or the authorized representative of the institutional shareholder (if not previously registered with SHP).

3. The Voting Ballot of the authorized representative attending the meeting within the scope of authorization remains valid in the following cases:

a) The authorizing party has died, is incapacitated, or has lost civil capacity;

- b) The authorizing party has revoked the authorization appointment;
- c) The authorizing party has revoked the authority of the person executing the authorization.

This clause does not apply if SHP receives notice of any of the above events before the commencement of the General Meeting of Shareholders or before the meeting is reconvened.

Article 16. Changes to Rights

1. The alteration or cancellation of special rights attached to a class of preferred shares shall take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting. A resolution of the General Meeting of Shareholders concerning changes adversely affecting the rights and obligations of shareholders holding preferred shares shall only be passed if approved by shareholders holding at least 75% of the total number of such preferred shares present at the meeting, or by shareholders holding at least 75% of the total number of such preferred shares in the case of a resolution passed by written consent.
2. The organization of a meeting of shareholders holding a class of preferred shares to approve the aforementioned changes shall be valid only if attended by at least two shareholders (or their authorized representatives) holding at least one-third of the par value of the issued shares of that class. If the required number of attendees is not met, the meeting shall be reconvened within the next 30 days, and those holding shares of that class (regardless of the number of persons and shares) present in person or through an authorized representative shall be deemed to meet the required number of attendees. At such meetings of shareholders holding preferred shares, those holding shares of that class present in person or through a representative may request a secret ballot. Each share of the same class shall have equal voting rights at the aforementioned meetings.
3. The procedures for conducting such separate meetings shall be implemented in accordance with the provisions of Articles 18, 19, and 20 of this Charter.

4. Unless otherwise specified in the terms of share issuance, the special rights attached to classes of shares with preferential rights concerning certain or all matters related to the distribution of profits or assets of SHP shall not be altered when SHP issues additional shares of the same class.

Article 17. Convening, Agenda, and Notice of the General Meeting of Shareholders

1. The Board of Directors shall convene the Annual General Meeting of Shareholders and Extraordinary General Meetings. The Board of Directors shall convene Extraordinary General Meetings in the cases specified in Clause 3, Article 13 of this Charter.

2. The convener of the General Meeting of Shareholders shall perform the following tasks:

- a) Prepare the list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days prior to the date of sending the notice of the General Meeting of Shareholders. SHP must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;
- b) Prepare the agenda and content of the meeting;
- c) Prepare documents for the meeting;
- d) Draft the resolution of the General Meeting of Shareholders according to the expected content of the meeting;
- đ) Determine the time and venue for the meeting;
- e) Notify and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend;
- g) Other tasks serving the meeting.

3. The Notice of Meeting of the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to the shareholders' contact addresses, and shall also be published on the SHP website and the websites of the State Securities Commission and the stock exchange where SHP shares are listed

or registered for trading. The convener of the General Meeting of Shareholders must send the notice of meeting to all shareholders on the Shareholder List entitled to attend the meeting at least 21 days prior to the opening date of the meeting (calculated from the date the notice is validly sent or dispatched). The Meeting Agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or published on the SHP website. In the event that documents are not sent with the notice of the General Meeting of Shareholders, the notice must specify the link to access all meeting documents, including:

- a) The meeting agenda and documents used in the meeting;
- b) The list and detailed information of candidates in the event of the election of members to the Board of Directors and members of the Board of Supervisors;
- c) Voting Ballot;
- d) Draft resolutions for each issue on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 11 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 sent to the Company no later than [03 working days] before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares held by the shareholder, and the issue proposed to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders has the right to refuse the proposal stipulated in Clause 4 of this Article if it falls under any of the following cases:

- a) The proposal is not sent in accordance with the provisions of Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 11 of this Charter;

c) The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;

d) Other cases as prescribed by provisions of law and this Charter.

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

Article 18. Conditions for Conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent more than 50% of the total voting rights.

2. In the event that the first meeting does not meet the conditions for proceeding as stipulated in Clause 1 of this Article, the notice of the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent at least 33% of the total voting rights.

3. In the event that the second meeting does not meet the conditions for proceeding as stipulated in Clause 2 of this Article, the notice of the third meeting must be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting rights of the shareholders attending the meeting.

Article 19. Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders

1. Prior to the commencement of the meeting, SHP must conduct shareholder registration procedures and continue registration until all shareholders entitled to attend have registered in the following sequence:

a) During shareholder registration, SHP shall issue each shareholder or authorized representative with voting rights a voting card, indicating the registration number, full name of the shareholder, full name of the authorized representative, and the number of voting rights of that shareholder. The General Meeting of Shareholders

shall discuss and vote on each issue in the agenda. Voting shall be conducted by means of approval, disapproval, and abstention. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting. The meeting shall elect individuals responsible for vote counting or supervising the vote counting as proposed by the Chairperson. The number of members of the Vote Counting Committee shall be determined by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting;

b) Shareholders, authorized representatives of organizational shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently participate and vote at the meeting immediately after registration. The Chairperson is not obligated to pause the meeting for late-arriving shareholders to register, and the validity of previously voted matters remains unchanged.

2. The election of the Chairperson, Secretariat, and Vote Counting Committee is stipulated as follows:

a) The Chairperson of the Board of Directors shall preside or authorize another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. In the event the Chairperson is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one among themselves to preside over the meeting by majority vote. If no Chairperson is elected, the Head of the Board of Supervisors shall facilitate the General Meeting of Shareholders to elect a Chairperson from among the attendees, and the person with the highest number of votes shall preside over the meeting;

b) Except as provided in point a of this clause, the person signing the notice to convene the General Meeting of Shareholders shall facilitate the election of a Chairperson by the General Meeting of Shareholders, and the person with the highest number of votes shall preside over the meeting;

c) The Chairperson shall appoint one or more individuals to serve as the Secretariat of the meeting;

d) The General Meeting of Shareholders shall elect one or more individuals to the Vote Counting Committee as proposed by the Chairperson of the meeting.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders during the opening session. The agenda must clearly and specifically allocate time for each issue within the meeting content.

4. The Chairperson of the meeting has the authority to implement necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees.

a) Arrange seating at the venue of the General Meeting of Shareholders;

b) Ensure the safety of all individuals present at the meeting venues;

c) Facilitate the participation (or continued participation) of shareholders in the meeting. The convener of the General Meeting of Shareholders has full authority to modify the aforementioned measures and implement all necessary measures. Measures may include issuing entry passes or utilizing other selected forms.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by means of approval, disapproval, and abstention. The vote counting results shall be announced by the Chairperson immediately before the closing of the meeting.

6. Shareholders or authorized representatives attending the meeting after it has commenced are still allowed to register and have the right to participate in voting immediately upon registration; in this case, the validity of the matters previously voted on remains unchanged.

7. The convener of the meeting or the chairperson of the General Meeting of Shareholders shall have the following rights:

a) To require all attendees to undergo inspection or other lawful and reasonable security measures;

b) To request competent authorities to maintain order at the meeting; to expel those who do not comply with the chairperson's authority, intentionally disrupt

order, impede the normal progress of the meeting, or fail to comply with security inspection requirements from the General Meeting of Shareholders.

8. The chairperson has the right to postpone the General Meeting of Shareholders, which has sufficient registered attendees, for a maximum of three working days from the scheduled opening date and may only postpone the meeting or change the meeting venue in the following cases:

- a) The meeting venue does not have sufficient convenient seating for all attendees;
- b) Communication facilities at the meeting venue do not ensure that shareholders attending the meeting can participate, discuss, and vote;
- c) Attendees obstruct, disrupt order, or pose a risk of preventing the meeting from being conducted fairly and legally.

9. In the event that the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson in conducting the meeting until its conclusion; all resolutions adopted at that meeting shall be effective.

10. In the event that SHP applies modern technology to organize the General Meeting of Shareholders through online meetings, SHP is responsible for ensuring that shareholders can attend and vote by electronic voting or other electronic means as stipulated in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities.

Article 20. Conditions for Resolutions of the General Meeting of Shareholders to be Adopted

1. Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises:

- a) Types of shares and total number of shares of each type;
- b) Changes in business lines, industries, and fields;

- c) Changes in the management structure of SHP;
- d) Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the most recent financial statements of SHP;
- đ) Reorganization or dissolution of SHP;
- e) Extension of SHP's operations.

2. Resolutions shall be adopted when approved by shareholders holding more than 50% of the total voting shares of all shareholders attending and voting at the meeting, except as provided in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.

3. Resolutions of the General Meeting of Shareholders passed with 100% of the total voting shares are legal and effective even if the procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the SHP Charter.

Article 21. Authority and Procedures for Collecting Shareholder Opinions in Writing to Approve Resolutions of the General Meeting of Shareholders

The authority and procedures for collecting shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders shall be implemented as follows:

1. The Board of Directors has the authority to collect shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of SHP; except in cases stipulated in Clause 2, Article 147 of the Law on Enterprises, cases of extending the operation of SHP, and cases of changing or canceling special rights attached to a type of preferred shares as stipulated in Article 16 of the SHP Charter.

2. The Board of Directors must prepare opinion collection ballots, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions, and send them to all shareholders with voting rights no later than 10 days before the deadline for returning the opinion collection ballots. The requirements and methods for sending the opinion collection ballots and

accompanying documents shall be implemented in accordance with Clause 3, Article 17 of this Charter.

3. The opinion collection ballots must contain the following essential contents:

- a) Name, address of the head office, and enterprise code of SHP;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality, and legal document number of the individual shareholder; name, enterprise code or legal document number of the organization, address of the head office for organizational shareholders, or full name, contact address, nationality, and legal document number of the representative of the organizational shareholder; the number of shares of each type and the number of voting ballots of the shareholder;
- d) Issues requiring opinions for decision approval;
- d) Voting options including agree, disagree, and no opinion for each issue requiring opinions;
- e) Deadline for returning the answered opinion collection ballots to SHP;
- g) Full name and signature of the Chairperson of the Board of Directors.

4. Shareholders may send answered opinion collection ballots to SHP by mail, fax, or email as follows:

- a) In the case of mailing, the answered opinion collection ballots must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The opinion collection ballots sent to SHP must be enclosed in a sealed envelope and no one is allowed to open it before the vote counting;
- b) In the case of sending by fax or email, the opinion collection ballots sent to SHP must be kept confidential until the time of vote counting;
- c) Opinion collection ballots sent to SHP after the deadline specified in the opinion collection ballot content or opened in the case of mailing and disclosed in the case of fax or email are invalid. Opinion collection ballots not returned are considered non-participating in the vote.

5. The Board of Directors shall count the votes and prepare the vote counting record under the supervision of the Board of Supervisors or shareholders not holding management positions at SHP. The vote counting record must contain the following essential contents:

- a) Name, address of the head office, and enterprise code of SHP;
- b) The purpose and matters for which opinions are sought for resolution approval;
- c) The number of shareholders with the total number of voting ballots who participated in the voting, distinguishing between valid and invalid ballots, and the method of submitting voting ballots, accompanied by an appendix listing shareholders participating in the voting;
- d) The total number of votes in favor, against, and abstentions for each matter;
- d) Matters that have been approved and the corresponding approval voting ratio;
- e) Full name and signature of the Chairperson of the Board of Directors, the vote counter, and the vote supervisor.

Members of the Board of Directors, the vote counter, and the vote supervisor shall be jointly responsible for the integrity and accuracy of the vote counting record; jointly responsible for any damages arising from decisions approved due to dishonest or inaccurate vote counting.

6. The vote counting record and resolution must be sent to shareholders within 15 days from the date of vote counting completion. The sending of the vote counting record and resolution may be substituted by posting on SHP's electronic information page within 24 hours from the time of vote counting completion.

7. The answered opinion ballots, vote counting record, approved resolution, and related documents accompanying the opinion ballots must be retained at SHP's head office.

8. A resolution is approved in the form of written shareholder opinions if shareholders owning more than 50% of the total voting ballots of all shareholders with voting rights agree, and it holds the same value as a resolution approved at the General Meeting of Shareholders.

Article 22. Resolution, Meeting Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be audio recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese, may be additionally prepared in a foreign language, and must contain the following main contents:

- a) Name, address of the head office, enterprise code of SHP;
 - b) Time and venue of the General Meeting of Shareholders;
 - c) Meeting agenda and content of the meeting;
 - d) Full name of the chairperson and secretary;
 - đ) Summary of the meeting proceedings and the statements made at the General Meeting of Shareholders on each issue in the meeting agenda;
 - e) Number of shareholders and total number of voting ballots of shareholders attending the meeting, appendix of the shareholder registration list, shareholder representatives attending the meeting with corresponding shares and voting ballots;
 - g) Total number of voting ballots for each voting matter, specifying the voting method, total number of valid, invalid, in favor, against, and abstention ballots; corresponding ratio to the total number of voting ballots of shareholders attending the meeting;
 - h) Matters that have been approved and the corresponding approval voting ratio;
 - i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, the minutes shall be effective if signed by all other attending members of the Board of Directors and contain all contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairperson or secretary to sign the meeting minutes.
2. The Meeting Minutes of the General Meeting of Shareholders must be completed and approved before the conclusion of the meeting. The Chairperson and the meeting secretary or any other signatories of the Meeting Minutes shall

be jointly responsible for the truthfulness and accuracy of the content of the minutes.

3. The minutes prepared in both Vietnamese and foreign languages shall have equal legal validity. In the event of any discrepancies between the Vietnamese and foreign language versions, the content in the Vietnamese version shall prevail.

4. The Resolution, Meeting Minutes of the General Meeting of Shareholders, annexes of the registered shareholder list with signatures of shareholders, letters of authorization for meeting attendance, all documents attached to the Minutes (if any), and related documents accompanying the Notice of Meeting must be disclosed in accordance with the provisions of law on information disclosure in the securities market and must be retained at the head office of SHP.

Article 23. Request for Annulment of the Resolution of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or Meeting Minutes of the General Meeting of Shareholders or the minutes of the vote counting results of the General Meeting of Shareholders, the shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Law on Enterprises shall have the right to request the Court or Arbitration to consider and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Charter of SHP, except as provided in Clause 3, Article 20 of this Charter.
2. The content of the resolution violates the law or this Charter.

VII. BOARD OF DIRECTORS

Article 24. Nomination and Candidacy of Members to the Board of Directors

1. In the event that candidates for the Board of Directors have been identified, SHP must disclose information related to the candidates at least 10 days prior to the opening of the General Meeting of Shareholders on SHP's website so that

shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, prudently, and in the best interests of SHP if elected as members of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:

- a) Full name, date, month, year of birth;
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial titles (including Board of Directors positions in other companies);
- d) Interests related to SHP and SHP's related parties;
- e) Other information (if any) as stipulated in the Charter of SHP;
- g) SHP is responsible for disclosing information about the companies where the candidate holds a position as a member of the Board of Directors, other managerial titles, and interests related to SHP of the candidate for the Board of Directors (if any).

2. Shareholders or groups of shareholders holding 10% or more of the total common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Charter of SHP.

3. In the event that the number of candidates for the Board of Directors nominated and self-nominated is still insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the SHP Charter, the internal corporate governance regulations, and the Board of Directors' operational regulations. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed prior to the General Meeting of Shareholders voting to elect members of the Board of Directors in accordance with the provision of law.

4. Members of the Board of Directors must meet the standards and conditions stipulated in Clause 1, Clause 2, Article 155 of the Law on Enterprises and Article 275 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities.

Article 25. Composition and Term of Members of the Board of Directors

1. The number of members of the Board of Directors is seven.
2. The term of a member of the Board of Directors shall not exceed five 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 SHP for no more than two consecutive terms. In the event that all members of the Board of Directors simultaneously conclude their terms, they shall continue as members of the Board of Directors until new members are elected and assume their duties.
3. The structure of the Board of Directors is as follows:

The structure of the Board of Directors of SHP must ensure that at least one-third of the total number of members are non-executive members. The total number of independent members of the Board of Directors must comply with the requirement of having at least two independent members.

4. A member of the Board of Directors shall cease to be a member in the event of dismissal, removal, or replacement by the General Meeting of Shareholders as stipulated in Article 160 of the Law on Enterprises.

5. The appointment of members of the Board of Directors must be disclosed in accordance with provisions of law on information disclosure in the securities market.

6. Members of the Board of Directors are not required to be shareholders of SHP.

Article 26. Powers and Obligations of the Board of Directors

1. The Board of Directors is the management body of SHP, possessing full authority on behalf of SHP to decide, execute the rights and obligations of SHP, except for those rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are prescribed by provisions of law, the SHP Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
- a) To decide on the strategy, medium-term development plan, and annual business plan of SHP;
 - b) To propose the types of shares and the total number of shares authorized for issuance of each type;
 - c) To decide on the sale of unsold shares within the authorized number of shares for issuance of each type; to decide on raising additional capital through other forms;
 - d) To decide on the selling price of shares and bonds of SHP;
 - đ) To decide on the repurchase of shares as stipulated in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - e) To decide on investment plans and projects within the authority and limits prescribed by provisions of law;
 - g) To decide on solutions for market development, marketing, and technology;
 - h) To approve contracts for purchase, sale, borrowing, lending, and other transactions valued at 35% or more of the total asset value recorded in the most recent financial statements of SHP, except for contracts and transactions under the authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;
 - i) Election, dismissal, and removal of the Chairperson of the Board of Directors; appointment, dismissal, contract signing, and contract termination for the General Director and other key managers as stipulated by the Company Charter; determination of salaries, remuneration, bonuses, and other benefits for such managers; appointment of authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies, and determination of remuneration and other benefits for such representatives;
 - k) Supervision and direction of the General Director and other managers in the daily business operations of SHP;

- l) Decision on the organizational structure, internal management regulations of the Company, establishment of subsidiaries, branches, representative offices, and investment in or purchase of shares in other enterprises;
- m) Approval of the agenda and materials for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or collecting opinions for the General Meeting of Shareholders to approve resolutions;
- n) Submission of the audited annual financial statements to the General Meeting of Shareholders;
- o) Recommendation on the dividend to be paid; decision on the timing and procedures for dividend payment or handling of losses incurred during business operations;
- p) Recommendation on the reorganization or dissolution of SHP; filing for bankruptcy of SHP;
- q) Decision on the issuance of the Regulations on the Operation of the Board of Directors, Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders; Regulations on Information Disclosure of SHP;
- r) Other rights and obligations as prescribed by the Law on Enterprises, Law on Securities, other provisions of law, and the Charter of SHP.

3. The Board of Directors must report to the General Meeting of Shareholders on the operational results of the Board of Directors in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain articles of the Law on Securities.

Article 27. Remuneration, Bonuses, and Other Benefits of Members of the Board of Directors

1. SHP is entitled to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of days required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration for each

member on a consensus basis. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is accounted for in the business expenses of SHP in accordance with the laws on corporate income tax, presented as a separate item in the annual financial statements of SHP, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in subcommittees of the Board of Directors or performing tasks beyond the usual scope of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum per occurrence, salary, commission, profit percentage, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in the performance of their responsibilities as Board members, including expenses related to attending meetings of the General Meeting of Shareholders, the Board of Directors, or its committees.

6. Members of the Board of Directors may be provided with liability insurance by SHP upon approval by the General Meeting of Shareholders. This insurance does not cover liabilities related to violations of the law and the SHP's Charter.

Article 28. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among its members.

2. The Chairperson of the Board of Directors shall not concurrently hold the position of General Director of SHP.

3. The Chairperson of the Board of Directors shall have the following rights and obligations:

a) Prepare the program and operational plan of the Board of Directors;

- b) Prepare the agenda, content, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervise the implementation of resolutions and decisions of the Board of Directors;
- d) Preside over meetings of the General Meeting of Shareholders;
- e) Other rights and obligations as prescribed by the Law on Enterprises.

4. In the event that the Chairperson of the Board of Directors resigns or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of resignation or dismissal.

5. In the event that the Chairperson of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to perform the rights and obligations of the Chairperson. If there is no authorized person or if the Chairperson is deceased, missing, detained, serving a prison sentence, undergoing administrative measures at a compulsory rehabilitation center, compulsory education facility, absconding from residence, restricted or incapacitated in civil act capacity, facing difficulties in cognition or behavior control, or prohibited by the Court from holding a position, practicing a profession, or performing certain work, the remaining members shall elect one among them to hold the position of Chairperson of the Board of Directors based on the majority principle until a new decision is made by the Board of Directors.

Article 29. Meetings of the Board of Directors

1. The Chairperson of the Board of Directors is elected at the first meeting of the Board of Directors within 7 working days from the conclusion of the Board of Directors election. This meeting is convened and chaired by the member with the highest number of votes or the highest voting percentage. In the event of more than one member having the highest and equal number of votes or voting percentage, the members shall elect by majority principle one among them to convene the Board of Directors meeting.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.
 3. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:
 - a) Upon request of the Board of Supervisors or an independent member of the Board of Directors;
 - b) Upon request of the General Director or at least 5 other managers;
 - c) At the request of at least two members of the Board of Directors.
 4. The proposal stipulated in Clause 3 of this Article must be made in writing, clearly stating the purpose, matters to be discussed, and decisions within the authority of the Board of Directors.
 5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within seven working days from the date of receipt of the proposal stipulated in Clause 3 of this Article. In the event of failure to convene the meeting as proposed, the Chairperson of the Board of Directors shall be liable for any damages incurred by SHP; the proposer has the right to replace the Chairperson in convening the meeting of the Board of Directors.
 6. The Chairperson of the Board of Directors or the person convening the meeting must send the notice of meeting at least three working days before the meeting date. The notice must specify the time and venue of the meeting, agenda, matters for discussion, and decisions. The notice must be accompanied by documents to be used at the meeting and the voting ballot of the member.

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, email, or other electronic means, ensuring it reaches the registered contact address of each member of the Board of Directors at SHP.
 7. The Chairperson of the Board of Directors or the person convening the meeting shall send the notice of meeting and accompanying documents to the members of the Board of Supervisors as to the members of the Board of Directors.
- Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; they have the right to discuss but not to vote.

8. A meeting of the Board of Directors is conducted when at least three-fourths of the total members are present. If the meeting convened under this provision does not have the required number of members, it shall be reconvened within seven days from the intended first meeting date. In this case, the meeting is conducted if more than half of the Board of Directors members are present.

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote as stipulated in Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic forms;
- d) Sending the voting ballot to the meeting via mail, fax, or email.

10. In the case of sending the voting ballot to the meeting via mail, the ballot must be enclosed in a sealed envelope and delivered to the Chairperson of the Board of Directors no later than one hour before the commencement. The ballot shall only be opened in the presence of all attendees.

11. Members must attend all meetings of the Board of Directors. Members may authorize another person to attend and vote if approved by the majority of the Board of Directors members.

12. Resolutions and decisions of the Board of Directors are adopted if approved by the majority of attending members; in the event of a tie, the final decision rests with the opinion of the Chairperson of the Board of Directors.

Article 30. Committees under the Board of Directors

1. The Board of Directors may establish subcommittees to oversee development policies, human resources, remuneration, internal audit, and risk management. The number of subcommittee members shall be determined by the Board of Directors, with a minimum of three members, including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members should constitute the majority of the

subcommittee, and one of these members shall be appointed as the Head of the subcommittee by the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be effective when a majority of members attend and vote in favor at the subcommittee meeting.

2. The implementation of decisions by the Board of Directors or its subcommittees must comply with applicable law and the provisions of the SHP Charter and the Internal Regulations on Corporate Governance.

Article 31. Person in Charge of SHP Governance

1. The Board of Directors of SHP must appoint at least one person in charge of SHP governance to support corporate governance activities within the enterprise. The person in charge of SHP governance may concurrently serve as the SHP Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The person in charge of SHP governance shall not simultaneously work for an approved auditing organization currently auditing SHP's financial statements.

3. The person in charge of SHP governance shall have the following rights and obligations:

a) Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and matters related to SHP and shareholders;

b) Prepare meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;

c) Advise on the procedures of meetings;

d) Attend meetings;

e) Advise on the procedures for drafting resolutions of the Board of Directors in compliance with provisions of law;

f) Provide financial information, copies of meeting minutes of the Board of Directors, and other information to members of the Board of Directors and members of the Board of Supervisors;

- g) Monitor and report to the Board of Directors on SHP's information disclosure activities;
- h) Act as the focal point for communication with relevant stakeholders;
- i) Maintain confidentiality of information in accordance with provisions of law and the SHP Charter;
- j) Other rights and obligations as prescribed by law.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 32. Organizational Structure of Management

The management system of SHP must ensure that the management apparatus is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the daily business operations of SHP. SHP shall have a General Director, Deputy General Directors, and a Chief Accountant appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned positions must be approved by resolutions and decisions of the Board of Directors.

Article 33. Executives of SHP

1. Executives of SHP include the General Director, Deputy General Directors, Chief Accountant, and Branch Directors of SHP.
2. Pursuant to the recommendation of the General Director and with the approval of the Board of Directors, SHP is authorized to recruit other executives in quantities and standards appropriate to the structure and management regulations of SHP as stipulated by the Board of Directors. The executives of SHP shall be responsible for supporting SHP in achieving the set objectives in operations and organization.
3. The General Director shall receive salary and bonuses. The salary and bonuses of the General Director are determined by the Board of Directors.
4. The remuneration of executives shall be recorded as operating expenses of SHP in accordance with the laws on corporate income tax, presented as a separate item in SHP's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, Dismissal, Duties, and Powers of the General Director

1. The Board of Directors appoints one member of the Board of Directors or hires another person as the General Director.
2. The General Director is responsible for the daily business operations of SHP; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and the law for the execution of assigned rights and obligations.
3. The term of the General Director shall not exceed five years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by provisions of law and the Charter of SHP.
4. The General Director has the following rights and obligations:
 - a) Decide on matters related to the daily business operations of SHP that do not fall under the authority of the Board of Directors;
 - b) Organize the implementation of resolutions and decisions of the Board of Directors;
 - c) Organize the implementation of the business plan and investment plan of SHP;
 - d) Propose organizational structure plans and internal management regulations of SHP;
 - đ) Appoint, dismiss, and remove management positions within SHP, except for positions under the authority of the Board of Directors;
 - e) Decide on salaries and other benefits for employees within SHP, including managers under the appointment authority of the General Director;
 - g) Recruit labor;
 - h) Propose dividend payment plans or handle business losses;
 - i) Other rights and obligations as prescribed by provisions of law, the Charter of SHP, and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director when a majority of the Board members with voting rights present at the meeting agree and appoint a new General Director as a replacement.

IX. BOARD OF SUPERVISORS

Article 35. Candidacy and Nomination of Members of the Board of Supervisors

1. The candidacy and nomination of members of the Board of Supervisors shall be conducted in accordance with the provisions of Clause 1, Clause 2, Article 24 of this Charter.
2. In the event that the number of candidates for the Board of Supervisors through nomination and candidacy is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Charter of SHP, the Internal Regulations on Corporate Governance, and the Operational Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the provisions of law.

Article 36. Composition of the Board of Supervisors

1. The number of members of the Board of Supervisors of the Company is three. The term of office for members of the Board of Supervisors shall not exceed five years and they may be re-elected for an unlimited number of terms.
2. Members of the Board of Supervisors must meet the standards and conditions stipulated in Article 169 of the Law on Enterprises and must not fall into the following categories:
 - a) Working in the accounting or finance department of SHP;
 - b) Being a member or employee of the independent auditing firm that audited SHP's financial statements in the preceding three years.
3. Members of the Board of Supervisors shall be dismissed in the following cases:
 - a) No longer meeting the standards and conditions to be a member of the Board of Supervisors as stipulated in Clause 2 of this Article;

- b) Submitting a resignation letter that is accepted.
- 4. Members of the Board of Supervisors shall be removed in the following cases:
 - a) Failing to fulfill assigned tasks and duties;
 - b) Failing to perform their rights and obligations for six consecutive months, except in cases of force majeure;
 - c) Repeatedly or seriously violating the obligations of a member of the Board of Supervisors as stipulated by the Law on Enterprises and the Charter of SHP;
 - d) Other cases as per the resolution of the General Meeting of Shareholders.

Article 37. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; election, dismissal, and removal shall be based on the majority principle. The Board of Supervisors must have more than half of its members residing in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the fields of economics, finance, accounting, auditing, provisions of law, business administration, or a field related to SHP's business operations.

2. Rights and obligations of the Head of the Board of Supervisors:

- a) Convene meetings of the Board of Supervisors;
- b) Request the Board of Directors, General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;
- c) Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to present to the General Meeting of Shareholders.

Article 38. Rights and Obligations of the Board of Supervisors

The Board of Supervisors shall have the rights and obligations as stipulated in Article 170 of the Law on Enterprises and the following rights and obligations:

- 1. Propose and recommend that the General Meeting of Shareholders approve the list of auditing organizations authorized to audit SHP's Financial Statements; decide on the auditing organization authorized to inspect SHP's operations, and dismiss authorized auditors when deemed necessary.
- 2. Be accountable to shareholders for their supervisory activities.

3. Monitor SHP's financial situation, compliance with the provisions of law in the activities of the Board of Directors, General Director, and other managers.
4. Ensure coordination of activities with the Board of Directors, General Director, and shareholders.
5. In the event of detecting violations of the law or the Charter of SHP by members of the Board of Directors, the General Director, and other executives of SHP, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, request the violator to cease the violation, and propose solutions to remedy the consequences.
6. Develop the Operational Regulations of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval.
7. Report to the General Meeting of Shareholders pursuant to Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities.
8. Have the right to access records and documents of SHP maintained at the head office, branches, and other locations; have the right to visit the workplace of SHP's managers and employees during working hours.
9. Have the right to request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, administration, and business operations of SHP.
10. Other rights and obligations as prescribed by provisions of law.

Article 39. Meetings of the Board of Supervisors

1. The Board of Supervisors shall meet at least twice a year, with at least two-thirds of the members of the Board of Supervisors attending. The Meeting Minutes of the Board of Supervisors shall be prepared in detail and clearly. The recorder and the members of the Board of Supervisors attending the meeting must sign the meeting minutes. The meeting minutes of the Board of Supervisors must be retained to determine the responsibility of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and the authorized representative of the approved auditing organization to attend and address issues that need clarification.

Article 40. Salaries, Remuneration, Bonuses, and Other Benefits of Members of the Board of Supervisors

Salaries, remuneration, bonuses, and other benefits of members of the Board of Supervisors shall be implemented as follows:

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.
2. Members of the Board of Supervisors shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total remuneration and expenses shall not exceed the annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.
3. The salaries and operating expenses of the Board of Supervisors shall be recorded as business expenses of SHP in accordance with the laws on corporate income tax and other relevant laws, and shall be presented as a separate item in SHP's annual financial statements.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR, AND OTHER EXECUTIVES

Members of the Board of Directors, Members of the Board of Supervisors, the General Director, and other executives are responsible for performing their duties, including those as members of the subcommittees of the Board of Directors, honestly and prudently for the benefit of SHP.

Article 41. Responsibility for Integrity and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other managers, and related persons of these members shall only use the information obtained through their positions to serve the interests of SHP.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing about transactions between SHP, its subsidiaries, or other companies controlled by SHP with 50% or more of the charter capital, and themselves or their related persons, in accordance with the provisions of law and transactions specified in Article 299 of Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, SHP must disclose information about these resolutions in accordance with securities information disclosure regulations.
4. Members of the Board of Directors shall not vote on transactions that benefit themselves or their related persons as stipulated by the Law on Securities and the Law on Enterprises.
5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and related persons of these individuals shall not use or disclose internal information to others for conducting related transactions.
6. Transactions between SHP and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these persons shall not be invalidated in the following cases:

a) For transactions valued at less than or equal to 35% of the total asset value recorded in the most recent financial statements, the essential contents of the contract or transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been reported to the Board of Directors and approved by a majority vote of the non-interested members of the Board of Directors;

b) For transactions valued at more than 35% or transactions resulting in a cumulative transaction value within 12 months from the date of the first transaction being 35% or more of the total asset value recorded in the most recent financial statements, the essential contents of this transaction, as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been disclosed to the shareholders and approved by the General Meeting of Shareholders through the voting ballots of non-interested shareholders.

Article 42. Liability for Damages and Compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives who violate their obligations, responsibilities of integrity and diligence, and fail to fulfill their obligations shall be liable for the damages caused by their violations.

2. SHP shall indemnify individuals who have been, are, or may become involved in claims, lawsuits, or prosecutions (including civil and administrative cases, excluding cases initiated by SHP) if such individuals have been or are members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of SHP who have acted in good faith, with due diligence, in the interest of SHP, in compliance with the provisions of law, and without evidence of breach of their responsibilities.

3. Indemnification expenses shall include judgment costs, fines, and actual expenses incurred (including attorney fees) in resolving these matters within the

legal framework. SHP may purchase insurance for these individuals to mitigate the aforementioned indemnification liabilities.

XI. RIGHT TO INSPECT BOOKS AND RECORDS

Article 43. Right to Inspect Books and Records

1. Common shareholders shall have the right to inspect books and records, specifically as follows:

a) Common shareholders shall have the right to review, inspect, and extract information regarding names and contact addresses in the list of shareholders with voting rights; request corrections of their inaccurate information; review, inspect, extract, or copy the SHP Charter, General Meeting of Shareholders minutes, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders holding 5% or more of the total common shares shall have the right to review, inspect, extract minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, reports of the Board of Supervisors, contracts, transactions requiring Board of Directors approval, and other documents, except those related to SHP's trade secrets and business secrets.

2. In cases where an authorized representative of a shareholder or group of shareholders requests to inspect books and records, a letter of authorization from the shareholder or group of shareholders they represent, or a notarized copy of such authorization, must be provided.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives shall have the right to inspect the shareholder register of SHP, the list of shareholders, books, and other records of SHP for purposes related to their positions, provided that such information must be kept confidential.

4. SHP must retain this Charter and its amendments, the Enterprise Registration Certificate, regulations, documents evidencing asset ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board



of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by provisions of law at the head office or another location, provided that shareholders and the Business Registration Authority are informed of the storage location of these documents.

5. The company charter must be published on SHP's website.

XII. EMPLOYEES AND TRADE UNION

Article 44. Employees and Trade Union

1. The General Director must prepare a plan for the Board of Directors to approve matters related to the recruitment, dismissal, salaries, social insurance, benefits, rewards, and discipline of SHP employees and executives.

2. The General Director must formulate a plan for the Board of Directors to approve matters related to SHP's relations with trade unions in accordance with the best management standards, practices, and policies, as stipulated in this Charter, SHP's regulations, and applicable law.

XIII. PROFIT DISTRIBUTION

Article 45. Profit Distribution

1. The Annual General Meeting of Shareholders determines the dividend payout ratio and the form of annual dividend distribution from SHP's retained earnings.

2. SHP shall not pay interest on dividend payments or any payments related to a class of shares.

3. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of dividends in whole or in part in the form of shares, and the Board of Directors shall execute this decision.

4. In cases where dividends or other payments related to a class of shares are paid in cash, SHP must make the payment in Vietnamese Dong. Payments may be made directly or through banks based on the bank account details provided by the shareholders. If SHP has transferred funds according to the correct bank details provided by the shareholder and the shareholder does not receive the funds, SHP shall not be liable for the funds transferred to this shareholder. Dividend payments for shares listed/registered for trading on the Stock Exchange may be conducted

through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprisess and the Law on Securities, the Board of Directors shall pass a resolution or decision determining a specific record date for finalizing the list of shareholders. Based on such record date, persons registered as shareholders or holders of other securities shall be entitled to receive cash or share dividends, notices, or other documents.

6. Other matters related to profit distribution shall be implemented in accordance with provisions of law.

XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING SYSTEM

Article 46. Bank Accounts

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

Article 47. Fiscal Year

The fiscal year of SHP begins on January 1st and ends on December 31st each year.

Article 48. Accounting System

1. The Accounting System used by SHP is either the enterprise accounting system or a specific accounting system issued and approved by the competent authority.
2. SHP shall maintain accounting books in Vietnamese and retain accounting records in accordance with provisions of law on accounting and other relevant laws. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain SHP's transactions.

3. SHP shall use Vietnam Dong (VND) as the accounting currency. In cases where SHP's major economic transactions arise primarily in a foreign currency, SHP may choose such foreign currency as its accounting currency, shall be legally responsible for such choice, and shall notify the directly managing tax authority thereof.

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

Article 49. Annual, Semi-Annual, and Quarterly Financial Statements

1. SHP must prepare annual financial statements, which must be audited in accordance with provisions of law. SHP shall disclose the audited annual financial statements in accordance with the provisions of law on information disclosure in the securities market and submit them to the competent state authority.
2. The annual financial statements must fully include reports, appendices, and explanatory notes in accordance with the laws on corporate accounting. The annual financial statements must accurately and objectively reflect SHP's operational status.
3. SHP must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the provisions of law on information disclosure in the securities market and submit them to the competent state authority.

Article 50. Annual Report

SHP must prepare and disclose the Annual Report in accordance with the provisions of law on securities and the securities market.

XVI. AUDIT

Article 51. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on selecting one of these entities to audit SHP's financial statements for the next fiscal year based on terms and conditions agreed upon with the Board of Directors.

2. The audit report shall be attached to SHP's annual financial statements.
3. The independent auditor conducting the audit of SHP's financial statements is entitled to attend the General Meeting of Shareholders and has the right to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on matters related to the audit of SHP's financial statements.
4. SHP must organize the implementation of internal audit work in accordance with Decree No. 05/2019/ND-CP dated January 22, 2019, of the Government.

XVII. SEAL OF SHP

Article 52. Seal of SHP

1. The seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature in accordance with the laws on electronic transactions.
2. The Board of Directors decides on the type, quantity, form, and content of the seal of SHP, its branches, and representative offices (if any).
3. The Board of Directors and the General Director use and manage the seal in accordance with applicable law.

XVIII. DISSOLUTION OF SHP

Article 53. Dissolution of SHP

1. SHP may be dissolved in the following cases:
 - a) Upon the expiration of the operational term stated in SHP's Charter without a decision to extend;
 - b) Pursuant to a resolution or decision of the General Meeting of Shareholders;
 - c) Upon the revocation of the Enterprise Registration Certificate, except as otherwise provided by the Law on Tax Administration;
 - d) Other cases as prescribed by provisions of law.
2. The early dissolution of SHP (including any extended term) shall be decided by the General Meeting of Shareholders and executed by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) in accordance with regulations.

Article 54. Extension of Operations

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven months before the expiration of the operational term to allow shareholders to vote on the extension of SHP's operations as proposed by the Board of Directors.
2. The operational term shall be extended when shareholders representing 65% or more of the total voting rights of all shareholders attending the General Meeting of Shareholders agree.

Article 55. Liquidation

1. At least six months before the expiration of SHP's operational term or after a decision to dissolve SHP, the Board of Directors must establish a Liquidation Committee consisting of three members, including two members appointed by the General Meeting of Shareholders and one member appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operational regulations. Members of the Liquidation Committee may be selected from SHP employees or independent experts. All costs related to liquidation shall be prioritized for payment by SHP before other debts.
2. The Liquidation Committee is responsible for reporting to the Business Registration Authority on the date of establishment and commencement of operations. From that point, the Liquidation Committee shall represent SHP in all matters related to the liquidation of SHP before the Court and administrative authorities.
3. Proceeds from the liquidation shall be paid in the following order:
 - a) Liquidation expenses;
 - b) Wage debts, severance allowances, social insurance, and other benefits of employees as per collective labor agreements and signed labor contracts;
 - c) Tax debts;
 - d) Other debts of SHP;
 - e) The remainder after settling all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares shall be prioritized for payment first.

XIX. RESOLUTION OF INTERNAL DISPUTES

Article 56. Resolution of Internal Disputes

1. In the event of disputes or complaints related to SHP's operations, the rights and obligations of shareholders as stipulated by the Law on Enterprises, SHP's Charter, other provisions of law, or agreements between:

- a) Shareholders and SHP;
- b) Shareholders and the Board of Directors, Board of Supervisors, General Director, or other executives;

The involved parties shall endeavor to resolve such disputes through negotiation and mediation. Except in cases involving the Board of Directors or the Chairperson of the Board of Directors, the Chairperson shall preside over the dispute resolution and request each party to present relevant information within 20 working days from the date the dispute arises. In cases involving the Board of Directors or the Chairperson, any party may request an independent third party to appoint an independent expert as a mediator for the dispute resolution process.

2. If no mediation decision is reached within six weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to Arbitration or Court.

3. Each party shall bear its own costs related to negotiation and mediation procedures. Payment of court costs shall be made in accordance with the court's judgment.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 57. SHP Charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

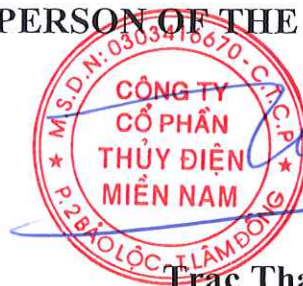
2. In cases where the laws governing SHP's operations are not provided for in this Charter, or where newly enacted legal provisions differ from the provisions of this Charter, such legal provisions shall prevail and govern SHP's operations.

XXI. EFFECTIVE DATE

Article 58. Effective Date

1. This Charter, comprising 21 sections and 58 articles, was unanimously approved by the 2025 Annual General Meeting of Shareholders of SHP on 25 November, 2021, and the full text of this Charter was accepted as effective.
2. The Charter is made in 10 copies, each having equal validity, and shall be kept at the head office of SHP.
3. This Charter is the sole and official Charter of SHP.
4. Copies or extracts of the SHP Charter shall be valid when signed by the Chairperson of the Board of Directors or at least half of the total members of the Board of Directors, or when duly certified in accordance with provisions of law.

LEGAL REPRESENTATIVE
CHAIRPERSON OF THE BOARD OF DIRECTORS



Trúc Thanh Dien