THE PAN GROUP

Số/No.: 083.26/PAN-CV

Hà Nội, ngày 09 *tháng 06 năm 2026*
Hanoi, June 09*th, 2026*

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY DISCLOSURE OF INFORMATION

Kính gửi/ To: Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*

1. Tên tổ chức / *Organization name*: CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN

- Mã chứng khoán/ *Stock code*: PAN
- Địa chỉ/ *Address*: 81B, Quốc lộ 62, Phường Long An, Tỉnh Tây Ninh
- Điện thoại/*Telephone:* 024 3760 6190 Email: info@thepangroup.vn

2. Nội dung thông tin công bố/ *Content of disclosure*:

Công ty cổ phần Tập đoàn PAN công bố:

The PAN Group Joint Stock Company discloses:

- Phụ lục số 02 về việc thay đổi vốn điều lệ (Đính kèm Điều lệ Công ty ngày 30/09/2025). *Appendix No. 02 on amending charter capital (Attached to the Charter Company dated September 30, 2025).*

Thông tin này được công bố trên trang thông tin điện tử của công ty vào ngày 09/06/2026 tại đường dẫn: http://www.thepangroup.vn, chuyên mục Quan hệ Nhà đầu tư/Công bố thông tin.

This information was disclosed on the company's website on date June 09, 2026. Available at: http://www.thepangroup.vn, tab Investor Relation/Information Disclosure.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./.

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

Tài liệu đính kèm:

Phụ lục Điều lệ (Đính kèm Điều lệ Công ty ngày 30/09/2025).

Appendix to the Articles of Association (Attached to the Company's Articles of Association dated September 30, 2025).

TM. CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN
NGƯỜI ĐƯỢC UỶ QUYỀN CBTT
GIÁM ĐỐC TÀI CHÍNH

M.S.D.N: 0301472704 - CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN

Nguyễn Anh Tuấn

CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN

Digitally signed by CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN
DN: C=VN, S=LONG AN, L=Huyện Bến Lức, CN=CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN, OID.0.9.2342.19200300.100.1.1=MST:0301472704
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TRANSLATION

THE PAN GROUP

APPENDIX NO. 02

Attached to the amended and supplemented Charter dated September 30, 2025 of The PAN Group Joint Stock Company

Pursuant to:

- *The amended and supplemented Charter dated September 30, 2025 of The PAN Group Joint Stock Company (the "Company");*
- *Resolution No. 01-06/2026/NQ-HDQT dated June 09, 2026 of the Board of Directors of the Company;*

The Company approves the amendment and supplementation of the Charter as follows:

Article 1. Amendment to Article 7.1 under Article 7 [*Charter Capital, Shares and Founding Shareholders*] as follows:

Article 7. Charter Capital, Shares and Founding Shareholders

7.1 *The charter capital of the Company is **2,580,729,960,000 VND** (Two trillion five hundred eighty billion seven hundred twenty-nine million nine hundred sixty thousand Vietnamese dong);*

The total charter capital of the Company is divided into 258,072,996 shares with a par value of VND 10,000 per share.

Article 2. General Provisions

2.1 The remaining provisions of the Company Charter not amended or supplemented under this Appendix shall remain unchanged and in full force and effect;

2.2 This Appendix is made in two (02) Vietnamese originals of equal legal validity and is translated into English for information disclosure purposes, attached to the Charter dated September 30, 2025 of the Company;

2.3 This Appendix is made on June 09, 2026 and shall take effect from the date of signing.

CHAIRMAN OF THE BOARD OF DIRECTORS

(signed & sealed)

NGUYEN DUY HUNG

THE PAN GROUP

APPENDIX NO. 01

Attached to the Amended and Supplemented Charter dated September 30, 2025 of PAN Group Joint Stock Company

Pursuant to:

- *The Amended and Supplemented Charter dated September 30, 2025 of PAN Group Joint Stock Company (the "Company");*
- *Resolution No. 03-04/2026/NQ-ĐHĐCĐ dated April 21, 2026 of the General Meeting of Shareholders of the Company;*

The Company approves the amendment and supplementation of the Charter as follows::

Article 1. Amend Article 4.1 [Business lines of the Company] as follows:

4.1. Business lines of the Company

No.	Name of the business line	Sector Code
1	Business management consulting and other management consulting activities *(Excluding legal representation and advisory, accounting, auditing, tax consulting, and securities services)*	7020
2	Market research and public opinion polling *In detail: Market research services (CPC 864, excluding CPC 86402)*	7320
3	Activities auxiliary to financial services not elsewhere classified In detail: Investment consultancy (excluding financial consultancy)	6619 (Primary)
4	Crop service activities	0161
5	Animal husbandry service activities	0162
6	Post-harvest service activities	0163
7	Mixed farming and animal husbandry (not conducted at head office)	0150
8	Processing and preserving aquatic products and aquatic products	1020
9	Production of food, processed food	1075
10	Coffee production	1077

11	Production of other food products not elsewhere classified	1079
12	Real estate business, land use rights of owners, users or tenants. *In detail: Real estate business (limited to the activities specified in Clause 1, Article 10 of the Law on Real Estate Business).*	6810

Article 2. General provisions

2.1 All other provisions of the Company´s Charter not amended or supplemented under this Appendix shall remain unchanged and in full force and effect;

2.2 This Appendix is made in two (02) originals in Vietnamese, each having equal legal validity, and is translated into English for disclosure purposes and attached to the Company´s Charter dated 30 September 2025;

2.3 This Appendix is made on 21 April 2026 and shall take effect from the date of signing.

CHAIRMAN OF THE BOARD OF DIRECTORS

(signed and sealed)

NGUYEN DUY HUNG

TRANSLATION

Charter
The PAN Group JSC
(Revised, supplemented on September 30, 2025)

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CHAPTER I

DEFINITION OF TERMS OF THE CHARTER

Article 1. Interpretation

1.1 The following terms and abbreviation in this Charter shall be perceived as follows:

a. "**Charter capital**" is the total par value of the shares sold or registered when establishing the Company and regulated in Article 7 of this Charter;

b. "**Enterprises Law**" is referred to Enterprise Law No. 59/2020/QH14 dated 17/6/ 2019 and its amended or replaced documents;

c. "**Securities Law**" is referred to Securities Law No.54/2019/QH14 dated 26/11/2019 and its amended or replaced documents.

d. "**Foundation Day**" is the date when the enterprise is first granted the Enterprise Registration Certificate;

e. "**Company Managers**" are executing personnel, including Chairman of the BOD, members of BOD, CEO and Deputy CEO.

f. "**Company executive managers**" are CEO, Deputy CEO.

g. "**Non-executive member of BOD**" is the member other than Company executive managers specified in this Company´s Charter.

h. "**Independent members of BOD**" are member specified in Article 155.2 the Enterprises Law.

i. "**Audit Committee**" is a committee under the BOD which performs the internal audit function.

j. "**Related Person**" is an individual, organization stipulated in Article 4.23 the Enterprises Law and Article 4.46 the Securities Law;

k. **"Company"** means The PAN Group Joint Stock Company;

l. **"The Meeting"** means General Meeting of Shareholders of the Company;

1.2 In this Charter, references to one or several other documents or regulations shall encompass the amended or replaced ones.

1.3 Headings and titles (Chapters, Articles of this Charter) are used for easy understanding and shall not affect the content of this Charter.

CHAPTER II

NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICE AND OPERATION DURATION AND LEGAL REPRESENTATIVE OF COMPANY

Article 2. Names, type, head office, branches and representative office, stamp of Company

2.1 Company name:

- Company name in Vietnamese: CÔNG TY CỔ PHẦN TẬP ĐOÀN PAN

- Company name in English: THE PAN GROUP JOINT STOCK COMPANY
- Abbreviated name: THE PAN GROUP

2.2 The Company is the joint stock company having legal status as an entity in accordance with the applicable law of Vietnam.

2.3 Registered head office:

- Head office address: 81B, National Highway 62, Long An Ward, Tay Ninh Province, Vietnam.
- Tel: (024) 3760 6190
- Email: info@thepangroup.vn Website: www.thepangroup.vn

2.4 The Company´s branches and representative offices shall be established in order to fulfill its targets in compliance with the decision of the BOD and laws of Vietnam.

2.5 The Company has an official seal, decided by the BOD, which is engraved in accordance with the law and the Company's Charter or seal in the form of digital signature in accordance with the law on electronic transactions. The BOD, CEO stipulates the principle of using and managing the seal according to the law.

Article 3. Legal representative of the Company

3.1. The legal representative of the Company is an individual who represents the Company in exercising the rights and performing the obligations arising from the Company´s transactions, who represents the Company as the petitioner in civil matters, as the plaintiff, defendant, or person with related rights and obligations before Arbitration or Courts, and who performs other rights and obligations in compliance with the law.

3.2. The Company has 01 (one) legal representative who is Chairman of the BOD.

3.3. The legal representative of the Company must reside in Vietnam. In case the legal representative leaves Vietnam, they must delegate their authority in writing to another individual residing in Vietnam to carry out the rights and obligations of the legal representative. In this case, the legal representative remains responsible for the delegated rights and obligations.

3.4. In the event that the authorized delegation period expires as stipulated in Article 3.3 and the company's legal representative has not returned to Vietnam and there is no other delegation, the authorized individual continues to carry out the rights and obligations of the legal representative until the legal representative returns to work at the Company or until the Members´ Council decides to appoint another person as the legal representative of the Company.

3.5. If the legal representative of the Company is absent from Vietnam for more than 30 days without delegating authority to another person to carry out the rights and obligations of the legal representative; or if they pass away, go missing, are subject to criminal prosecution, are detained, are serving a prison sentence, are undergoing compulsory administrative measures at compulsory rehabilitation or compulsory education

establishments, are restricted or deprived of civil act capacity, have difficulty in perception or self-control, or are prohibited by the Court from holding positions or from practicing certain professions or jobs, then the Members´ Council appoints another person as the legal representative of the Company.

3.6. Responsibilities of the legal representative of the Company:

a. Responsibilities of the legal representative of the Company:

- Perform the assigned rights and obligations in an honest, prudent, and optimal manner in order to ensure the lawful interests of the Company;
- Remain loyal to the interests of the Company; not take advantage of his/her position or title, nor use trade secrets, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals;
- Promptly, fully, and accurately notify the Company of any enterprises in which he/she or his/her Related Person is the owner, or holds shares or capital contribution, in compliance with the Enterprises Law.
- Fulfill other responsibilities as prescribed by the Enterprises Law and other relevant laws.

b. The legal representative of the Company shall be personally liable for any damage caused to the Company arising from a breach of the above-mentioned responsibilities.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS AND OPERATION

Article 4. Business objectives of Company

4.1 The company´s business lines include:

No	Field/Industry	Code
1	Management Advisories (excluded financial advisory)	7020
2	Market research and public survey *Detail: Market research (CPC 864, exclude CPC 86402)*	7320
3	Unclassified financial service supporting activities Detail: Investment Advisories (excluding financial advisory)	6619 (Main)
4	Farming and Plantation services	0161
5	Livestock services	0162
6	Post-harvest services	0163
7	Farming and livestock mixture (not operated at the office)	0150
8	General cleaning activities Detail: Cleaning services	8121

4.2 Objective of operation of the Company

The objectives of the Company are to mobilize and use capital source efficiently in production and business in order to obtain maximum legal profits; create stable jobs for employees and workers; increase value for shareholders; conduct taxation obligations and other financial obligations in accordance with applicable laws.

Article 5. Scope of business and operation of the Company

5.1 The Company is entitled to set up business plans and carry out business lines posted in National Business Registration Portal, this Charter and applicable law and take appropriate measures to achieve set goals as well.

5.2 The Company will be able to do business lines in other fields provided that they are allowed by law and approved by GMS.

Article 6. Limitation of foreign ownership ratio

Limitation of foreign ownership ratio at the Company is 49%

CHAPTER IV

CHARTER CAPITAL, SHARE, FOUNDING SHAREHOLDER

Article 7. Charter capital, share, founding shareholder

7.1 The Company's Charter capital is VND **2,163,585,800,000** (*In words: Two thousand, one hundred, sixty-three billion, five hundred eighty-five million, eight hundred thousand Vietnam dong*).

The Charter Capital is divided into 216,358,580 shares carrying its par value of VND 10,000 /share.

7.2 The Company may change its Charter Capital upon approval of the GMS granted in accordance with law.

7.3 The Company´s shares on the date of passing this Charter include common and preferred shares (if any). Rights and duties of shareholder holding each kind of share shall be defined at the Article 13 and 14 of this Charter.

7.4 The Company can issue other preferred shares with the approval of the GMS and in compliance with applicable law.

7.5 The existing shareholders must be given the priority to buy the common shares in proportion with their ownership of the Company, unless the GMS decides differently. The Company´s BOD will decide on the remaining shares which are not registered for purchase. BOD may sell those shares to other people in suitable condition and measure as decided by the Board, however, those shares cannot be sold at more favorable conditions than those sold to the existing shareholders, unless the shares are sold by auction in the Stock Exchange.

7.6 The Company may buy the shares issued by the Company in a way defined in this Charter and the existing law.

7.7 The Company may issue other shares pursuant to approval of the GMS and regulations of laws.

Article 8. Share certificate

8.1 The Company´s shareholders are granted with share certificates correlative with numbers and types of the shares they hold for non-custodial shareholders.

8.2 Share certificates are certificates issued by the Company, book entries, or electronic data which certify ownership of one or an amount of shares of the company. A share certificate must contain the information mentioned in Article 121.1 of Enterprise Law.

8.3 Within the period of 30 (thirty) days since sufficient proposal documents are submitted for transferring ownership of shares in accordance with Company´s regulations or within the period of 02 (two) months (or other period according to issuing terms and conditions) since the full payment for purchasing the shares as per the regulations at the Company´s share issuance plan, the share owner is granted with share certificate. The share owner shall not have to pay the Company for the share printing expense.

8.4 In case the certificate of shares is lost, damaged or damaged, the owner of shares may be requested by the Company to be re-issued with a new share certificate at the request of such shareholder. A shareholder request must include the following:
a) Information about shares that have been lost, damaged or otherwise damaged;
b) Commitment to be responsible for any disputes arising from the re-issuance of new shares;.

Article 9. Other securities certificates

The bond certificate or other securities certificates of the Company will be issued with Company´s seal and signature of the legal representative of the Company.

Article 10. Share transfer

10.1 All the shares are freely transferred unless the law, the Charter or issuance regulations regulate differently. The shares listed, registered for transaction on the Stock Exchange will be transferred pursuant to the regulations of the law on securities and securities market.

10.2 Shares which have not yet been fully paid shall not either be transferred or entitled to related rights and benefits such as receiving dividends, receiving shares issued to increase share capital from equity, purchasing new shares and other benefits according to the laws.

Article 11. Share reclamation

11.1 Where a shareholder fails to pay in full and on time the amount payable to purchase shares, the BOD shall notify and have the right to request such shareholder to pay the unpaid amount, take other responsibilities in proportion to the total par value of the

registered shares for the Company's financial obligations arising from the failure to pay in full.

11.2 An announcement requiring the above-mentioned payment must specify the new time-limit for payment (at least (07) seven days from the date on which the announcement is sent) and place for payment, and state that the shares which have not yet been fully paid for shall be withdrawn in case of failure to make payment as required.

11.3 In case the requirements in the announcement are not satisfied, the BOD may have the right to reclaim the number of shares which have not been paid in full and in time.

11.4 The reclaimed shares are considered as authorized shares for offer as stipulated under Article 111.3 of Enterprise Law. BOD may authorize or directly sell or re-allocate those shares in a manner that the BOD consider suitable.

11.5 The owner of the reclaimed shares shall have to abandon his/her status as the shareholder, however he/she will have to pay relevant amount and be responsible for the total par value of shares registered to buy for the financial obligations of the Company arising at the time of reclamation as per the decision of the Board from the day of reclamation to the day of payment. BOD has full rights to decide on coercing the shareholder to make the payment entire share value at the time of reclamation (including as not limited to: the interest no more than 9% per year).

11.6 The announcement of the reclamation shall be sent to the owner holding reclaimed shares before the time of reclamation. The reclamation will still take effect regardless of negligent or mistaken sending of the announcement.

CHAPTER V

STRUCTURE OF ORGANIZATION, MANAGEMENT AND SUPERVISION

Article 12. Structure of organization, management and supervision

12.1 The Company´s structure of organization and management includes:

- General Meeting of Shareholders;
- Board of Directors;
- Chief Executive Officer.

12.2 The Company ensures that at least 20% of the BOD members are independent members and establish an internal Audit Committee under the BOD. Independent members of the BOD and Audit Committee shall be in charge of participating in supervising and organizing the control of the Company's management, internal audit.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 13. Shareholders ' rights

13.1 Ordinary shareholders have rights to:

a. Attend and give opinions at the General Meetings of Shareholders; exercise the right to vote directly or via an authorized representative at the GMS or exercise distance voting. Each ordinary share has one vote;

b. Receive dividends at a rate decided by the GMS;

c. Freely transfer the shares that have been paid for in full in accordance with this Charter and current law;

d. Pre-emptive rights over new shares in proportion with the number of common shares they own;

e. Examine information relating to shareholders and request to alter their incorrect information;

f. Review, look up, and copy Company´s Charter, Meeting Minutes and Resolutions of the GMS;

g. Receive remaining asset of the Company in proportion with his/her holdings when the company is dissolved or bankrupt;

h. Request the Company to re-purchase their shares in the cases as stated in Article 129 in Enterprise Law;

i. Be treated equally. Each share of the same class gives the owner the same rights, obligations and interests. In case the Company has types of preference shares, the rights and obligations associated with those types of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders.

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

k. To have their legitimate rights and interests protected; propose suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders, the Board of Directors in accordance with the Law on Enterprises;

l. Other rights provided by law and this Charter.

13.2 Shareholder or group of shareholders owning at least 5% of the total of the common shares shall have rights to:

a. Request BOD to convene GMS in accordance with Article 115.34 and 140 of Enterprise Law;

b. Review, look up, extract the number of minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, contracts, transactions

must be approved by the Board of Directors and other documents, except documents relating to trade secrets, business secrets of the Company;

c. Request the Audit Committee to look over specific matters associated to the Company´s management, operation if necessary. The Request must be in written form, including names of shareholders, permanent address, nationality, Personal Identification Number for individual shareholder; names, enterprise code or number of establishment decision or business registration, head office address for organizational shareholders, the total number of shares of a shareholder and the time to be registered as shareholder; the total number of shares of a group of shareholders and ownership ratio in the Company´s total shares; matters needed to be investigated and the aims of investigation;

d. Propose the issue to be included in the agenda of the General Meeting of Shareholders. The petition must be in writing and sent to the Company at least 15 days before the opening date. The recommendation must clearly state the name of the shareholder, the number of shares of each type of shareholder, and the proposed issues to be included in the meeting agenda;

e. Nominate people to the Board of Directors. The nomination is made as follows:

Ordinary shareholders who form groups to nominate candidates to the Board of Directors must notify the meeting shareholders of the meeting before the opening of the meeting;

Based on the number of members of the Board of Directors, the shareholder or group of shareholders specified in this Clause is entitled to nominate one or several people according to the decision of the General Meeting of Shareholders as candidates for the Board of Directors. In case the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

f. Other rights stipulated in the law and this Charter.

Article 14. Obligations of Shareholders

Ordinary Shareholders take the following obligations:

14.1 Observe Company´s Charters and internal regulations; follow Decisions made by GMS and the BOD;

14.2 Attend Meeting of GMS and exercise voting right via the following forms:

a. Directly attend and vote at the Meeting;

b. Authorize other person to attend and vote at the Meeting;

c. Attend and vote via online Meeting, electronic voting, or using another electronic medium;

d. Sends votes to the Meeting by post, fax, or email.

14.3 Pay fully and on time the committed amount of capital to buy share as ;

14.4 Fulfill other duties provided by law;

14.5 Confidential the information provided by the Company in accordance with the company's charter and law; only use the information provided to exercise and protect its legitimate rights and interests; It is strictly forbidden to distribute or copy or send information provided by the Company to other organizations or individuals;

14.6 Do not withdraw the capital contributed by ordinary shares from the Company in any form, except when the shares are repurchased by the Company or by someone else. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, such shareholder and the person with related interests in the Company must be jointly responsible for the debts and obligations. Other assets of the Company within the value of the shares were withdrawn and damages occurred;

14.7 Take personal liability when performing one of the following activities in the name of the Company:

a. Violations of law;

b. Doing business or other transactions for personal interests or for interests of others;

c. Payment of undue debts while the company is facing financial risk.

Article 15. General Meeting of Shareholders

15.1 The General Meeting of Shareholders includes all shareholders with voting rights, is the highest decision-making body of the Company. The Annual General Meeting of Shareholders is held 01 (once) a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders in case necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The venue of the meeting of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be in the territory of Vietnam.

15.2 BOD has the rights to summon the annual GMS Meeting and select appropriate venue for the Meeting. The annual GMS has the power to decide the matters regulated by the law and Charter, especially approve the annual financial statement and budget plan for next year. In case audited annual financial report has qualified opinion, independent auditors must be invited to attend the GMS.

15.3 BOD shall convene the extraordinary Meetings of shareholders in the following cases:

a. BOD considers it necessary for the benefits of the Company;

b. If the last number of members of BOD, independent members of BOD is less than quorum regulated by law;

c. Shareholder or group of shareholders as mentioned in Article 13.3 of this Charter request to convene the GMS. The request must be made in writing, stating the reason

and aims of the Meeting, signed by relevant shareholders (or the request can be made in a number of papers to collect all signatures of relevant shareholders);

d. Other cases in accordance with law and this Charter.

15.4 Summon the extraordinary GMS

a. The BOD must convene the GMS within 30 (thirty) days since number of member of BOD, independent member of BOD in this Article 15.3.c or shareholder and group of shareholders mentioned in Article 15.3.b or upon receipt of a request specified in Article 15.3.c and Article 15.3.e;

b. Where BOD does not summon GMS as regulated in Article 15.4.a, within the 30 (thirty) days, shareholder and group of shareholders stipulated in Article 13.2 of this Charter has to right to represent the Company to convene the GMS as prescribed in Article 140.4 of the Enterprise Law.

In this case, shareholder and group of shareholders in this Article summoning GMS may request Business Registration Division to monitor the summoning and organize the Meeting if necessary. Expenses for the summons and carrying out GMS shall be reimbursed by the Company. Personal expenditure to attend the Meeting including accommodation and travelling spent by shareholders is excluded from the above-mentioned expense.

c. The meeting of the General Meeting of Shareholders must perform the tasks specified in Article 140.5 of the Law on Enterprises.

Article 16. Authorities and responsibilities of the shareholders ' Meeting

16.1 The annual GMS has the following rights and obligations:

a. Approve the Company's development orientation;

b. Decide the type of shares and the total number of shares of each class to be offered; decide the annual dividend rate of each type of shares;

c. Elect, dismiss and replace members of the Board of Directors;

d. Decide investment transaction/sale of assets with a value of 35% or more of the total value of assets of the Company, recorded in the latest audited financial statements;

e. Supplement and amend the Company's Charter;

f. Decide to repurchase over 10% of total issued shares of each class;

g. Examining and handling violations of members of the Board of Directors causing damage to the Company and the Company's shareholders;

h. Decide to reorganize, dissolve the Company;

i. Decide the budget or total remuneration, bonus and other benefits for the Board of Directors;

j. Approve the Company's Internal Governance Charter and the Board of Directors' Operating Charter;

k. Approve the list of approved auditing firms; decide that the auditing company is approved to inspect the company's operations, dismiss the approved auditor when considering the necessary teacher;

l. Approve the signing of contracts and transactions with the subjects specified in Article 167.1 of the Enterprises Law with a value equal to or greater than 35% of the total value of the Company's assets as recorded in the latest audited or reviewed financial statements of the Company;

m. Approve loan, lending, or asset sale contracts and transactions with a value greater than 10% of the total assets of the Company as recorded in the latest audited or reviewed financial statements of the Company, entered into between the Company and a shareholder holding 51% or more of the total voting shares, or such shareholder´s Related Person(s);

n. Approve loans or guarantees for members of the Board of Directors, the Chief Executive Officer, other Company Managers who are not shareholders, and their Related Persons, except for cases under the authority of the Board of Directors as provided in Article 40.5 of the Charter;

o. Approve transactions with a value of 35% or more, or transactions that result in an aggregate transaction value within twelve (12) months from the date of the first transaction reaching 35% or more of the total assets of the Company as recorded in the latest audited or reviewed financial statements of the Company, conducted between the Company and any of the following parties:

- Members of the Board of Directors, the CEO, other Company Managers, and their Related Persons;
- Shareholders, authorized representatives of shareholders holding more than 10% of the total ordinary shares of the Company, and their Related Persons;
- Enterprises related to the entities specified in Clause 2, Article 164 of the Enterprises Law.

16.2 The General Meeting of shareholders discusses and approves the following issues:

a. The annual business plan of the Company;

b. Audited annual financial statements;

c. Reports of the Board of Directors and results of activities of the Board of Directors and each member of the Board of Directors, independent members of the Board of Directors are responsible for reporting at the Annual General Meeting of Shareholders;

d. Dividend rate for each share of each class;

e. Number of members of the Board of Directors;

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

g. Decide the budget or total remuneration, bonus and other benefits for the Board of Directors;

h. Approve the list of approved auditing firms; decide that the auditing company is approved to examine the company's operations when deeming it necessary;

i. Supplement and amend the company's Charter, unless the General Meeting of Shareholders has authorized the Board of Directors to perform in each specific case;

j. Class of shares and number of new shares to be issued for each class of shares;

k. Division, separation, consolidation, merger or conversion of the Company;

l. Reorganize and dissolve (liquidate) the Company and appoint a liquidator;

m. Decide to invest or sell assets with a value of [35%] or more of the total asset value recorded in the latest audited or reviewed financial statements of the Company;

n. Decide to repurchase over 10% of total sold shares of each class;

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

p. Approve the transactions specified in Clause 4, Article 293 of the Government's Decree No. 155/2020 / ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and / or other documents. amendment and supplement (if any);

q. Approving the internal regulations on corporate governance and the Board of Directors' Operation Regulations;

r. Other issues under the authority of the General Meeting of Shareholders in accordance with this Charter and the provisions of law.

16.3 All resolutions and issues included in the agenda must be discussed and voted at the General Meeting of Shareholders.

Article 17. Authorize attend the General Meeting of Shareholders

17.1 Shareholders to attend the GMS in accordance with the law can authorize their representatives to attend. In a case of having more than one authorized representative is appointed, the specific number of shares and the specific number of votes authorized to each representative must be specified.

17.2 The authorization for a representative to attend the General Meeting of Shareholders must be made in writing. The authorization document is made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the individual, the authorized organization, the number of authorized shares, the content of authorization, the scope of authorization, term of authorization, signatures of the principal and the authorized party.

17.3 The person authorized to attend the meeting of the General Meeting of Shareholders must submit the written authorization when registering to attend the meeting before attending the meeting. In case of re-authorization, meeting attendees must present the

original authorization document of the shareholder, the authorized representative of shareholder who is an organization (if it has not been registered with the Company before).

17.4 In case a lawyer signs the appointment of a representative on behalf of the attorney, the appointment of a representative in this case will be considered valid only if the appointment of that representative is presented with the document. Authorize a lawyer (if not previously registered with the Company).

17.5 The votes of the authorized person attending the meeting within the scope of authorization are still valid in one of the following cases:

a. The principal is dead, has limited civil act capacity or has lost his / her civil act capacity;

b. The attorney has rescinded the authorization designation;

c. The principal has revoked the authority of the person performing the authorization.

This provision does not apply in case the Company receives notice of one of the above events before the opening of the meeting of the General Meeting of Shareholders or before the meeting is re-convened.

Article 18. Change of rights

18.1 Changes or cancellation of specific rights attached to one preferred shares shall be valid if to be approved by shareholders holding at least 65% common shares. Resolution of the General Meeting of Shareholders on the content that changes the rights and obligations of shareholders who own preferred shares shall only be approved if the number of preferred shareholders of the same type attending the meeting owns 75% of the total number of preferred shares. That type or more agrees or is approved by the preferred shareholders of the same type owning 75% of the total number of such preferred shares in case of passing a resolution in the form of written opinion.

18.2 The organization of a Meeting for the shareholder holding preferred shares to change above mentioned rights shall be valid if at least 02 (two) shareholders (or their authorized representatives) are present and each of them holds at least 1/3 (one-third) of the par value of the issued shares of such class. Where the number of attendees as required above is insufficient, the Meeting shall be reconvened within a period of thirty (30) days and the holders of shares of such class (not depending on the number of holders and the number of shares) who are present directly or via an authorized representative shall be considered to be a sufficient number of attendees. At the Meeting of shareholder holding preferred shares as mentioned above, the holders of the shares of such class who are present directly or via an authorized representative may request a secret ballot. Each share of the same category shall have equal voting right at the Meeting as mentioned above.

18.3 The procedures for conducting such separate Meetings shall be implemented in accordance with Articles 20, 21 and 22 of this Charter.

18.4 Except where otherwise stipulated by the terms of an issue of shares, special rights attached to various classes of shares with preference rights regarding some or all issues on distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 19. Convening the GMS, agenda and notice of GMS

19.1 BOD shall convene the GMS, or the GMS shall be convened in the cases stipulated in Article 15.4.b of this Charter.

19.2 The person convening the GMS shall carry out the following duties:

a. Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the meeting of the General Meeting of Shareholders shall be made no later than 10 (ten) days before the date of sending the notice of invitation to the meeting of the General Meeting of Shareholders. The company must disclose information on the making of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days prior to the final registration date;

b. Prepare the agenda and contents of the Meeting;

c. Prepare the documents of the Meeting

d. Draft resolution of the Meeting according to planned agenda of the Meeting;

e. Determine the time and venue for holding the GMS;

f. Inform and send a notice of the Meeting of the GMS to all shareholders entitled to attend the Meeting.

g. Other works for the Meeting.

19.3 Invitation to attend the Meeting of the GMS shall be sent to all shareholders by a method that ensures it reaches the shareholder's contact address, or be sent from email of the Company (gms@thepangroup.vn or ir@thepangroup.vn) to the shareholder's email address registered with the Vietnam Securities Depository and Clearing Corporation; and at the same time be published on the Company´s website, State Securities Committee and, Stock Exchange, in accordance with legal regulation.

19.4 The convener of the General meeting of shareholders must send the meeting invitation to all shareholders in the list of shareholders entitled to attend the meeting at least 21 (twenty one) days before the opening date of the meeting (from the date of for which the notice is duly sent or dispatched, paid for a fee or placed in the mailbox.

19.5 Agenda of the GMS, documents related to issues voted, in Meeting shall be delivered to shareholders and/or posted on website of Company. If documents have not been attached to notice of GMS, invitation notice shall clearly state link uploading all Meeting documents so that shareholder can access, including:

a. Meeting agenda, documents used during the Meeting;

b. List and information of nominees of members of BOD;

c. Voting slip;

d. Draft of resolution for each issue in Proposal of the agenda.

19.6 A shareholder or group of shareholders referred to in Article 13.2 of this Charter shall have the right to propose issues to be included in the agenda of a Meeting of the GMS. The proposal must be made in writing and must be sent to the Company at least 03 (three) business days before the time of opening of the GMS. The proposal must contain the full names of the shareholders, the number and class of shares held by them, and the items proposed to be included on the agenda.

19.7 The convener of a meeting of the General Meeting of Shareholders has the right to reject the recommendation specified in Article 19.6 in one of the following cases:
a. The petition was not sent on time or is insufficient, or is not in the correct content;
b. At the time of the petition, the shareholder or group of shareholders does not hold 05% or more of the common shares or more as prescribed in Article 13.2 of the Charter;
c. The proposed issue is not within the jurisdiction of the General Meeting of Shareholders;
d. Other cases as provided for by law and this Charter.

19.8 The convener of the General Meeting of Shareholders must accept and include the recommendations specified in Clause 6 of this Article into the proposed agenda and content of the meeting, except for the case specified in Clause 7 of this Article; The proposal is officially added to the agenda and content of the meeting if it is approved by the General Meeting of Shareholders.

Article 20. Conditions for convening the GMS

20.1 The GMS shall be convened when the number of attending shareholders represents at least 51% of the total voting shares.

20.2 In case the first meeting is not eligible for conducting as prescribed in Clause 1 of this Article, the notice of invitation for the second meeting shall be sent within a period of 30 (thirty) days from the date scheduled date to convene the first GMS. The GMS which is convened for a second time shall be conducted when the number of attending shareholders and authorized representatives represent from 33% of the voting shares.

20.3 If the second GMS In case the second meeting is not eligible to conduct as prescribed in Clause 2 of this Article, the notice of invitation for the third meeting must be sent within 20 (twenty) days from the date scheduled to convince the second GMS. The third GMS shall be conducted irrespective of the total number of votes of attending shareholders or authorized representatives.

Article 21. Procedures for conducting and voting at the GMS

21.1 Shareholders, or Proxies can register via email, but still have to carry and present the notice of invitation, personal identification, letter of proxy and other documents necessary with the Organizing Committee to register at the GMS. Shareholders can submit prior information about the authorization documents to the Organizing Committee before opening the Meeting.

21.2 Before opening of the Meeting of the GMS, the Company must carry out procedures to register and must do the registration until all shareholders who are entitled to attend the meeting have registered in the following order:

a. When conducting the registration, the Company grants to each shareholder or authorized representative with the right to vote 01 (one) vote, on which the registration number, full name of the shareholder, full name of the representative is authorized and the number of votes of that shareholder. The Congress elects the people responsible for counting votes or supervising the counting of votes at the proposal of the Chairman. The number of members of the vote counting committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;

b. Any shareholder or authorized representative who comes after opening of the GMS shall be registered and shall have the right to immediately participate in voting upon completion of the registration. The Chairman shall not pause the GMS for the late shareholders to register, and effectiveness of any prior voting which has already been completed shall not be changed.

21.3 The election of the chairman, secretary and the vote counting committee is stipulated as follows:

a. The Chairman of the BOD shall preside over the GMS convened by the BOD. If the Chairman of the BOD is absent or temporarily incapable of working, the BOD members shall vote to elect one of the members of the BOD based on principle of majority.

b. Except for this case in Clause a of this Article, the person who signs to convene the GMS shall chair the Meeting to vote to elect the Chairperson of the Meeting among the attendees and the person who has highest number of votes will be chairperson of the Meeting.

c. The Chairman appoints one or several people to be secretary of the meeting.

d. The General Meeting of Shareholders elects one or more people to the vote counting committee at the request of the meeting chairperson

21.4 The agenda and contents of GMS must be ratified by the shareholders during the opening session. The agenda must specify the time designated for each issue on the agenda.

21.5 The chairman is entitled to take necessary and reasonable measures to control the Meeting in an orderly manner and in conformity with the ratified agenda so that it reflects the demands of the majority of participants:

a. Arrange seats for attendees at the venue of the GMS;

b. Ensure safety for the attendees who are present at the Meeting;

c. Create favorable conditions for shareholders to attend (or continue to attend) the GMS

Create conditions for shareholders to attend (or continue to attend) the meeting. The convener of the meeting of the General Meeting of Shareholders has the right to change

the above measures and apply all necessary measures. The applied measures may be the issuance of admission permits or use of other options

21.6 The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and without opinion. The voting results were announced by the chairman just before the meeting was closed.

21.7 Shareholders or authorized persons arriving after the meeting has opened are still registered and have the right to participate in voting right after registration; in this case, the validity of the previously voted contents does not change.

21.8 The Chairman of the General Meeting can postpone the General Meeting of Shareholders with the full number of participants registered to attend the meeting no more than 03 working days from the date of the intended opening of the meeting and only postpone the meeting or change the meeting location in case The following:

a. The meeting place does not have enough seats for all meeting participants;
b. The means of communication at the meeting place are not guaranteed for shareholders attending, discussing and voting;
c. Having attendees obstruct, disturb the order, risk making the meeting not conducted fairly and legally

21.9 The convener of the General Meeting of Shareholders has the right to request the shareholders or authorized representatives attending the meeting of the General Meeting of Shareholders to be examined or other legal and reasonable security measures. In case there is a shareholder or an authorized representative that fails to comply with the above provisions on inspection or security measures, the convener of the General Meeting of Shareholders, after careful consideration, has the right to refuse or expel him. the majority or the above-mentioned representative leaves the meeting.

21.10 In case the above mentioned measures applied to the GMS takes, the convener may, when making decision about venue of the Meeting:

a. Announce that the GMS shall be held at the venue as stated in the notice of the Meeting and the Chairperson of the Meeting shall be present at the venue ("The official Location of the Meeting");

b. Make arrangements so that shareholders or authorized representatives who fail to attend the Meeting in accordance with this Article or people who wish to attend the Meeting at a location different from the Official Location of the Meeting may still attend the GMS.

A notice on holding the GMS shall not be required to state the detailed measures taken in accordance with this Article.

21.11 In case the chairman postpones or suspends the meeting of 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 the attendees to replace the chairman to run the meeting until the end; All resolutions passed at that meeting are effective for implementation.

21.12 In the event that Shareholder register for remote voting, Shareholder can contact with the Company to register and receive remote voting slip. After voted, Shareholder has to send the voting slip to the Organizing Committee prior to the time of voting. At the time of registration for Shareholders attending the Meeting, the Company will open Shareholders´ letter to check the information of Shareholders. The votes of eligible shareholders will be put into the ballot box and will be checked with the votes distributed at the Meeting. Voting information will be kept confidential until the time of counting votes.

21.13 A shareholder is considered to have attended and voted at the General Meeting of Shareholders in the following cases:

a. The shareholder attends and directly casts votes at the Meeting;

b. The shareholder authorizes another person to attend and cast votes at the Meeting;

c. The shareholder attends and casts votes through online Meeting, electronic voting, or using another electronic medium;

d. The shareholder sends votes to the Meeting by post, fax, or email.

21.14 In case the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company is responsible for ensuring that shareholders attend, vote by means of electronic voting or other forms as prescribed in Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law and any amending or supplementing documents.

Article 22. Approval of resolutions of the GMS

22.1 Except for the case specified in in Article 18.1 and Article 23.8 of this Charter, the Resolution on the following contents of the General Meeting of Shareholders shall be passed if there are 65% or more of the total number of votes with voting rights of all. Shareholders attending the meeting agreed:

a. Amendment and supplement of the Charter;

b. Types of shares and total number of shares of each class;

c. Change industry, industry and business areas;

d. Change of the company's organizational structure and management;

e. Investment project or transaction of buying, selling, pledging or mortgaging assets or other secured or guaranteed transactions of the Company or its branches with a value of 35% or more of the total asset value of the Company calculated according to the latest financial statements.

f. Reorganize or dissolve the Company

22.2 Decisions of the General Meeting of Shareholders on other issues within the authority of the General Meeting of Shareholders are approved when it is approved by the number

of shareholders holding more than 50% of the total votes of all attending shareholders, unless otherwise specified in Clauses 1 and Clause 3 this Article.

22.3 he election of members of the Board of Directors must comply with the principle of cumulative voting as prescribed in Article 148.3 of the Law on Enterprises.

22.4 Any resolution of the GMS which is passed with 100% of voting shares shall be legitimate and effective even if order and procedures for passing such Resolution are not in compliance with regulations.

Article 23. Authority and procedures for collecting written opinions in order to pass resolutions of the GMS

23.1 BOD shall have the right to collect written opinions in order to pass a resolution of the GMS, if it is considered necessary for the interests of the Company, including the case specified in Clause 2, Article 147 of the Law on Enterprises.;

23.2 BOD must prepare written opinion forms, a draft of the resolution of the GMS and other documents explaining the draft resolution. BOD shall send, announce documents to shareholders within appropriate time for vote and send no later than ten (10) days before the ending date of collecting ideas. Requirement and form of sending written opinion forms and attached documents is conducted in accordance with regulations under from Article 19.3, 19.5 of this Charter.

23.3 The written opinion form must contain the following basic information:

a. Name, head office address, number of the enterprise registration certificate;

b. Purpose of collecting written opinions;

c. Full name, permanent address, nationality, Personal Identification Number of a shareholder being an individual; name, number of business registration of a shareholder being organization or name, permanent address, nationality, Personal Identification Number of a shareholder being an organization; number of shares of each class and number of votes of the shareholder;

d. Issue subjected under written opinions to decide;

e. Voting options comprising agreement, non-agreement, or no opinion for each issue of getting written opinions;

f. Time-limit within which the completed written opinion form must be returned to the Company;

g. Full name and signature of the Chairman of the BOD;

23.4 Written opinion form can be returned to the Company in the following forms:

a. By post: The answered opinion form must be signed by individual shareholder, authorized representative or legal representative of institutional shareholder. Every written opinion form sent to the company must be put into sealed envelopes. Envelopes must not be opened before counting time;

b. By email. Written opinion forms sent by email must be kept confidential until the vote counting time.

Written opinion forms sent to the company after the deadline written therein, written opinion forms sent by post in envelopes that are opened, written opinion forms sent by email that are revealed are all invalid. If the written opinion form is not submitted, it will be excluded from voting.

23.5 BOD shall conduct counting of the votes and shall prepare minutes of the counting of the votes in the presence of the Secretary to the BOD, or the person in charge of internal governance, or a shareholder who is not manager of the Company. The minutes of counting of votes shall contain the following basic particulars:

a. Name, head office address, number of the Enterprise Registration Certificate;

b. Purpose of collection of written opinions and issues subjected under written opinions to decide;

c. Number of shareholders with total numbers of votes who have participated in the voting, classifying the votes into valid and invalid and method of sending written opinion form, and including an appendix being a list of the shareholders who participated in the voting;

d. Total number of votes for, against and abstentions on each voting matter;

e. Issues approved;

f. Full name and signature of the Chairman of the BOD, vote counting supervisors, and vote counters.

Members of the BOD, vote counters and vote counting supervisors are jointly responsible for the truthfulness, accuracy of the vote counting record; jointly responsible for damage caused by the decisions decided based on untruthful, incorrect counts of votes;

23.6 Minutes of counting of votes and resolutions must be sent to shareholders within 15 (fifteen) days from the end of vote counting. The sending of minutes of counting of votes and resolutions which can be replaced by posting must be published on the website of the Company within 24 (twenty four) hours from the end of vote counting.

23.7 Written opinion forms which were returned, the minutes of counting of votes, the full text of the resolution which was passed and related documents sent with all of the written opinion forms must be kept at the head office of the Company.

23.8 The resolution subjected under written opinions of shareholders shall be passed if it is approved by a number of shareholders owned over 50% of votes of all shareholders and has the same value as the one passed at the Meeting of the GMS.

Article 24. Minutes and Resolution of the General Meeting of Shareholders

24.1 The GMS must be recorded in writing, audio recordings, or other electronic means of recordings. The Meeting minutes must be made in Vietnamese language (additional English is permitted) and has the following information:

a. Name, company number, headquarter address of the enterprise;

b. Time and location of the GMS;

c. Agenda and contents of the Meeting;

d. Full names of the chair and secretary;

e. Summary of the Meeting and opinions given at the GMS with regard to each issue on the agenda;

f. The number of shareholders and total number of votes of attending shareholders; list of registered shareholders, representatives of shareholders, corresponding amount shares and votes;

g. Total votes on each issue, specifying the voting method, numbers of valid votes, invalid votes, affirmative votes, negative votes; corresponding ratio to total votes of attending shareholders;

h. The issues ratified and corresponding ratio of affirmative votes;

i. Signatures of the chair and secretary. If the chair or secretary refuses to sign the meeting minutes, such minutes shall be effective if signed by all other members of the Board of Directors attending the meeting and fully contain the contents as prescribed in this Clause. Minutes of the meeting clearly state that the chairman and secretary refused to sign the minutes of the meeting

24.2 The minutes made in Vietnamese language and English shall have equal legal effectiveness. In case of any discrepancies between the Vietnamese version and foreign language version, the Vietnamese version shall prevail.

The minutes and resolution of the GMS must be posted on the Company´s website within 24 (twenty-four) hours from the end of the Meeting.

Article 25. Request to rescind resolutions of the GMS

25.1 Within 90 (ninety) days from the date of receipt of the minutes of Meeting or minutes of the written opinions counting, members of the BOD, CEO and shareholders, group of shareholders regulated at Article 13.3 of this Charter shall have rights to request the Court/Arbitrator to consider annulling of the resolution of the GMS in the following cases:

a. The order and procedures for convening the GMS or collecting written opinions and passing a resolution of the GMS did not comply with the Enterprise Law and this Charter unless otherwise stipulated in Article 22.4 of this Charter;

b. Contents of the Resolution contravene the law or this Charter.

25.2 If decision of GMS is annulled under decision of Court or Arbitrator, person convening annulled GMS may consider to re-convene the GMS within 30 (thirty) days in accordance with order and procedures as specified in Enterprise Law and this Charter.

CHAPTER VII

BOARD OF DIRECTORS

Article 26. Nominate, Self-nominate candidates for BOD

26.1 In case the candidates have been determined information about the candidates of the BOD shall be provided in the Meeting documents of the GMS and posted on the website of the Company at least 10 (ten) days prior to opening of the GMS so that shareholders can examine information about the candidates before voting. Candidates of the BOD shall make written warranty on truthfulness, correctness and appropriation of their publicized personal information and that they shall accomplish their duties faithfully, cautious and in the best interest of the Company if being selected as members of the BOD.

26.2 The publicized information of candidates to be nominated as members of BOD shall include the followings:

a. Name, date of birth;

b. Qualification;

c. Work experience;

d. Name of other management position (including position as member of the BOD in other company);

e. Interest related to the Company (if any);

f. The company discloses information about the companies in which the candidate holds the position of member of the Board of Directors, other managerial positions and the interests related to the applicant;

g. Other information (if any).

26.3 Shareholders who hold voting rights shall have the right to aggregate the number of voting rights of each such shareholder to nominate candidates to the BOD.

The right to nominate candidates of a shareholder or group of shareholders holding the corresponding number of shares is prescribed as follows:

- from 5% to less than 10% of shares with voting rights, shall be entitled to nominate 01 (one) candidate;
- from 10% to less than 30% of shares with voting rights, shall be entitled to nominate 02 (two) candidates;
- from 30% to less than 40% of shares with voting rights, shall be entitled to nominate 03 (three) candidates;
- from 40% to less than 50% of shares with voting rights, shall be entitled to nominate 04 (four) candidates,

- from 50% to less than 50% of shares with voting rights, shall be entitled to nominate 05 (five) candidates;
- from 60% to less than 70% of shares with voting rights, shall be entitled to nominate 06 (six) candidates;
- from 70% to less than 80% of shares with voting rights, shall be entitled to nominate 07 (seven) candidates,
- from 80% to less than 90% of shares with voting rights, shall be entitled to nominate up to 08 (eight) candidates.

26.4 In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors may nominate more candidates or hold a nomination. according to the mechanism specified by the Company in the Charter, Internal Regulations on corporate governance. Procedures for the incumbent Board of Directors to introduce candidates to the Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

Article 27. Composition and term of office of members of the BOD

27.1 The number of members of the Board of Directors is at least 05 (five) and at most 11 (eleven), the specific number of members for each term shall be decided by the General Meeting of Shareholders. The term of office of a member of the Board of Directors does not exceed 05 (five) years and may be re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors of a company for no more than 2 consecutive terms. In case all members of the Board of Directors terminate at the same term, such members will continue to be members of the Board of Directors until a new member is elected to replace and take over the work.

27.2 The composition of the Board of Directors of the company must ensure that at least one-third of the total number of Board members are non-executive members.

27.3 The number of independent members of the Board of Directors must meet the following requirements:

a. There must be at least 01 (one) independent member if the company has from 03 (three) to 05 (five) members of the Board of Directors;

b. There must be at least 02 (two) independent members if the company has from 06 (six) to 08 (eight) members of the Board of Directors;

c. There must be at least 03 (three) independent members if the company has from 09 (nine) to 11 (eleven) members of the Board of Directors

27.4 The member of the Board of Directors is no longer a member of the Board of Directors in case he is dismissed, removed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises a.

27.5 Information on appointment of member of the BOD shall be disclosed in accordance with regulations on securities and securities market.

27.6 Members of the BOD need not necessarily be shareholders of the Company.

Article 28. Right and obligations of the BOD

28.1 The Board of Directors is the governing body of the Company, has full authority on behalf of the Company to decide and perform the company's rights and obligations, except for the rights and obligations under the authority of the General Meeting of Shareholders.

28.2 Rights and obligations of the BOD shall be stipulated by law, this Charter and resolutions of the GMS. Specifically, the BOD shall have the following powers and duties:

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

b. To recommend types of shares and the total number of shares to be offered for each class;

c. Decide to sell unsold shares within the number of authorized shares of each class; decide to raise more capital in other forms;

d. Deciding the selling price of shares and bonds of the Company;

e. Decide to redeem shares according to the provisions of Clauses 1 and 2, Article 133 of the Law on Enterprises;

f. To decide on investment plans and investment projects within the competence and limits according to the provisions of law;

g. Decide on market development, marketing and technology solutions;

h. Through contracts of purchase, sale, loan, loan and contract, other transactions with a value of 35% or more of the total value of assets recorded in the latest audited or reviewed financial statements of the Company, except contracts, transactions within the competence to decide of the General Meeting of Shareholders according to the provisions of Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

i. Election, dismissal and removal from office of the Chairman of the Board of Directors and the Vice Chairman of the Board of Directors; appoint, dismiss, sign contract, terminate contract with respect to the Chief Executive Officer, Deputy CEO, Chief Accountant, and other executives; decide the salaries, remuneration, bonuses and other benefits of those managers; appoint an authorized representative to join the Members' Council / Board of Directors or the General Meeting of Shareholders in another company, and decide on the remuneration and other benefits of such persons;

j. Supervising and directing the Chief Executive Officer and other executives in the day-to-day business operations of the Company;

k. Resolving complaints of the Company to the business operator as well as deciding to choose a representative of the Company to resolve issues related to legal procedures for such executives;

l. Decide the organizational structure of the Company, decide on the establishment or dissolution of subsidiaries, branches, representative offices and the capital contribution, purchase and sale of shares of other enterprises;

m. Proposing the reorganization or dissolution of the Company; claim bankruptcy of the Company;

n. To decide on the issuance of the Internal Audit Charter and the Operating Charter of the Audit Committee under the Board of Directors;

o. Approve the agenda, content of documents serving the meeting of the General Meeting of Shareholders, convene a meeting of the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;

p. Proposed annual dividend rate; decide the deadline and procedures for paying dividends or dealing with losses incurred in the business process;

q. Submit annual audited financial statements to the General Meeting of Shareholders;

r. Other rights and obligations in accordance with the law

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

28.3 Except where the law and this Charter stipulates otherwise, the BOD may authorize staff or other manager to deal with work on behalf of the Company.

Article 29. Remuneration, salary and other benefits of the members of the BOD

29.1 The Company has the right to pay remuneration and bonuses to members of the Board of Directors according to business results and efficiency.

29.2 Members of the BOD shall be entitled to remuneration. The total remuneration and bonuses for the BOD shall be determined by the GMS in AGM and shall be distributed to members of the BOD as agreed by the BOD or shall be distributed amongst all members equally if the BOD fails to reach an agreement.

29.3 Remuneration paid to members of the BOD must be recorded in a specific item of annual financial report of the Company. The total remuneration and bonuses shall be shown as a separate item in the annual financial statements of the Company and must be reported to the General Meeting of Shareholders at the annual meeting

29.4 Any member of the BOD who holds an executive position or who works on committees of the BOD or who performs other work which is, in the opinion of the Board, beyond the scope of the normal duties of a member of a BOD may be paid extra remuneration

in the form of a lump sum payment each time, or salary, commission, profit percentage or other form as decided by the BOD.

29.5 Members of the BOD shall be entitled to reimbursement for the cost of meals, accommodation, travel and other reasonable expenses disbursed in order to fulfill his/her responsibilities as a member of the Board, including expenses arising out of attendance at Meetings of the Board or of committees of the Board, or the GMS.

Article 30. Chairman of the BOD

30.1 The Chairman of the Board of Directors is elected from among the members of the Board and dismissed / dismissed by the members of the Board of Directors.

30.2 The Chairman of the Board of Directors has the following rights and obligations:

a. Making action plans and programs of the Board of Directors;

b. Prepare agenda, content, documents for the meeting; convene and chair and chair the meetings of the Board of Directors;

c. Organizing the approval of resolutions and decisions of the Board of Directors;

d. Supervising the implementation of the resolutions and decisions of the Board of Directors;

e. Chairman of the meeting of the General Meeting of Shareholders;

f. Other rights and obligations prescribed in the Law on Enterprises and this Charter.

30.3 In case the Chairman of the Board of Directors is absent or unable to perform his / her duties, he must authorize in writing the Vice Chairman or another member to perform the rights and obligations of the Chairman of the Board of Directors. In case there is no authorized person and / or the Chairman must be absent due to force majeure reasons or the inability to perform his duties in accordance with the law, the remaining members appoint the real Vice Chairman. present the duties of the Chairman of the Board. In case the Vice Chairman is also absent at the same time, the remaining members elect one of the members on the principle that the majority of the members remain to perform the duties of the Chairman until there is a new decision of the Board of Directors.

30.4 The Chairman can be discharged by decision of the BOD. When the Chairman of the BOD resign or are removed, the BOD must elect persons to replace them within a period of 10 (ten) days from the date of receiving the resignation or being dismissed or dismissed.

Article 31. Meetings of the BOD

31.1 Chairman is elected by the BOD in the first Meeting of the BOD in during their term of office. The first Meeting shall be held within 07 (seven) working days from the date the BOD to be elected for that term. This Meeting shall be convened by the member who gains the highest number or percentage of votes. If more than one member gains the same highest number or percentage of votes, such elected members shall elect a person amongst them to convene the Meeting by a majority vote.

31.2 Meeting of the BOD must be at least 01 (one) Meeting every quarter may be an extraordinary meetings.

31.3 The Chairman of BOD must convene a Meeting in the following case:

a. There is suggestion of the CEO or at least 05 (five) executive managers;

b. There is suggestion of independent member of the BOD;

c. There is suggestion of at least 02 (two) members of the BOD;

d. Other cases (if any).

31.4 The proposal specified in Article 31.3 must be made in writing, clearly stating the purpose, issues to be discussed and decisions under the authority of the Board of Directors

31.5 Chairman of the BOD must convene a Meeting of the BOD within 07 (seven) working days from the date of receipt of request as mentioned in Article 31.3. If the Chairman of the BOD does not convene a Meeting pursuant to the request, then the Chairman shall be liable for loss caused to the Company; any person who makes a request for a Meeting as referred to in Article 31.3 has the right to convene a Meeting of the BOD.

31.6 The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting invitation at least 03 (three) working days before the meeting date. The meeting invitation must specify the time and location of the meeting, agenda, issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and votes of the members.

The invitation to a meeting of the Board of Directors can be sent by invitation, phone, fax or electronic means and guaranteed to reach the contact address of each member of the Board of Directors registered at the Company.

31.7 A Meeting of the BOD shall be conducted if at least ¾ (three-quarters) of the members of the Board are present in person or via their authorized representatives if it is accepted by majority of members of the BOD.

If quorum for the Meeting is not satisfied, Meeting shall be reconvened second time within 07 (seven) days from the initial Meeting date. The second Meeting shall be conducted if more than 1/2 (one half) members of BOD attend the Meeting.

31.8 A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:
a. Attend and vote directly at the meeting;
b. Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;
c. Attend and vote through online conferences, electronic voting, mail, fax, email; or other electronic forms

31.9 Meeting of the BOD can be held online or mixture among its members when all or some of members are in different location provided that all members participating in the Meeting can:

a. Listen to speech of each of other members of the BOD;

b. Speak to other BOD´ members at the same time. Discussion between members can be implemented directly via telephone or other means of communication or combination

of these methods. Members of the BOD participating in such Meeting are considered "present" at the Meeting. Venue of the Meeting can be the place where most members are present or where the Chairman is present.

Decisions passed during an online or semi-online meeting are duly organized and conducted, with effect at the conclusion of the meeting but must be confirmed by the signatures in the minutes of all. Board members attended this meeting

31.10 Members of the BOD may send voting ballot to the Meeting via mail, fax, email. If the voting ballot is sent to the Meeting via mail, it must be contained in sealed envelope and must be delivered to Chairman of the BOD at least 01 (one) hour prior to the opening of the Meeting. Voting ballot must be opened with the witness of all participants.

31.11 Voting

a. Except for regulations in Article 31.11.b, each member of the BOD or his or her authorized person as stipulated in Article 31.8, who participating as an individual in a Meeting of the BOD shall have 01 (one) vote;

b. A member of the BOD shall not be permitted to vote on a contract, transaction or proposal in which such member or his/her Related Person has an interest contrary to or possibly contrary to the interests of the Company. Member of the BOD shall not be included in the minimum number of attendees required to be present to hold a Meeting of the BOD regarding resolutions on which such member does not have the right to vote;

c. As regulated in Article 31.11.d, when an issue arises at a Meeting regarding interest or voting right of a member of the BOD but such member does not voluntarily waive his/her voting right, decision of the Chairman of the Meeting shall be final, except where the nature or scope of the interest of the relevant members of the BOD has not been fully announced;

d. Any member of the BOD who benefits from one of the contracts stipulated in Articles 40.5.a and 40.5.b of this Charter shall be considered to have a significant interest in such contract.

31.12 BOD shall pass resolutions and make decisions by the agreement of majority of members of the BOD present at the Meeting. Where the number of votes which agree and the number of votes which do not agree are equal, then the Chairman shall have casting vote.

31.13 Resolution in form of written opinion shall be approved based on agreement of majority of members of the BOD having the voting rights. This resolution shall have the same effect and validity as a resolution passed by members of the BOD at a Meeting.

Article 32. Committees of the BOD

32.1 BOD establishes its committees to be in charge of the Company's development policies, human resources, compensation, internal audit, system monitoring and risk management.

The number of members of each Committee will be decided by the BOD, and should be at least 03 (three), and may include members of the Board of Directors and external

members. Independent members/non-executive members of the BOD should account for majority of the committee and a person among them will be appointed by the BOD to be Head of the committee.

Operation of the committee must comply with the rules stipulated by the BOD. Resolutions of the committee shall only take effect if majority of members attending and voting at Meeting of the committee are members of the BOD.

32.2 Implementation of decision of the BOD, a committee of the BOD or member of a committee must comply with current legal regulations and Company Charter.

Article 33. Persons in charge of corporate governance

33.1 The Board of Directors must appoint at least 01 (one) person to be the person in charge of corporate governance to support the effective corporate governance. The person in charge of corporate governance can concurrently act as the company secretary according to the provisions of Clause 5, Article 156 of the Law on Enterprises.

33.2 The person in charge of corporate governance cannot concurrently work for an approved audit organization that is auditing the financial statements of the Company.

33.3 A person in charge of corporate governance has the following rights and obligations:

a. Advising the BOD on the organization the GMS in compliance with regulations and law and other works related to relationship between the Company and shareholders;

b. Preparing Meetings of the BOD, the Audit Committee and GMS at the request of the BOD or the Audit Committee;

c. Advising on the procedures of Meetings;

d. Participating in Meetings;

e. Advising on procedures for resolutions of the BOD in accordance with regulations of law;

f. Providing financial information, copies of Meeting minutes of the BOD and other information for members of the BOD and the Audit Committee;

g. Monitoring and reporting to the BOD on the operation of information disclosure of the company;

h. Be a liaison point with stakeholders;

i. Ensuring the confidentiality of information in accordance with regulations of law and the Company´s Charter;

j. Other rights and obligations in accordance with regulations of law and Company´s Charter.

CHAPTER VIII

CHIEF EXECUTIVE OFFICER AND OTHER MANAGERS

Article 34. Organization of management structure

Management system of the Company must ensure the managerial structure is responsible before the BOD and under the leadership of the BOD.

The company has CEO, Chief Accountant and other positions appointed by the BOD. The appointment, dismissal and removal of the above positions must be made by resolution of the BOD adopted properly.

Article 35. Company executive officers

35.1 The company executive includes the Chief Executive Officer, Deputy Chief Executive Officer.

35.2 At the proposal of the Chief Executive Officer and with the approval of the Board of Directors, the company is authorized to recruit other operators with the number and standards suitable for the organizational structure and management regulations of the Company prescribed by the Board of Directors. Business operators must be responsible and conscientious to support the Company in achieving its goals in operation and organization.

35.3 The Chief Executive Officer is paid salary and bonus. Salaries and bonuses of the Chief Executive Officer are decided by the Board of Directors.

35.4 Salary of the operator is calculated into the business expenses of the Company in accordance with the law on corporate income tax, which is presented as a separate item in the annual financial statements of the Company and must be reported to the General Meeting of Shareholders at annual meeting.

Article 36. Appointment, removal, duties and powers of CEO

36.1 BOD shall appoint a member of the BOD or another person as the CEO; sign contract which stipulates the salary rate, remuneration, benefits and other relevant terms. Information on salary rates, allowances and benefits of the CEO must be reported at the annual GMS and is stated in the annual report of Company.

36.2 The tenure of the CEO does not exceed 05 (five) years and may be reappointed. The appointment may be invalidated on the basis of the provisions of the labor contract. The CEO shall not bebathe person prohibited by law to hold this position and he/she shall meet the criteria and condition under the laws and Charter of Company.

36.3 The CEO has the following powers and responsibilities:

a. To implement the resolutions of the BOD and the GMS, business plans and investment plans of the Company approved by the BOD and the GMS;

b. To decide all issues without a resolution of the BOD, including signing financial and commercial contracts on behalf of the Company of, organization and operation of daily business activities of the Company in accordance with the best management practices;

c. To propose organization structure, internal management rule of Company to the BOD;

d. To propose measures to improve operation and management of the Company;

b. To propose the number and types of executive managers that the Company needs to recruit for appointment or dismissal by the BOD under the internal rules, and consultation for the BOD to make decision on salary, remuneration, benefits and other terms of the labor contract of the executive managers;

c. To consult the BOD for decision on the number of employees, salary rates, allowances, benefits, appointment, dismissal and other terms related to their labor contracts;

d. By November 30th of each year, the CEO must submit the BOD to approve the detailed business plan for the next fiscal year on the basis of Meeting appropriate requirements of budget as well as financial plan of (05) five year;

e. To prepare the quarterly, annual and long-term estimates of the Company (hereinafter referred to as estimate) for quarterly, annual and long-term management activities of the Company under the business plan. The annual estimate (including balance sheet, report on the result of business and operation and report on expected cash flows) for each fiscal year must be presented for approval of the BOD and must include the information required by regulations of the Company;

i. Other rights and obligations under the provisions of this Charter and the internal management rules of the Company and the resolutions of the BOD, the labor contract signing with the Company.

36.4 The CEO shall take responsibilities before the BOD and the GMS for the performance of duties and powers assigned and must report to these agencies as required.

36.5 The BOD may dismiss the CEO when the majority of BOD attending the Meeting has the right to vote and appoint a new CEO for substitution.

CHAPTER IX

AUDIT COMMITTEE

Article 37. Right and duties of the Audit Committee

37.1 The Audit Committee is established by BOD, to perform supervision function on the principle of independence, truthfulness, objectiveness and confidentiality.

Các quy định về chức năng, nhiệm vụ của Ủy ban Kiểm toán được quy định cụ thể tại Quy chế nội bộ về quản trị Công ty, Quy chế Kiểm toán nội bộ, Quy chế hoạt động của Ủy ban Kiểm toán nội bộ và các quy định, quy chế nội bộ khác.

37.2 The Audit Committee is entitled to exchange with members of the BOD, CEO and other Company´s executive officers to collect fully, accurately and promptly information and

documents on the management, administration and operations of the Company to serve the activities of the Audit Committee.

37.3 The Audit Committee is entitled to receive all copies of resolutions, minutes of the GMS and the BOD, financial information, other information and documents.

37.4 Develop and submit to the Board of Directors risk detection and management policies; propose to the Board of Directors solutions to handle risks arising in the operations of the Company.

37.5 Make a written report to the Board of Directors when detecting that members of the Board of Directors, Chief Executive Officer and other executives fail to fulfill their responsibilities according to the provisions of the Law on Enterprises and the Company Charter.

37.6 Having the right to request the representatives of the approved auditing organization to attend and respond to matters related to the audited financial statements at the meetings of the Audit Committee.

37.7 Use legal advice, accounting or other external consulting services when necessary

37.8 The Audit Committee may issue regulations on operation and submit to the Board for approval. The Audit Committee must hold at least 02 (two) Meetings each year and the Meeting is conducted when there are 2/3 (two-thirds) or more members attending the Meeting.

37.9 Remuneration, salary and other benefits of members of the Audit Committee are decided by the BOD.

Members of the Audit Committee shall be paid for accommodation, travel and other expenses reasonably incurred when they attend Meetings of the Audit Committee or carry out their other activities.

Article 38. Structure of the Audit Committee

38.1 The number of members of the Audit Committee shall be 03 (three) to 05 (five) people. The term of a member of the Audit Committee shall not exceed 05 (five) years and may be re-elected with an unlimited number of terms.

38.2 The members of the Audit Committee are appointed by the Board of Directors. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

38.3 A member of the Audit Committee must have knowledge of accounting and auditing, have a general understanding of the law and operations of the Company and do not fall into the following cases:

a. Work in the accounting and finance department of the Company;

b. Be a member or employee of an auditing organization approved to audit financial statements of the company in the previous 03 (three) consecutive years

38.4 The Head of the Audit Committee has the following rights and responsibilities:

a. Convene a Meeting of the Audit Committee;

b. Communicate with the Board of Directors, the General Director, and other operators to collect relevant information for the operation of the Audit Committee;

c. Prepare and sign the report of the Audit Committee to be submitted to the BOD.

CHAPTER X

DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, AUDIT COMMITTEE, CHIEF EXECUTIVE OFFICER AND OTHER MANAGERS

Article 39. Prudent responsibilities

Any member of the BOD, Internal Audit sub-Committee, the CEO and other executive officers shall be responsible to perform his/her duties including duties in the capacity of member of the committees of the BOD in a truthful and prudent manner for the benefit of Company.

Article 40. Responsibilities to be honest and to avoid conflicts of interests

40.1 Members of BOD, Internal Audit sub-Committee, CEO and other managers must publish the related interests in compliance with regulations stipulated in Article 159 of Law on Enterprises and other relevant law.

40.2 Members of the BOD, Internal Audit sub-Committee, CEO and other executive managers shall not be permitted to use profitable business opportunities of the Company for their personal purposes; and shall not be permitted to use the information obtained by the influence of their own positions for personal purposes or in the interests of other individuals or organizations.

40.3 Members of the Board of Directors, members of the Internal Audit Committee, the Chief Executive Officer and other executives are obliged to notify the Board of the transactions between the Company, its subsidiaries and other companies under the control of the Company. control over 50% or more of the charter capital with that subject itself or with his / her related persons according to the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the securities law on information disclosure.

40.4 member of the Board of Directors is not allowed to vote on a transaction that brings benefits to that member or his / her related persons in accordance with the Law on Enterprises and the Company Charter..

40.5 Contract or transaction between the Company and one or many members of the BOD, Internal Audit sub-Committee, the CEO, other executive managers, or people relating to them shall not be void in the following cases:

a. With respect to a contract valued at less than 35% of the total value of assets recorded in the latest audited or reviewed financial statements of the Company, the important contents of contract or transaction and the relationship and interests of the member of the BOD, members of Audit sub-Committee, the CEO, other executive managers are

reported to the BOD. In addition, the BOD permits the contract or transaction to be executed on the basis of the majority votes of Board´s members have any related interest. The Board of Directors decides to approve the contracts, transactions within 15 days from the date of receiving the notice;

b. With respect to a contract valued at 35% or more of the total value of assets recorded in the latest audited or reviewed financial statements of the Company, the important contents of contract or transaction and the relationship and interests of the member of the BOD, Audit sub-Committee, the CEO, other executive managers is reported to the shareholders who have no related interests and are entitled to vote on such issue, and such shareholders vote in favor of such contract or transaction;

c. The provisions of Points a and b above are also applicable in cases where the company grants loans or guarantees to related organizations of members of the Board of Directors, Chief Executive Officer, other managers whom the company may not provide. The company and the organization are companies in the same group or have a parent-subsidiary relationship;

d. An independent consultancy organization considers that such contract or transaction is fair and reasonable in all respects involving the shareholders of the Company at the time when such contract or transaction is permitted to be executed, or approved by the BOD or GMS.

Member of the BOD, Audit sub-Committee, CEO and other executive managers or the individuals and organizations related to them must not use the non-public information of the Company or disclose that information for other persons to perform related transactions.

Article 41. Liability for damage and compensation

41.1 Member of the BOD, Audit sub-Committee, CEO and other executive managers, who breach their honest and prudent duties, and responsibilities, fail to fulfill their obligations with due diligence and professional capacity shall take responsibility for the damage caused by their breaches.

41.2 Company shall compensate for those who have been, are or may become a party involved in the complaints, lawsuits and prosecution (including civil and administrative cases, and not the lawsuits initiated by the Company as the petitioner) if that person was or is a member of the BOD, the Audit sub-Committee, managers, employees, or representatives authorized by the Company or that person has or is implementing at the request of the Company as member of BOD, executive managers, employees, or authorized representative of the Company provided that he or she has acted honestly and prudently and diligently for the benefit without conflict with the best interests of the Company, on the basis of compliance with the law and no evidence to confirm that that person has violated his/her responsibilities.

41.3 When performing the tasks or executing the work as authorized by the Company, the member of the BOD, Audit sub-Committee, executive managers, employees, or authorized representatives of the Company shall be compensated by the Company

when becoming a party in complaints, lawsuits and prosecution (except for the lawsuits where the petitioner is the company) in the following cases:

a. To have acted honestly, prudently and diligently for the interests and not conflicted with the interests of the Company;

b. To comply with the law and there is no evidence to confirm non-performance of their responsibilities.

41.4 The compensation e includes accrued expenses (including attorney fees), judgment expense, fines, amounts payable arising actually or is considered to be reasonable when dealing with these cases in the framework of the law allowed. The Company can buy insurance for these people to avoid the compensation liability above mentioned.

CHAPTER XI

RIGHTS TO INVESTIGATE BOOKS AND RECORDS OF THE COMPANY

Article 42. Rights to investigate books and records of the Company

42.1 The A common shareholder has the right to look up books and records, specifically as follows:

a. Ordinary shareholders have the right to review, look up and extract information about names and contacts in the list of shareholders with voting rights; request to correct their inaccurate information; review, look up, extract or copy the company's charter, minutes of the meeting of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b. Shareholders or groups of shareholders owning from 05% of the total number of common shares or more have the right to review, look up, extract the minutes book and resolutions, decisions of the Board of Directors, reports of the Audit Committee, mid-year and annual financial statements, contracts, transactions must be through the Board of Directors and other documents, except for documents related to trade secrets, business secrets of the Company.

42.2 In case an authorized representative of a shareholder and a group of shareholders request to look up books and records, there must be a power of attorney of the shareholder and group of shareholders that that person represents or a notarized copy of the paper. this authorization

42.3 Members of the BOD, Internal Audit sub-Committee, CEO and executive managers shall be entitled to check the book of shareholder registration of the Company, the list of shareholders and other books and records of the Company for purposes relating to their positions provided that such information must be kept confidential.

42.4 The Company must keep this Charter and the amendments of the Charter, the business registration certificate, the regulations, the documents proving the ownership of assets, resolutions of the GMS and the Boards of Directors, the minutes of the GMS and the Boards of Directors, the reports of the BOD, the reports of the Audit Committee, the annual financial statements, accounting books and any other documents as prescribed

by law at the headquarters or another place, provided that the shareholders and the business registration agency shall be informed of the document storage location.

42.5 The Charter of Company must be published on the website of the Company.

CHAPTER XII

STAFF AND TRADE UNION

Article 43. Staff and trade union

43.1 The CEO must make a plan for the BOD to approve the issues related to recruitment, labor, compulsory termination of employment, salary, social insurance, welfare, rewards and discipline for employees and executive managers.

43.2 The CEO must make plans for the BOD to approve the issues related to the Company's relationship with the trade union organizations under the standards, practices and the best management policies. The practices and policies specified in this Charter, the company's regulations and current regulations of law.

CHAPTER XIII

PROFIT DISTRIBUTION

Article 44. Profit distribution

44.1 The GMS shall decide the rate of dividend payment and the form of an annual dividend payment from the retained revenue of the Company.

44.2 The Company shall not pay interest on the payment of dividends or the amounts paid related to a class of stocks.

44.3 The BOD may request the GMS to approve the payment of all or part of the dividend in stocks and the BOD is the executing agency of this decision.

44.4 In case the dividends or other amounts related to a class of stock is paid in cash, the Company shall pay in Vietnam dong. The payment can be done directly or through the banks based on detailed information provided by the shareholders. If the Company has transferred in accordance with the bank details provided by shareholders but those shareholders do not receive money, the Company shall not be responsible for the failure to receive. The payment of dividends of the shares listed in the stock exchange can be carried out through a securities company or the Vietnam Securities Depository and Clearing Corporation.

44.5 Pursuant to the Law on Enterprises, the Law on Securities, the BOD shall adopt a resolution to determine a specific date to finalize the list of shareholders. By that day, those who register as a shareholders or owners of securities are entitled to receive dividends, interests, profit distribution, stocks, notice or other documents.

44.6 Other issues related to the profit distribution shall be made in accordance with the law.

CHAPTER XIV

BANK ACCOUNT, RESERVE FUND, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 45. Bank account

45.1 The Company shall open a bank account in a Vietnam´s bank or foreign banks which is allowed to operate in Vietnam.

45.2 Under the prior approval of the authorities, in necessary cases, the Company can open a bank account in an oversea bank in conformity with legal regulations.

45.3 The Company will carry out all payment and accounting transaction through Vietnam dong bank or foreign currency account at banks where the Company opens the bank account.

Article 46. Fiscal year

The Company's fiscal year begins on the first date of January each year and ends on December 31 of such year. The first fiscal year starts from the date of issuance of the business registration certificate and ends on December 31 immediately after the date of issuance of the Enterprise Registration Certificate.

Article 47. Accounting system

47.1 The accounting system that the Company uses is the Vietnam Accounting System (VAS) or another accounting system approved by the Ministry of Finance.

47.2 The Company uses Vietnamese in accounting books. The Company shall keep accounting documents by types of business activity that the Company participates in. These documents must be correct, updated, systematical, and be sufficient to prove and explain transactions of the Company.

47.3 The Company uses Vietnam dong in the accounting. In cases the Company has business operations arising mainly in a foreign currency, the Company may select such foreign currency as its accounting unit, take responsibility for such choice and notify to tax authority that directly manages the Company.

Article 48. Accounting system

Annually, depending on business results, the Company will deduct from profit after tax into the following funds:

- Bonus and welfare;
- Investment and Development Fund;
- Financial provision fund;
- Sustainable Development Fund;

The purposes and principles of using the funds are specified in the Financial Management Regulations of the Company. The Board of Directors submits to the

General Meeting of Shareholders to approve the percentage set aside at the Company's Annual General Meeting of Shareholders.

CHAPTER XV

ANNUAL REPORT, FINANCIAL STATEMENT AND RESPONSIBILITIES FOR PUBLICATION OF INFORMATION

Article 49. Annual, six-month and quarterly statements

49.1. The Company must prepare annual financial statements and be audited in accordance with the law. The Company publishes the annual financial statements that have been audited in accordance with the law on disclosure of information on the stock market and submitted to competent state agencies.

49.2. Annual financial statements must include annex reports and disclosures in accordance with the law on corporate accounting. Annual financial statements must truthfully and objectively reflect the operating situation of the Company.

49.3. The Company must prepare and publish the reviewed 06 (six) month financial statements and the quarterly financial statements in accordance with the law on disclosure of information on the stock market, and posted on the website of the Company. company and submit it to the competent state authority.

Article 50. Annual report

The Company must prepare and publish annual report in accordance with the law on securities and securities markets.

Article 51. Audit

51.1 At the annual GMS, an independent auditing firm which legally operates in Vietnam and which is permitted by the State Securities Commission to audit listed companies shall be appointed to carry out the auditing of the Company for the next financial year on the basis of the terms and conditions as agreed by the BOD.

51.2 The audit report must be attached to the annual financial statements of the Company.

51.3 The auditors performing the Company´s audit shall be allowed to attend the GMS and be entitled to receive notices and other information related to the GMS that the shareholders are entitled to receive and express their opinions on issues related to the audit.

CHAPTER XVI

TERMINATION OF OPERATION AND LIQUIDATION

Article 52. Dissolution of the company

52.1 The Company may be dissolved in the following cases:

a. Being dissolved ahead of time by decision of the GMS;

b. Being revoked the Enterprise Registration Certificate unless otherwise prescribed by the Law on Tax Administration;

c. Other cases as prescribed by regulations of law.

52.2 The dissolution of the Company occurs ahead of time shall be decided by the GMS, the BOD shall implement the decision. This decision on dissolution must be announced or approved by the competent authority (if required) as prescribed by laws.

Article 53. Liquidation

53.1 BOD must establish a Liquidation Committee consisting of three members, no less than (06) six months after a decision on dissolution of the Company is made. The GMS shall appoint (02) two members to the committee and the BOD shall appoint one (01) member from an independent auditing firm. The Liquidation Committee shall make its operational rules. Members of the Liquidation Committee may be selected from the employees of the Company or independent experts. All expenses relating to liquidation shall be paid by the Company in priority to other debts of the Company.

53.2 The Liquidation Committee shall be responsible to report its date of establishment and date of commencement of operation to the business registration agencies. Since that time, the Liquidation Committee shall represent the Company in all work related to the liquidation before a Court and administrative authorities.

53.3 Receivables from the liquidation shall be paid in the following order:

a. Liquidation expenses;

b. Wages, severance allowances, social insurance and other interests of employees under the signed collective labor agreements and labor contracts;

c. Tax payable to State;

d. Other debts of Company;

e. Remaining balance after payment of all debts from item (a) to (d) above shall be distributed to the shareholders. The preferred shares are prioritized for prior payment.

CHAPTER XVII

INTERNAL DISPUTE RESOLUTION

Article 54. Internal dispute resolution

54.1 Where a dispute or a complaint related to the operation of the Company or to the rights and obligations of the shareholders as stipulated in the Charter of Company, the Law on Enterprises and other laws stipulating between:

a. Shareholders and the Company;

b. Shareholder with the BOD, the Audit sub-Committee, the CEO or senior manager,

The relevant parties shall resolve such disputes through negotiation and conciliation. Except where such disputes are related to the BOD or the Chairman of the BOD, the Chairman of the BOD shall preside over resolution of the dispute and shall require each party to present the real factors in the dispute within a period of (15) fifteen business days from the date of arising such disputes. If the dispute involves the BOD or the Chairman of the BOD, any party may require Head of the Audit sub-Committee to appoint an independent expert who shall act as arbitrator during the course of resolution of the dispute.

54.2 If a decision cannot be reached via reconciliation within (06) six weeks from the beginning of the reconciliation process or if the decision of the reconciler is not accepted by the parties, then any party may bring such dispute to economic arbitration or to the economic court.

54.3 The parties shall bear their own costs related to the negotiation and mediation procedures. The payment of the costs of the court shall comply with the judgment of the Court.

CHAPTER XVIII

SUPPLEMENTATION AND AMENDMENT OF CHARTER

Article 55. The Company's Charter

55.1 The supplementation and amendment of this Charter must be considered and decided by the GMS. The General Meeting of Shareholders may authorize the Board of Directors to consider and decide on the amendment and supplementation of the Company´s Charter in certain specific cases, provided that such authorization is expressly stated in a resolution of the General Meeting of Shareholders.

55.2 If legal provisions related to the Company's operations have not been mentioned in this Charter or in the case of the new provisions of law other than the provisions of this Charter, such provisions of the law shall be automatically applied to regulate operation of the Company.

Article 56. Miscellaneous

56.1 This Charter has 18 chapters and 56 articles and was approved, amended, and supplemented by the General Meeting of Shareholders of PAN Group Joint Stock Company on 30 September 2025.

56.2 This Charter is made in two (02) copies of equal value, which be kept at the headquarter of the Company.

LEGAL REPRESENTATIVE OF COMPANY
Chairman of Board of Directors

(signed & sealed)

NGUYEN DUY HUNG