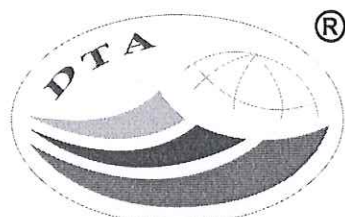


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Hoàn Thiện Giá Trị Cuộc Sống

CHARTER OF DE TAM JOINT STOCK COMPANY

(Amended and supplemented for the 18th time pursuant to the Resolution of the General Meeting of Shareholders No. 15/6/2026/NQ-ĐHĐCĐ dated June 23, 2026)

Ho Chi Minh City, Jun 23, 2026



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CHARTER OF DE TAM JOINT STOCK COMPANY

- Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 approved by the 14th National Assembly on November 26, 2019 and guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law.

INTRODUCTION

This Charter of De Tam Joint Stock Company (hereinafter referred to as “**the Company**”) is the legal basis for all activities of the Company, a joint stock company established and operating under the Enterprise Law, the Securities Law and relevant legal provisions. The Charter, regulations of the Company, resolutions of the General Meeting of Shareholders and the Board of Directors, if validly approved and in accordance with relevant laws, shall be the binding rules and regulations for conducting the Company's business activities.

This Charter was adopted pursuant to the Resolution of the General Meeting of Shareholders No. 15/6/2026/NQ-ĐHĐCĐ dated June 23, 2026.

I. DEFINITION OF TERMS IN THE CHARTER.

Article 1. Explanation of terms.

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

- “Company” means De Tam Joint Stock Company;
- “Business location” means the territory of Vietnam and foreign countries;
- “Charter capital” is the total par value of shares sold or registered to buy when establishing the Joint Stock Company and is stipulated in Article 6 of this Charter;
- “Enterprise Law” means Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and amended and supplemented from time to time.
- “Securities Law” means Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and amended and supplemented from time to time;
- “Establishment Date” means the date on which the Company is first granted the Certificate of Enterprise Registration;
- “Subsidiaries” are enterprises in which the Company invests 100% of the charter capital or has controlling rights;

- "Associate member companies" are enterprises in which the Company has contributed capital but does not have controlling rights and has a close association with the Company through development strategies, market strategies, etc. market, investment orientation, technology, supply of raw materials, market, brand and other related issues in the Company's business activities;
 - "Controlling rights" are the Company's rights with a Subsidiary determined when the Company holds more than 50% of the voting rights in the Subsidiary (the Company may directly own a Subsidiary or indirectly own a Subsidiary through another Company) or when the Company has the right to directly or indirectly appoint the majority of members of the Board of Directors, Director/General Director of that Company or when the Company has the right to decide on amending and supplementing the Charter of that Company;
 - "Law" means all legal documents issued by Vietnamese State agencies at each time;
 - "Management staff" are the General Director, Deputy General Director, Chief Accountant, and other management positions in the Company approved by the Board of Directors;
 - "Related persons" are individuals individuals and organizations specified in Clause 23, Article 4 of the Enterprise Law, Clause 46, Article 4 of the Securities Law;
 - "Major shareholder" is shareholder specified in Clause 18, Article 4 of the Securities Law;
 - "Term of operation" is the term of operation of the Company specified in Article 2 of this Charter and the extension period (if any) approved by the General Meeting of Shareholders (GMS) of the Company by resolution;
 - "Viet Nam" is the Socialist Republic of Vietnam;
2. In this Charter, references to one or more other regulations or documents include amendments or replacement documents.
 3. The titles (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.
 4. Words or terms defined in the Enterprise Law (if not inconsistent with the subject or context) will have the same meaning in this Charter.
 5. Principles of governance and operation of the Company.
 - a. The Company operates on the principles of voluntariness, equality, democracy and respect for the law;
 - b. The highest decision-making body of the Company is the General Meeting of Shareholders
 - c. The General Meeting of Shareholders elects the Board of Directors (BOD) to manage the Company, elects the Board of Supervisors (BOS) to control all business,

governance and operation activities of the Company;

- d. The General Director appointed and dismissed by the Board of Directors shall be in charge of the Company's operations.

II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY.

Article 2. Name, form, head office, branches, representative offices and term of operation of the Company.

1. Company Name:

- Company name in Vietnamese : **CÔNG TY CỔ PHẦN ĐỆ TAM**
- Company name in English : **DE TAM JOINT STOCK COMPANY**
- Abbreviated Company name : **DETAM J.S.C.**
- Trading name : **DTA**

2. The Company is a joint stock company with legal status in accordance with the current laws of Vietnam..
3. The registered office of the Company is located at: 2/6–2/8 Nui Thanh Street, Tan Binh Ward, Ho Chi Minh City, Vietnam.
4. The Company may establish branches and representative offices in the business location to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and within the scope permitted by law.
5. Unless the operation is terminated before the deadline according to Article 56 or the operation is extended according to Article 58 of this Charter, the term of operation of the Company begins from the date of establishment and is indefinite.

Article 3. Legal representative of the Company.

The Company has 01 legal representative, specifically: The Chairman of the Board of Directors or the General Director is the legal representative, with the functions, duties and powers of a legal representative in all activities of the Company.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY.

Article 4. Objectives of the Company's operations.

1. The Company's business lines are all lines of business announced on the national electronic information portal.
2. The Company's operational objectives: The Company's operational objectives are to develop production and business activities according to the industries and professions registered on the National Business Registration Portal, in accordance with the provisions of this Charter and the law, in order to bring profits to the Company, increase

the Company's value and improve the lives, working conditions and income of employees, while fulfilling the obligation to pay taxes to the State budget.

Article 5. Scope of business and operations of the Company.

1. The Company is permitted to plan and conduct all business activities according to the Company's business lines announced on the National Business Registration Portal and this Charter, in accordance with the provisions of current laws and take appropriate measures to achieve the Company's objectives.
2. The Company may conduct business activities in other business lines not prohibited by law and approved by the General Meeting of Shareholders.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS.

Article 6. Charter capital, shares, founding shareholders.

1. The Company's charter capital is VND **195,044,990,000** (in words: *One hundred ninety-five billion forty-four million nine hundred ninety thousand Vietnamese dong*).

The total charter capital of the Company is divided into 19,504,499 shares with a par value of VND 10,000 per share.

2. The Company may increase or decrease its charter capital after approval by the General Meeting of Shareholders and in accordance with the provisions of law.
3. The Company's charter capital may only be used for the Company's business operations, and the charter capital may not be used to distribute to shareholders in any form, except in cases where the General Meeting of Shareholders decides in accordance with the provisions of law.
4. The Company's shares on the date of approval of this Charter include common shares and preferred shares (if any). The rights and obligations of shareholders holding each type of shares are stipulated in Article 12 and Article 13 of this Charter.
5. The Company may issue other types of preferred shares after approval by the General Meeting of Shareholders and in accordance with the provisions of law.
6. Common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to subjects under conditions and in a manner that the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, except in cases where shares are sold through the Stock Exchange by auction.
7. The Company may purchase shares issued by the Company itself in the manners prescribed in this Charter and current laws. Shares repurchased by the Company are treasury shares and the Board of Directors may offer them for sale in ways consistent

with the Securities Law, relevant guiding documents and the provisions of this Charter.

8. The Company may issue other types of securities when approved in writing by the General Meeting of Shareholders and in accordance with the provisions of the Securities Law and the securities market.

Article 7. Share Certificates

1. Shareholders of the Company shall be issued certificates or share certificates corresponding to the number of shares and types of shares owned, except for the cases prescribed in Clause 8, Article 7 of this Charter.
2. The certificate or stock certificate must have the form and content in accordance with the provisions of law and must have the Company's seal and the signature of the Company's legal representative, or the Chairman of the Board of Directors, or an authorized person in accordance with the provisions of the Enterprise Law.

The certificate or stock certificate must include the following information:

- a. Name and address of the Company;
 - b. Number and date of issuance of the Enterprise Certificate;
 - c. Number and type of shares held by the Shareholder;
 - d. Full name of the holder (if the shares are registered shares), including the following main information: Full name, registered address, nationality, ID card number, approveport number, or other legal personal identification if the shareholder is an individual; Name, registered address, nationality, establishment decision number or business registration number if the shareholder is an organization.
 - e. Summary of share transfer procedures;
 - f. Signature of the Company's Legal Representative or Chairman of the Board of Directors or Authorized Person and Company's seal;
 - g. Other information as prescribed by the Enterprise Law and relevant legal documents;
 - h. Each certificate or registered share represents only one type of share.
3. The Company may change the form of recording the ownership of shares of Shareholders in accordance with the provisions of the Law. In case of errors in the content and form of the certificate or certificate of shares issued by the Company, the rights and interests of the Owner shall not be affected, the Chairman of the Board of Directors or the Authorized Person shall be jointly responsible for the damage caused by such errors to the Company.
 4. Within 07 (seven) working days from the date of submission of a complete application for transfer of ownership of shares according to the Company's regulations or within two months (or another period as prescribed by the issuance terms) from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan,

the owner of the shares shall be issued a share certificate. The owner of shares shall not have to pay the Company the cost of printing the share certificate.

5. In case only a number of registered shares in a registered share certificate are transferred, the old certificate will be cancelled and a new certificate recording the remaining shares will be issued free of charge.
6. In case the old registered share certificate is lost, destroyed, erased, damaged, or stolen, the owner of such registered share may request the issuance of a new registered share certificate provided that he/she provides evidence of continued ownership of the shares at the time of the request and pays all relevant expenses to the Company.

The Shareholder's request must include the following:

- a. The share certificate has actually been lost, burned, or otherwise destroyed. In case of loss, he/she further guarantees that a thorough search has been conducted and that, if found, it will be returned to the Company for destruction;
 - b. He/she shall be responsible for any disputes arising from the re-issuance of a new share certificate;
 - c. Shareholders shall be solely responsible for the safekeeping of the Share Certificate and the Company shall not be liable in any case where the Share Certificate is used for fraudulent purposes
7. The holder of an anonymous certificate shall be solely responsible for the safekeeping of the certificate. The Company shall not be liable in any case if the certificate is stolen or used for fraudulent purposes.
 8. The Company may issue registered shares without the form of certificates. The Board of Directors may issue a document permitting registered shares (in the form of certificates or not) to be transferred without the requirement for a transfer document. The Board of Directors may issue documents regulating the certificates and transfer of shares in accordance with the provisions of the Enterprise Law, the Securities Law, the securities market and this Charter.

Article 8. Other securities certificates.

1. After approval by the General Meeting of Shareholders, the Company has the right to issue bond certificates or other securities certificates of the Company (except for offer letters, temporary certificates and similar documents), which will be issued with the seal and signature of the Company's Legal Representative or the Chairman of the Board of Directors, unless otherwise provided for in the terms and conditions of issuance.
2. The Board of Directors shall decide on the type of bond certificates, the total value of bonds or other securities certificates and the time of issuance.

Article 9. Transfer of shares.

1. All shares are freely transferable unless otherwise provided for in this Charter and the

law. Shares listed and registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the Securities Law and the securities market.

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

Article 10. Revocation - inheritance of shares.

1. Revocation of shares.

- a. In case a shareholder fails to fully and timely pay the amount payable to purchase shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount together with interest on that amount and any costs arising from the failure to pay in full to the Company.
- b. The above payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the place of payment and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be revoked.
- c. The Board of Directors has the right to reclaim shares that have not been fully and timely paid in case the requirements in the above notice are not implemented.
- d. The reclaimed shares shall become the property of the Company. The Board of Directors may directly or authorize the sale, redistribution, or settlement to the person whose shares are reclaimed or other subjects under the conditions and in the manner that the Board of Directors deems appropriate.
- e. Shareholders holding reclaimed shares must give up their shareholder status with respect to such shares, but must still pay related amounts and interest at the rate (not exceeding the average interbank interest rate per year) at the time of revocation as decided by the Board of Directors from the date of revocation to the date of payment. The Board of Directors has the full right to decide to enforce payment of the entire value of the shares at the time of revocation or may exempt payment of part or all of that amount.
- f. The notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation shall remain effective even in the event of an error or negligence in sending the notice.

2. Inheritance of shares: In the event of the death of an individual shareholder, the Company recognizes the following persons as having the right to inherit part or all of the shares of the deceased:

- a. The person or persons legally owning the shares as determined by the competent authorities;

- b. In the event that there are many legal heirs, they may appoint a sole representative by notarized authorization. The Company shall not resolve disputes between legal heirs..
- c. The person or persons legally inheriting the shares as prescribed by law, if registered as the owner of the inherited shares, shall, after being registered in the shareholder register, become a new shareholder and shall enjoy all the rights and obligations of the shareholder to whom they are successors.
- d. In case of inheritance of the Employee's shares in the Enterprise purchased with preferential installment payment, the inheritor shall be responsible for the installment payment (if any).
- e. If the owner of the shares purchased with preferential installment payment approves away without an inheritance, the shares shall be recovered and returned to the Company.

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND SUPERVISORS.

Article 11. Organizational, management and supervisors structure.

The organizational, management and supervisors structure of the Company includes:

- General Meeting of Shareholders
- Board of Directors;
- Board of Supervisors;
- General Director and functional departments.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS.

Article 12. Rights of shareholders.

1. Shareholders are the owners of the Company, with rights and obligations corresponding to the number of shares and types of shares they own. Shareholders are only responsible for the debts and other financial obligations of the Company within the scope of the capital contributed to the Company.
2. Holders of common shares have the following rights:
 - a. Attend the General Meeting of Shareholders and exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative on all matters under the authority of the General Meeting of Shareholders;
 - b. Receive dividends corresponding to the capital contribution at the level decided by the General Meeting of Shareholders;
 - c. Freely transfer fully paid shares in accordance with the provisions of this Charter and current laws;
 - d. Have priority in purchasing newly offered shares corresponding to the proportion of

common shares they own;

- e. Review and extract the minutes of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders;
 - f. Review, look up, extract information in the list of shareholders with voting rights and request correction of inaccurate information;
 - g. Review and look up the Company Charter, minutes of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders;
 - h. In case the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company after the Company has paid its debts (including debt obligations to the State, taxes, fees) and paid to shareholders holding other types of shares of the Company in accordance with the provisions of law;
 - i. Request the Company to buy back their shares in the cases specified in Article 132 of the Enterprise Law;
 - j. Other rights as prescribed in this Charter and the law.
3. Shareholders or groups of shareholders holding 05% or more of the total number of common shares for a continuous period of at least six (06) months have the following rights:
- a. The rights specified in Clause 2, Article 12 of this Charter.
 - b. Review, look up, and extract the minutes and resolutions, decisions of the Board of Directors, audited mid-year and annual financial reports (except for secrets about the Company's business operations such as: Marketing techniques, partner selection methods, project selection and investment methods, business operation methods,...).
 - c. Request the Board of Directors to convene an extraordinary General Meeting of Shareholders in the following cases:
 - (i) The Board of Directors seriously violates the rights of shareholders, the obligations of managers or makes decisions beyond the assigned authority;
 - (ii) The term of the Board of Directors exceeds 06 months and a new Board of Directors has not been elected to replace it;
 - (iii) Other cases as prescribed in the Company's Charter.

The request to convene a meeting of the General Meeting of Shareholders must be made in writing and must include the full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Approveport or other legal personal identification for individual shareholders; the name, permanent address, nationality, establishment decision number or business registration number (business registration number) for institutional shareholders; the number of shares and time of share registration of each shareholder, the total number of shares of the group of

shareholders and the ownership ratio in the total number of shares of the Company; the basis and reason for the request to convene a meeting of the General Meeting of Shareholders. The request must be accompanied by specific documents and evidence of violations by the Board of Directors (if any), the level of violations or decisions beyond its authority.

- d. Proposal for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least [05] working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, the period of holding the shares and the number of shares continuously held with the original certified by the Securities Company where the shares are deposited, and the proposed issue to be included in the meeting agenda.
 - e. Check and receive a copy or an excerpt of the list of shareholders entitled to attend and vote at the General Meeting of Shareholders.
 - f. Request the Court or Arbitration to consider and cancel the resolution or part of the resolution of the General Meeting of Shareholders in the cases specified in Article 151 of the Enterprise Law;
 - g. Request the Board of Supervisors to inspect each specific issue related to the management and operation of the Company when there are specific documents and evidence of the violation and the level of violation. The request must be in writing; must include the full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Approveport or other legal personal identification for individual shareholders; registered address, nationality, establishment decision number or business registration number for organizational shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; time of holding shares and number of shares continuously held with original confirmation from the Securities Company where the shares are deposited, the issue to be inspected, purpose of inspection; accompanied by the request must have specific documents and evidence of the violation, the level of violation...
 - f. Other rights are stipulated in this Charter and the law.
4. Shareholders or groups of shareholders owning 10% or more of common shares for a continuous period of at least six (06) months or more have the following rights:
- a. Rights stipulated in Clause 2 and Clause 3 of this Article;
 - b. Nominate candidates for the Board of Directors and the Board of Supervisors in accordance with the respective provisions in Article 26 and Article 39 of this Charter.

Article 13. Obligations of shareholders.

1. Comply with the Company Charter and internal regulations of the Company; comply

with the decisions of the General Meeting of Shareholders and the Board of Directors; Attend or not attend the General Meeting of Shareholders in accordance with the Company's governance regulations and instructions on organizing the General Meeting of Shareholders.

2. Exercise the right to vote directly at the General Meeting of Shareholders or through an authorized representative at that General Meeting of Shareholders.
3. Pay for the shares registered for purchase according to regulations.
4. Provide the correct address when registering to purchase shares. Update personal information (including address, phone number, etc.) in case of changes. The Company is not responsible for not being able to contact shareholders due to not being notified of changes in address, phone number, etc. of that shareholder.
5. Protect the reputation, interests, and assets of the Company.
6. Be personally responsible when performing one of the following acts in the name of the Company in any form:
 - a. Violating the law;
 - b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
 - c. Paying debts that are not due before the Company faces financial risks
7. Organizations and individuals who become major shareholders of the Company must report to the Company, the State Securities Commission and the Stock Exchange (for listed shares, registered for trading) within five (05) working days from the date of becoming a major shareholder in accordance with the provisions of the Securities Law;
8. Performing other obligations in accordance with the provisions of current laws.

Article 14. General Meeting of Shareholders.

1. The annual general meeting of shareholders is held once a year in the form of:
 - a. Direct meeting;
 - b. Or in case of force majeure, when a direct meeting is not possible, it will be held in the form of an online meeting.

The annual general meeting of shareholders must be held within four (04) months from the end of the fiscal year. In case of necessity, the Board of Directors shall decide to extend the annual General Meeting of Shareholders, 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 extraordinary meetings.

2. The General Meeting of Shareholders includes all Shareholders with voting rights as prescribed in this Charter.
3. The General Meeting of Shareholders exercises the right to decide on the contents

through 02 methods:

- a. Voting or voting directly at the General Meeting of Shareholders;
 - b. Voting in writing through collecting written opinions;
4. The Board of Directors convenes the annual General Meeting of Shareholders and selects a suitable location. The annual General Meeting of Shareholders discusses and approves the following issues:
- a. Annual business plan; annual financial report;
 - b. Report of the Board of Directors on the management and performance of the Board of Directors;
 - c. Report of the Board of Supervisors on the business results of the Company, on the management of the Company, of the Board of Directors, General Director, and the Board of Supervisors;
 - d. Dividend level for each share of each type.
 - e. Other issues as prescribed by law and the Company's Charter.

Independent auditors are invited to attend the General Meeting to advise on the approval of annual financial reports.

5. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
- a. The Board of Directors deems it necessary for the benefit of the Company;
 - b. The audited quarterly, six (06) month or annual financial statements reflect that the equity has lost half (1/2) compared to the beginning of the period;
 - c. The shareholder or group of shareholders specified in Clause 3, Article 12 of this Charter requests to convene a General Meeting of Shareholders. The request to convene a General Meeting of Shareholders must be made in writing, stating clearly the reasons and purposes of the meeting, and signed by the relevant shareholders;
 - d. The Board of Supervisors requests to convene a meeting if the Board of Supervisors has evidence that the members of the Board of Directors or senior managers have seriously violated their obligations under Article 160 of the Enterprise Law or evidence that the Board of Directors has acted beyond its authority.
6. Convening an extraordinary meeting of the General Meeting of Shareholders:
- a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date of occurrence of the case specified in Clause 5b, Article 14 or receipt of the request specified in Clauses 5c and 5d, Article 14.
 - b. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point a of this Clause, within the next 30 days, the

Board of Supervisors must replace the Board of Directors in convening a meeting of the General Meeting of Shareholders as prescribed.

- c. In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b of this Clause, within the next thirty (30) days, the shareholder or group of shareholders with the request specified in Clause 5c of this Article shall have the right to replace the Board of Directors and the Board of Supervisors to convene the General Meeting of Shareholders as prescribed in Clause 6, Article 136 of the Enterprise Law.
- d. The convener must prepare a list of shareholders entitled to attend the General Meeting of Shareholders, provide information and resolve complaints related to the list of shareholders, prepare the agenda and content of the meeting, prepare documents, determine the time and place of the meeting, and send a notice of invitation to each shareholder entitled to attend the meeting as prescribed by the Law and this Charter.
- e. All expenses for convening and conducting this General Meeting of Shareholders shall be reimbursed by the Company. This expense does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

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

1. The annual General Meeting of Shareholders has the right to discuss and approve:
 - a. Audited annual financial statements;
 - b. Report of the Board of Directors;
 - c. Report on the activities of the Board of Supervisors;
 - d. Orientation and development plan of the Company.
2. The General Meeting of Shareholders has the right to decide on the following issues:
 - a. Approval of the audited annual financial statements;
 - b. Orientation of the development plan of the Company;
 - c. Annual dividend payment for each type of share in accordance with the Enterprise Law and the rights attached to that type of share;
 - d. Number of members of the Board of Directors and the Board of Supervisors;
 - e. Selection of an independent auditing company; dismissal of the independent auditor when deemed necessary;
 - f. Election, dismissal (except for the end of the term), dismissal and replacement of members of the Board of Directors and the Board of Supervisors;
 - g. Remuneration regime of members of the Board of Directors, the Board of Supervisors and the Remuneration Report of the Board of Directors, the Board of

Supervisors;

- h. Supplementing and amending the Company Charter, except for the case of adjusting the Charter Capital according to the results of the offering or due to the sale of additional new shares within the number of shares authorized for offering or according to the results of the conversion or swap that have been issued by the Company, the amendment and supplementation of the Company Charter in this case will be decided by the Board of Directors;
- i. Types of shares and number of new shares issued for each type of shares and the transfer of shares of founding members within the first three (03) years from the date of establishment;
- j. Division, separation, consolidation, merger or conversion of the Company;
- k. Reorganization, dissolution (liquidation) and appointment of liquidators;
- l. Inspection and handling of violations by the Board of Directors and the Board of Supervisors causing damage to the Company and shareholders;
- m. Investment decisions or transactions to sell assets of the Company or Branches with a value equal to or greater than 35% or more of the total asset value of the Company and its branches as recorded in the most recent audited financial statements

In case the adjustment as prescribed in Point p, Clause 3, Article 27 of this Charter leads to an increase in the total investment compared to the old approved level, the percentage of the increase is within the approval authority of the General Meeting of Shareholders, the Board of Directors shall implement and must report to the shareholders and submit to the shareholders for approval at the most recent General Meeting.
- n. Decisions on repurchasing more than 10% of the total number of issued shares of each type;
- o. Decisions on the Company or its branches signing contracts or transactions with entities specified in Article 162.1 of the Enterprise Law with a value greater than 20% of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;
- p. Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors; Board of Supervisors.
- q. Approve the internal governance regulations; regulations on the operation of the Board of Directors; Board of Supervisors.
- r. Other issues as prescribed by law and this Charter.

Article 16. Authorized representatives attending the General Meeting of Shareholders.

1. Shareholders who are entitled to attend the General Meeting of Shareholders according to law may attend in person or authorize an individual or organization to attend as their representative.
2. A person authorized by a shareholder to attend the General Meeting of Shareholders is not allowed to re-authorize another person and must not act beyond the scope of authorization.
3. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing. The authorization document is made according to the form issued by the Company, or at a competent State agency or notary office, ensuring compliance with the provisions of civil law and must clearly state the name of the authorized individual or organization and the number of authorized shares and must have the signature as prescribed below:
 - a. In case an individual shareholder is the authorizer, the authorization document (according to the form issued by the Company, with the Company's seal) must have the full name and signature of that shareholder and the person authorized to attend the meeting; in case the authorization is made by an Authorization Contract or Authorization Paper in a form different from the one issued by the Company, it must be notarized by the State according to regulations.
 - b. In case an organization shareholder is the authorizer, the authorization document must have the signature of the authorized representative, the legal representative of the organization shareholder and the individual authorized to attend the meeting or the legal representative and the seal of the organization authorized to attend the meeting.

The person authorized to attend the General Meeting of Shareholders must submit the original authorization document and other necessary documents to the delegate qualification verification department as prescribed before entering the meeting room.

4. The authorized representative must meet the following standards and conditions:
 - a. Have full civil act capacity;
 - b. Not be subject to the prohibition of establishing and managing enterprises;
 - c. Other standards and conditions as prescribed by law.
5. Shareholders who are organizations have the right to appoint 01 (one) authorized representative to exercise their shareholder rights as prescribed by law and this Charter..
6. The appointment, termination or change of an authorized representative must be notified to the Company in writing and shall only be effective for the Company from the date the Company receives the notice. The authorization document must have the main contents as prescribed in Clause 4, Article 14 of the Enterprise Law.
7. Except for the case specified in Clause 6 of this Article, the voting ballot of the person

authorized to attend the meeting within the scope of authorization shall remain valid when one of the following cases occurs:

- a. The authorized person has died, has limited civil act capacity or has lost civil act capacity;
- b. The authorized person has revoked the authorization appointment;
- c. The authorized person has revoked the authority of the person performing the authorization.

This provision shall not apply in the event that the Company receives notice of one of the above events more than forty-eight hours before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Change of rights.

A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be approved if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of approving the resolution in the form of obtaining written opinions.

Article 18. Convening, meeting agenda and notice of the General Meeting of Shareholders.

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders or a meeting of the General Meeting of Shareholders shall be convened in accordance with the cases specified in Article 14 of this Charter.
2. The person convening the meeting of the General Meeting of Shareholders must perform the following tasks:
 - a. Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders.
 - b. The delegates who are automatically present at the General Meeting of Shareholders are members of the Board of Directors and the Board of Supervisors. Delegates who are not shareholders have the right to speak but do not have the right to vote.
 - c. Determine the time and place of the meeting;
 - d. Prepare the agenda and content of the meeting;
 - e. Draft resolutions of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors and Board of Supervisors;
 - f. Notify and send notice of the General Meeting of Shareholders to all shareholders

who are entitled to attend the meeting.

3. Notice of the General Meeting of Shareholders is sent to all shareholders by secured means and simultaneously published on the electronic information pages of the Company and the State Securities Commission, and the Stock Exchange. The person convening the General Meeting of Shareholders must send a notice of meeting 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 General Meeting of Shareholders (calculated from the date the notice is validly sent or transmitted). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website.

In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- a. Meeting agenda, documents used in the meeting;
 - b. List and detailed information of candidates in case of election of members of the Board of Directors, Supervisors in case the candidate information has been determined in advance;
 - c. Voting ballot;
 - d. Form of appointment of authorized representative to attend the meeting;
 - e. Draft resolution for issues expected in the meeting agenda.
4. Shareholders or groups of shareholders as prescribed in Clause 3, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least five (05) working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the shareholder's full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Approveport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for institutional shareholders; the number and type of shares held by the shareholder, and the proposed issue to be included in the meeting agenda.
 5. The person convening the General Meeting of Shareholders has the right to reject proposals related to Clause 4, Article 18, and must respond in writing and state the reasons no later than 02 (two) working days before the opening date of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only reject the proposal if it falls under one of the following cases:
 - a. The proposal is not sent on time, is insufficient, or has incorrect content;
 - b. At the time of the proposal, the shareholder or group of shareholders does not have at least 05% of common shares for a continuous period of at least six (06) months;

- c. The proposal does not include the required information and the proposed issue is not within the authority of the General Meeting of Shareholders to discuss and approve;
6. In the event that all shareholders representing 100% of the shares with voting rights attend the General Meeting of Shareholders in person or through authorized representatives, the decisions unanimously approved by the General Meeting of Shareholders shall be considered valid even in the event that the convening of the General Meeting of Shareholders does not follow the correct procedures or the voting content is not included in the agenda.
7. The person convening the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 5 of this Article. The proposal shall be officially added to the agenda and content of the meeting if it is approved by the General Meeting of Shareholders with a rate of more than 50% of the total votes of all shareholders attending the meeting..

Article 19. Conditions for holding a General Meeting of Shareholders.

1. The General Meeting of Shareholders is considered valid when the number of shareholders and authorized representatives attending the meeting represents more than 50% of the total number of voting shares present.
2. In case there is not enough number of delegates required within thirty minutes from the time of setting the opening of the meeting, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the date of the first General Meeting of Shareholders. The second General Meeting of Shareholders shall only be held when the number of shareholders attending the meeting represents at least 33% of the shares with voting rights.
3. In case the second meeting cannot be held due to the lack of sufficient delegates within thirty minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders may be convened within twenty (20) days from the scheduled date of the second meeting. In this case, the meeting shall be held regardless of the number of shareholders or authorized representatives attending and shall be considered valid and shall have the right to decide all matters that the first General Meeting of Shareholders may approve.
4. Upon request of the Chairman, the General Meeting of Shareholders shall have the right to change the meeting agenda sent together with the meeting invitation as prescribed in Article 18.3 of this Charter.

Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders.

1. On the day of the General Meeting of Shareholders, the Company must carry out the shareholder registration procedure and must carry out the registration until all

shareholders who are entitled to attend the meeting are present and registered.

2. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is recorded the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. When voting at the meeting, the number of cards in favor of the resolution shall be collected first, the number of cards opposing the resolution shall be collected later, and finally the total number of votes in favor or against shall be counted to decide. The total number of votes in favor, against, and abstentions for each issue shall be announced by the Chairman immediately after the voting on that issue. The General Meeting shall elect those responsible for counting votes or supervising the counting of votes at the request of the Chairman. The number of members of the counting committee shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting, but shall not exceed three people.
3. Shareholders or authorized representatives who attend the General Meeting of Shareholders after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting. The Chairman is not responsible for stopping the meeting to allow late shareholders to register and the validity of the voting rounds conducted before the late shareholders attended will not be affected.
4. The General Meeting of Shareholders will be chaired by the Chairman of the Board of Directors or authorized by another member of the Board of Directors to chair the meeting. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case none of them can chair the meeting, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect a meeting chair from among the attendees and the person with the highest number of votes shall chair the meeting. The Chairman elected by the General Meeting of Shareholders shall appoint a secretary to take minutes of the meeting. In case of election of Chairman, the name of the nominated Chairman and the number of votes for the Chairman must be announced.

In other cases, the person who signs the summons for the General Meeting of Shareholders shall conduct the meeting. The General Meeting of Shareholders shall elect the Chairman of the meeting and the person with the highest number of votes shall chair the meeting.

5. The Chairman's decision on the order, procedures or events arising outside the agenda of the General Meeting of Shareholders shall be of the highest judgment.
6. The Chairman of the General Meeting may postpone or suspend the meeting when there is a consensus or request from the General Meeting of Shareholders with the necessary

number of delegates present.

7. In case the Chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 6, Article 20, the General Meeting of Shareholders shall elect another person from among the attending members to replace the Chairman to conduct the meeting until its conclusion and the validity of the votes at that meeting shall not be affected.
8. The Chairman of the General Meeting and the Secretary of the General Meeting may conduct activities that they deem necessary to conduct the General Meeting of Shareholders in a valid and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees. The Presidium of the General Meeting of Shareholders may be established when the Chairman deems it necessary and is appointed by the Chairman. The Presidium shall perform a number of tasks to assist the Chairman in conducting the General Meeting of Shareholders.
9. The Board of Directors may request shareholders or authorized representatives attending the General Meeting of Shareholders to be subject to inspection or security measures that the Board of Directors deems appropriate. In the event that a shareholder or authorized representative refuses to comply with the above regulations on inspection or security measures, the Board of Directors, after careful consideration, may refuse or expel the said shareholder or representative from attending the General Meeting.
10. The Board of Directors, after careful consideration, may take measures that the Board of Directors deems appropriate to:
 - a. Adjust the number of people present at the main location of the General Meeting of Shareholders;
 - b. Ensure the safety of everyone present at that location;
 - c. Create conditions for shareholders to attend (or continue to attend) the meeting.

The Board of Directors has full authority to change the above measures and apply all measures if the Board of Directors deems necessary. The measures applied may be to issue entry tickets or use other forms of selection.

11. In case the above measures are applied at the General Meeting of Shareholders, the Board of Directors, when determining the location of the meeting, may:
 - a. Notify the meeting to be held at the location stated in the notice and the Chairman of the meeting shall be present there (“Main Location of the Meeting”);
 - b. Arrange and organize so that shareholders or authorized representatives who cannot attend the meeting according to this Article or those who wish to attend at a location other than the main location of the meeting can simultaneously attend the meeting;

The notice of holding the meeting does not need to specify the organizational measures according to this Article.

12. In this Charter (unless otherwise required by circumstances), all shareholders are deemed to attend the meeting at the main location of the meeting.

Every year, the Company organizes the General Meeting of Shareholders at least once (01). The annual General Meeting of Shareholders shall not be organized in the form of collecting shareholders' written opinions.

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

1. The General Meeting of Shareholders shall approve all Resolutions by direct voting at the General Meeting of Shareholders or by obtaining written opinions from shareholders.
2. The decisions of the General Meeting of Shareholders on the following issues shall only be passed when approved by 65% or more of the total votes of shareholders present in person or through authorized representatives present at the General Meeting of Shareholders (in case of holding a meeting in person) or more than 50% of the total votes of all shareholders with voting rights (in case of collecting shareholders' opinions in writing):
 - + Types of shares and total number of shares of each type;
 - + Changes in the Company's organizational and management structure;
 - + Changes in business lines and fields;
 - + Amendments to the Company's Charter;
 - + Decisions on investment or transactions to sell assets of the Company or Branches with a value equal to or greater than 35% or more of the total asset value of the Company and its branches as recorded in the most recent audited financial statements;
 - + Reorganization or dissolution of the Company.
3. The remaining issues under the authority of the General Meeting of Shareholders shall be approved when more than 50% of the total votes of all shareholders attending the meeting approve (in case of holding a direct meeting) or more than 50% of the total votes approve (in case of collecting shareholders' opinions in writing).
4. Voting to elect members of the Board of Directors and the Board of Supervisors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Board of Supervisors and shareholders have the right to accumulate all their votes for one or several candidates. The elected members of the Board of Directors or the Board of Supervisors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company's Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors or the Board of Supervisors, the

member with the higher number of personal shares and continuous holding period shall be selected. In case (02) of these two members own the same number of personal shares and continuous holding period, a re-election will be held for those two (02) candidates. In case the re-election results of these candidates are still equal, the selection shall be based on the criteria prescribed for candidates for the position of members of the Board of Directors or the Board of Supervisors in the Election Regulations or the Company's Charter.

5. Decisions approved by the General Meeting of Shareholders by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening, the content of the meeting agenda and the meeting procedures are not implemented correctly as prescribed.
6. The decision of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within fifteen days from the date of the decision being approved. In case the Company has a website, the sending of the Resolution can be replaced by posting it on the Company's website.

Article 22. Authority and procedures for obtaining written opinions from shareholders to approve decisions of the General Meeting of Shareholders.

The authority and procedures for obtaining written opinions from shareholders to approve decisions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to approve decisions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the Company.
2. The decision of the General Meeting of Shareholders shall only be passed when approved by the number of shareholders representing more than 50% of the total number of votes of all shareholders with voting rights.
3. The Board of Directors must prepare the opinion ballot, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the opinion ballot. The requirements and method of sending the opinion ballot and accompanying documents shall comply with the provisions of Clause 3, Article 18 of this Charter.
4. The opinion form must contain the following main contents:
 - a. Name, head office address, number and date of issuance of the Business Registration Certificate, place of business registration of the Company;
 - b. Purpose of opinion collection;
 - c. Full name, contact address, nationality, ID card number, Citizen ID card, Approveport or other legal personal identification of individual shareholders; name,

enterprise code or establishment decision number/business registration number, head office address of organizational shareholders or full name, contact address, nationality, legal document number of individual for representatives of organizational shareholders; number of shares of each type and number of votes of shareholders;

- d. Issues requiring opinion collection to approve the decision;
 - e. Voting options include approval, disapproval and no opinion for each issue to be polled;
 - f. Deadline for returning completed opinion forms to the Company;
 - g. Full name and signature of the Chairman of the Board of Directors.
5. The completed opinion form must be signed by the individual shareholder, or the legal representative of the organization shareholder or the individual, the legal representative of the authorized organization.

The ballot paper sent to the Company must be in a sealed envelope and no one is allowed to open it before the vote count by sending it directly or by mail (based on the postmark) to the Company's headquarters address. Any ballot paper sent to the Company after the deadline specified in the ballot paper or opened by fax or email is invalid. Any ballot paper not returned is considered a non-voting ballot.

6. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Board of Supervisors or shareholders who do not hold management positions in the Company. The vote counting record must contain the following main contents:
- a. Name, head office address, number and date of issuance of the Business Registration Certificate, and place of business registration of the Company;
 - b. Purpose and issues requiring opinions to approve the resolution;
 - c. Number of shareholders with total number of votes participated in the vote, in which the number of valid votes and invalid votes are distinguished and the method of sending the votes, with an appendix of the list of shareholders participating in the vote;
 - d. Total number of votes in favor, against, and without opinion on each issue;
 - e. Decisions approved and corresponding percentage of votes approved;
 - f. Full name and signature of the Chairman of the Board of Directors and/or the legal representative of the Company, the vote counter and the vote counting supervisor.

The members of the Board of Directors, the vote counter and the vote counting supervisor shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and shall be jointly responsible for damages arising from decisions approved due to dishonest and inaccurate vote counting.

7. The vote counting minutes and the Resolution must be sent to shareholders within fifteen (15) days from the date of completion of the vote counting. In case the Company has a website, the sending of the vote counting minutes may be replaced by posting them on the Company's website within twenty-four (24) hours from the time of completion of the vote counting.
8. The completed ballots, the vote counting minutes, the full text of the approved resolutions and relevant documents attached to the ballots must all be kept at the Company's head office.
9. Resolutions approved by way of collecting shareholders' opinions in writing are as valid as resolutions approved at the General Meeting of Shareholders.

Article 23. Minutes of the General Meeting of Shareholders.

1. The person presiding over the General Meeting of Shareholders must be responsible for organizing the storage of the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders must be published on the Company's website within 24 (twenty-four) hours. The minutes must be prepared in Vietnamese, signed by the Chairman of the meeting and the Secretary, and made in accordance with the provisions of the Enterprise Law and this Charter. The records, minutes, signature documents of shareholders attending the meeting and the authorization to attend must be kept at the Company's head office.
2. Minutes of the General Meeting of Shareholders may be recorded or recorded and stored in other electronic forms. The minutes must be made in Vietnamese, and contain the following main contents:
 - a. Name, head office address, number and date of issuance of the Certificate of Business Registration, place of business registration of the Company;
 - b. Time and place of the General Meeting of Shareholders;
 - c. Meeting agenda and content;
 - d. Full name of the chair and secretary;
 - e. Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - f. Number of shareholders and total number of votes of shareholders attending the meeting, appendix of the list of shareholders registered, shareholder representatives attending the meeting with the corresponding number of shares and votes;
 - g. Total number of votes for each voting issue, clearly stating the total number of valid, invalid, approving, disapproving and abstaining votes; corresponding percentage of the total number of votes of shareholders attending the meeting;
 - h. Issues approved and corresponding percentage of votes approved;
 - i. Full name and signature of the chairman and secretary.

In case the chairman and secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairman and secretary to sign the meeting minutes.

3. The chairman and secretary of the meeting or other persons signing the meeting minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

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

Within ninety (90) days from the date of posting the minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting for the General Meeting of Shareholders, shareholders, groups of shareholders holding 05% or more of the total number of common shares for a continuous period of at least six (06) months, members of the Board of Directors, General Director, members of the Board of Supervisors have the right to request the Court or Arbitration to consider and annul the decision of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and issuing resolutions of the General Meeting of Shareholders are not implemented in accordance with the provisions of the Enterprise Law and this Charter, except for the case specified in Clause 5, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.
3. In case a shareholder or group of shareholders requests the Court or Arbitration to annul the Resolution of the General Meeting of Shareholders in accordance with the provisions of this Charter, such Resolutions shall remain effective until the Court or Arbitration makes a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

In case the decision of the General Meeting of Shareholders is annulled according to the decision of the Court or Arbitration, the person convening the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within 30 days in accordance with the procedures prescribed in the Enterprise Law and this Charter.

VII. BOARD OF DIRECTORS.

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

1. In case the candidates have been determined in advance, information related to the candidates for the Board of Directors shall be included in the documents of the General Meeting of Shareholders, and announced at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website, so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must meet the standards and conditions specified in Article 155 of the Enterprise Law.

2. In case the number of candidates for the Board of Directors through nomination and candidacy is still not sufficient, the incumbent Board of Directors may nominate additional candidates. The criteria for candidates nominated by the Board of Directors shall be in accordance with the prescribed standards for candidates for membership of the Board of Directors specified in Clause 1, Article 25 of the Company's Charter.

The procedure for the incumbent Board of Directors to introduce candidates for the Board of Directors must be clearly announced, must comply with the regulations on standards and conditions for Board of Directors members, and must be approved by the General Meeting of Shareholders before the nomination is made in accordance with the provisions of law.

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

1. The Board of Directors has a minimum of (03) three members and a maximum of (05) members elected or dismissed by the General Meeting of Shareholders. The term of office of the Board of Directors is five (05) years. The term of office of a Board of Directors member shall not exceed five (05) years; Board of Directors members may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 consecutive terms. The total number of non-executive Board members must account for at least one-third (1/3) of the total number of Board members and there must be at least 01 independent Board member. The minimum number of non-executive Board members is determined by rounding down. In case a Board member resigns or is dismissed but does not reduce the total number of Board members to less than the minimum number of members and still ensures the normal operation of the Company, the Board of Directors will continue to operate normally and no new Board members will be elected until the Annual General Meeting of Shareholders.
2. The Board of Directors of the term just ended will continue to operate until a new Board of Directors is elected and takes over the work.
3. The Board of Directors consists of 01 Chairman and members. The Board of Directors elects and dismisses the Chairman of the Board of Directors by direct voting or secret ballot with a majority of votes in favor (calculated according to the number of members of the Board of Directors).
4. The Board of Directors adopts decisions by voting at meetings or by obtaining written opinions. Each member of the Board of Directors has one vote.
5. Members of the Board of Directors are nominated by founding shareholders according to the percentage of shares owned by each founding shareholder. Founding shareholders have the right to pool their share ownership ratios together to vote to nominate members of the Board of Directors.
6. Shareholders holding common shares for a continuous period of at least 06 (six) months have the right to aggregate their voting rights to nominate candidates for the Board of

Directors. Shareholders or groups of shareholders holding from 10% (ten percent) to less than 20% (twenty percent) of the total number of voting shares may nominate 01 (one) candidate; from 20% (ten percent) to less than 30% (thirty percent) of the total number of voting shares may nominate a maximum of 02 (two) candidates; from 30% (thirty percent) to less than 40% (forty percent) of the total number of voting shares may nominate a maximum of 03 (three) candidates; from 40% (forty percent) to less than 50% (fifty percent) of the total number of voting shares may nominate a maximum of 04 (four) candidates; from 50% (fifty percent) to less than 60% (sixty percent) of the total number of voting shares can nominate a maximum of 05 (five) candidates; from 60% (sixty percent) to less than 70% (seventy percent) of the total number of voting shares can nominate a maximum of 06 (six) candidates; from 70% (seventy percent) of the total number of voting shares or more can nominate the required number of candidates.

7. A member of the Board of Directors will no longer be a member of the Board of Directors and will be dismissed or removed from office at the next nearest General Meeting of Shareholders in the following cases:
 - a. That member is not qualified to be a member of the Board of Directors according to the provisions of the Enterprise Law or is prohibited by law from being a member of the Board of Directors;
 - b. That member submits a written resignation letter to the Company's head office and is accepted;
 - c. Suffers from a mental disorder and another member of the Board of Directors has professional evidence proving that he or she no longer has capacity to act;
 - d. That member is absent from attending meetings of the Board of Directors for six (06) consecutive months, and during this period the Board of Directors does not allow that member to be absent and has decided that his or her position is vacant;
 - e. That member is dismissed from the Board of Directors by a decision of the General Meeting of Shareholders;
8. The appointment of a member of the Board of Directors must be disclosed in accordance with the provisions of the Securities Law and the securities market.
9. A member of the Board of Directors may not be a shareholder of the Company.

Article 27. Powers and duties of the Board of Directors.

1. The Board of Directors is the Company's management body, with full authority on behalf of the Company to decide and exercise the Company's rights and obligations that are not under the authority of the General Meeting of Shareholders or/and to decide and perform tasks when assigned by the General Meeting of Shareholders.
2. The Board of Directors is responsible for supervising the General Director and other managers.

3. The rights and obligations of the Board of Directors are stipulated by law, the Company's Charter, the Company's internal regulations and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
- a. Decide on the Company's strategy, medium and long-term development plans and annual business plans;
 - b. Determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;
 - c. Appoint, dismiss, remove, sign contracts, terminate contracts with the Deputy General Director and Chief Accountant based on the proposal of the General Director; decide on the salaries and other benefits of such persons;
 - d. Resolve complaints by the Company against management personnel as well as decide on the selection of Company representatives to resolve issues related to legal proceedings against such management personnel;
 - e. Investment decisions or transactions to sell assets of the Company or its branches with a value of 30 to less than 35% of the total asset value of the Company and its branches recorded in the most recent audited financial statements.
 - f. Decide on internal regulations on corporate governance after being approved by the General Meeting of Shareholders to effectively protect shareholders
 - g. Decide on the internal regulations on corporate governance after being approved by the General Meeting of Shareholders for effective protection of shareholders;
 - h. Approve the agenda and contents of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to approve decisions;
 - i. Propose types of shares to be issued and the total number of shares to be issued by each type;
 - j. Propose the issuance of bonds, convertible bonds into shares and warrants allowing owners to buy shares at a predetermined price;
 - k. Decide on the offering price of shares and bonds in cases authorized by the General Meeting of Shareholders;
 - l. Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other important managers as prescribed in the Company's Charter; decide on salaries and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or the General Meeting of Shareholders at another Company, decide on the remuneration and other benefits of those persons; Submit audited annual financial statements and reports of the Board of Directors to the General

Meeting of Shareholders;

- m. Supervise and direct the General Director and other executives;
 - n. Propose annual dividend levels and determine interim dividend levels; decide on the deadline and procedures for dividend payment;
 - o. Propose restructuring, dissolution or bankruptcy of the Company;
 - p. Report to the General Meeting of Shareholders on the appointment of the General Director by the Board of Directors;
 - q. Decide on adjustments, supplements, changes and other issues related to the implementation process, progress, legal adjustments, completion of legal procedures, investment level, investment period, adjustment of investment period, adjustment of increase or decrease in investment value ... of projects including the competent authority changing decisions related to the implementation of projects leading to adjustments to suit the market and actual situation. In case this adjustment leads to an increase in the total investment compared to the old approved level, the percentage of the increase under the approval authority of the General Meeting of Shareholders shall be assigned to the Board of Directors to implement and must be reported to shareholders and submitted to shareholders for approval at the nearest General Meeting.
4. The following issues must be approved by the Board of Directors:
- a. Within the scope of provisions in Clause 2, Article 153 of the Enterprise Law, the Board of Directors shall, from time to time, decide on the implementation, amendment and cancellation of major contracts of the Company (including contracts for purchase, sale, merger, acquisition of the Company and joint ventures);
 - b. Appoint and dismiss persons authorized by the Company to be the Company's commercial representatives and Lawyers;
 - c. Appoint authorized representatives to exercise the Company's ownership rights of shares or capital contributions in other Companies, decide on the remuneration and other benefits of such persons if the Charter of the enterprise with the Company's capital contribution has not yet provided;
 - d. Establish branches or representative offices of the Company;
 - e. Establish subsidiaries of the Company;
 - f. Contracts for purchase, sale, borrowing, lending and other types of contracts and transactions with a value of 35% or more of the total asset value of the Company and its branches recorded in the most recent audited financial statements;
 - g. Capital contribution, purchase or sale of shares, capital contributions in other companies established in Vietnam or abroad;
 - h. Valuation of assets contributed to the Company other than cash related to the

issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;

- i. Decision on the price of purchase or withdrawal of shares of the Company;
5. The Board of Directors must report to the General Meeting of Shareholders on its activities, specifically the supervision of the Board of Directors over the General Director and other managers during the fiscal year. In case the Board of Directors fails to submit a report to the General Meeting of Shareholders, the Company's annual financial report shall be considered invalid and has not been approved by the General Meeting of Shareholders.

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

1. Members of the Board of Directors shall receive remuneration and bonuses for their work as members of the Board of Directors. The total remuneration and bonuses for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors according to the principles agreed upon in the Board of Directors or divided equally in case no agreement is reached.
2. The total amount paid to each member of the Board of Directors, including remuneration, expenses, commissions, stock purchase rights and other benefits received from the Company, its Subsidiaries, its Affiliates and other Companies in which the members of the Board of Directors represent the capital contribution, shall be disclosed in detail in the Company's Annual Report.
3. A member of the Board of Directors holding an executive position, including the Chairman or a member of the Board of Directors working on a subcommittee of the Board of Directors, or performing other tasks which, in the opinion of the Board of Directors, are outside the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.
4. A member of the Board of Directors is entitled to be reimbursed for all travel, food, accommodation and other reasonable expenses incurred by him/her in performing his/her responsibilities as a member of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

Article 29. Chairman of the Board of Directors.

1. The Board of Directors must select from among the members of the Board of Directors to elect Chairman. The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Company. The candidate elected as Chairman

must satisfy the following conditions:

- a. The conditions as prescribed in Article 155.1 of the Enterprise Law
 - b. Must be a founding shareholder of the Company or a person directly managing the Company. The candidate must hold at least 03% of the shares for a continuous period of at least 03 (three) years, and have been a member of the Board of Directors for at least 03 consecutive terms before the election of the Chairman.
2. The Chairman of the Board of Directors is responsible for convening and chairing the General Meeting of Shareholders and meetings of the Board of Directors, and has other rights and responsibilities prescribed in this Charter and the Enterprise Law. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility, has fled from his/her place of residence, has limited or lost civil capacity, has difficulty in cognition, controlling his/her behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the criteria specified in Clause 1 of this Article. In case of equal votes, the member with a higher percentage of personal shares and a longer period of continuous holding of shares shall be elected Chairman of the Board of Directors.
 3. The Chairman of the Board of Directors is responsible for preparing the agenda, documents, convening and chairing the meetings of the Board of Directors; chairing the General Meeting of Shareholders; and has other rights and obligations as prescribed in the Enterprise Law and this Charter.
 4. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors sends the audited annual financial report and the report on the activities of the Board of Directors to the shareholders at the General Meeting of Shareholders.
 5. In case the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within ten (10) days. The Chairman of the Board of Directors must meet all the criteria specified in Clause 1 of this Article.

Article 30. Meetings of the Board of Directors.

1. In case the Board of Directors elects a Chairman, the Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of completion of the Board of Directors' election for that term. This meeting shall be convened by the member with the highest number of votes or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the highest percentage of votes or equal, the

members shall vote by majority to select one (01) of them to convene the Board of Directors' meeting. In case the person with the highest number of votes fails to convene the Board of Directors' meeting, he/she shall be responsible for any damage caused to the Company from this failure to convene.

2. Regular meetings: The Chairman of the Board of Directors shall convene regular and extraordinary meetings of the Board of Directors, set the agenda, time and place of the meeting three (03) days before the scheduled meeting date. The Chairman may convene a meeting at any time when deemed necessary.
3. Extraordinary meetings: The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay without justifiable reasons, when one of the following subjects requests in writing, clearly stating the purpose of the meeting and the issues to be discussed:
 - a. The General Director or at least five (05) managers;
 - b. At least two (02) members of the Board of Directors;
 - c. At the request of the Chairman of the Board of Directors;
 - d. The majority of members of the Board of Supervisors or independent members of the Board of Directors.

The request must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.

4. The meetings of the Board of Directors specified in Clause 3, Article 30 must be conducted within seven (07) working days from the date of receipt of the request specified in Clause 3 of this Article. In case of failure to convene a meeting as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the persons requesting the meeting as stated in Clause 3, Article 30 shall have the right to convene a meeting of the Board of Directors.
5. In case of request from an independent auditing company to audit the Company's financial statements, the Chairman of the Board of Directors shall convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
6. The meeting of the Board of Directors shall be held at the Company's head office or at another location in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed by the Board of Directors.
7. Notice of the Board of Directors meeting must be sent to the members of the Board of Directors and the Supervisors at least three (03) working days before the meeting date. The notice of the Board of Directors meeting must contain at least the following basic contents: time and place of the meeting; content of issues to be discussed and voted at the meeting, accompanying documents (if any), and participants. The notification shall be in writing, in Vietnamese, and signed by the Chairman of the Board of Directors.

Notification of the Board of Directors meeting shall be sent to members of the Board of Directors and supervisors in the following forms: by letter, fax, email, or telephone message according to the information that the members of the Board of Directors have registered with the Company at least three (03) working days before the meeting date.

Within 24 hours before the meeting, members of the Board of Directors who receive the meeting invitation shall be responsible for confirming their attendance or non-attendance at the meeting and the reason for non-attendance. In case a member of the Board of Directors does not have information confirming attendance at the meeting, it shall be understood that the member attended the Board of Directors meeting.

8. The Chairman of the Board of Directors or the person convening the meeting may send the meeting invitation and accompanying documents to members of the Board of Supervisors as for members of the Board of Directors. Members of the Board of Supervisors may be invited to attend meetings of the Board of Directors; have the right to discuss but not to vote.
9. Minimum number of members attending: Board of Directors meetings shall only be held and decisions shall be approved when at least three-quarters ($\frac{3}{4}$) of the Board of Directors members are present in person or online.

In case the number of members attending the meeting is not sufficient as prescribed, the meeting must be reconvened within seven (07) days from the date of the first scheduled meeting. The reconvened meeting shall be held if more than half ($\frac{1}{2}$) of the Board of Directors members attend the meeting and the presence of the Chairman of the Board of Directors or a person authorized by the Chairman of the Board of Directors is required as prescribed in Clause 2, Article 29 of the Company's Charter.

10. Voting

- a. Except for the provisions in Point b, Clause 10, Article 30, each member of the Board of Directors at the Board of Directors meeting shall have one (01) vote;
- b. A member of the Board of Directors shall not vote on contracts, transactions or proposals in which the member or a person related to the member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum number of members present to be able to hold a meeting of the Board of Directors on decisions on which the member does not have the right to vote;
- c. Pursuant to Point d, Clause 10, Article 30, when a problem arises at a meeting of the Board of Directors relating to the level of interest or voting rights of a member of the Board of Directors and such member does not voluntarily waive his/her voting rights, such problem shall be referred to the chairman of the meeting and the chairman's decision relating to all other members of the Board of Directors shall be final, except in cases where the nature or scope of the interest of the relevant member of the Board of Directors has not been fully disclosed;

- d. A member of the Board of Directors who benefits from a contract specified in Point a and Point b, Clause 4, Article 37 of this Charter is considered to have a significant interest in that contract;
11. Disclosure of interests: A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he or she is the person with an interest in it is responsible for disclosing the nature and content of that interest at the meeting where the Board of Directors first discusses the signing of this contract or transaction. In case a member of the Board of Directors does not know that he or she and the related person have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that he or she has an interest or will have an interest in the above-mentioned transaction or contract.
12. Majority voting: The Board of Directors adopts decisions and issues resolutions based on the approval of the majority of the Board of Directors attending the meeting (over 50%). In case the number of votes for and against are equal, the vote of the Chairman of the Board of Directors is the deciding vote.
13. Meeting by telephone or other form: The Board of Directors' meeting may be held in the form of an agenda between the members of the Board of Directors when all or some members are in different locations, provided that each member attending the meeting can:
- a. Hear each other member of the Board of Directors speaking at the meeting;
 - b. If he or she wishes, he or she can speak to all other attending members simultaneously.

Discussions between members may be conducted directly by telephone or by other means of communication (including the use of such means at the time of adoption of the Charter or later) or a combination of all these methods. For the purposes of this Charter, a member of the Board of Directors participating in such a meeting shall be considered "present" at that meeting. The place of a meeting held in accordance with this provision shall be the place where the majority of the members of the Board of Directors are gathered, or if there is no such group, the place where the Chairman of the meeting is present.

Decisions made in a meeting by telephone duly held and conducted shall be effective immediately upon the conclusion of the meeting but shall be confirmed by the signatures in the minutes of all members of the Board of Directors attending the meeting.

14. A resolution in the form of a written opinion is adopted based on the approval of the majority of the members of the Board of Directors with voting rights. This resolution has the same validity and value as a resolution adopted at a meeting with the following

conditions:

- a. Members have the right to vote on the resolution at a meeting of the Board of Directors;
- b. The number of members participating in the vote is not less than the minimum number of members prescribed to conduct a meeting of the Board of Directors.

This resolution has the same validity and effect as a resolution adopted by the members of the Board of Directors at a meeting convened and organized in accordance with practice. This resolution may be adopted by using multiple copies of the same document if each copy has at least one member's signature..

Article 31. Subcommittees under the Board of Directors.

1. The Board of Directors may establish subordinate subcommittees to be in charge of development policies, personnel, salaries, and internal audit. The number of members of the subcommittee may include one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee shall only be effective when the majority of the members attending and voting at the meeting of the subcommittee are members of the Board of Directors.
2. The implementation of the decision of the Board of Directors, or of the subcommittee under the Board of Directors, or of the person with the status of a member of the subcommittee of the Board of Directors must comply with current legal regulations and the provisions of the Company's Charter.

VIII. GENERAL DIRECTOR AND OTHER MANAGEMENT STAFF.

Article 32. Organization of the management apparatus

The management organization of the Company shall be responsible for and operate under the leadership of the Board of Directors. The Company has a General Director, Deputy General Directors, Chief Accountant and other management positions appointed by the Board of Directors. The General Director must be a member of the Board of Directors. Deputy General Directors may concurrently be members of the Board of Directors and are appointed, dismissed or removed by resolution of the Board of Directors..

Article 33. Management staff.

1. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may employ the number and type of management staff necessary in accordance with the standards, structure and management regulations of the Company as prescribed and proposed by the Board of Directors from time to time. Management staff must be diligent in supporting the Company to achieve the set goals in operation and organization.

2. The remuneration, salary, benefits and other terms of the employment contract with the General Director shall be decided by the Board of Directors and the contracts with other executives shall be decided by the Board of Directors after consulting with the General Director.

Article 34. Appointment, dismissal, duties and powers of the General Director.

1. Appointment: The Board of Directors shall appoint one (01) member of the Board of Directors as the General Director and shall sign a contract stipulating the salary, remuneration, benefits and other terms related to the recruitment. Information on the salary, allowances and benefits of the General Director must be reported at the Annual General Meeting of Shareholders and stated in the Company's Annual Report.
2. Term: The term of office of the General Director is 05 (years) and may be reappointed. The appointment may expire based on the provisions of the employment contract. If the term of the incumbent General Director expires and a new General Director has not been appointed, the term of the incumbent General Director shall be extended until the time when a new General Director is appointed according to the Decision of the Board of Directors. The General Director shall not be a person who is prohibited by law from holding this position, i.e. a minor, a person lacking capacity for civil acts, a person who has been sentenced to prison, a person serving a prison sentence, an armed forces officer, a State official, and a person who has been judged to have caused the Company they previously led to go bankrupt.
3. Powers and duties: The General Director has the following powers and responsibilities:
 - a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and the investment plan of the Company approved by the Board of Directors and the General Meeting of Shareholders;
 - b. Decide on other issues that are not within the authority and/or require a decision of the General Meeting of Shareholders and/or the Board of Directors;
 - c. Propose the number and types of managers that the Company needs to hire for the Board of Directors to appoint or dismiss when necessary to apply the best management activities and structures proposed by the Board of Directors, advise the Board of Directors to decide on the salary, remuneration, benefits and other terms of the labor contract of managers under the decision-making authority of the Board of Directors;
 - d. Consult with the Board of Directors to decide on the number of employees, salaries, allowances, benefits, appointment, dismissal and other terms related to their labor contracts.
 - e. Implement the annual business plan approved by the General Meeting of Shareholders and the Board of Directors;
 - f. Propose measures to improve the Company's operations and management;

recommend the organizational structure plan and internal management regulations of the Company;

- g. Carry out all other activities in accordance with the provisions of this Charter, the Company's regulations, resolutions of the General Meeting of Shareholders, the Board of Directors, the General Director's labor contract and the law.
 - h. Prepare reports on production and business activities and expected cash flow reports; the balance sheet for each fiscal year must be submitted to the Board of Directors for approval.
4. The General Director may authorize the Deputy General Directors or other persons to handle certain tasks of the Company on his/her behalf and shall be legally responsible for his/her authorization and delegation. The person authorized or delegated by the General Director shall be responsible to the General Director and the law for the work he/she does. All authorization and delegation must be made in writing.
 5. Reporting to the Board of Directors and Shareholders: The General Director shall be responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and shall report to these agencies when requested.
 6. Removal: The Board of Directors may remove the General Director when two-thirds or more of the members of the Board of Directors present at the meeting vote in favor (in this case, the General Director's vote shall not be counted) and appoint a new General Director to replace him/her. The removed General Director has the right to object to this removal at the next General Meeting of Shareholders.

Article 35. Person in charge of corporate governance.

1. The Board of Directors shall appoint at least one (01) person as the Corporate Governance Officer to support the effective conduct of corporate governance activities.
2. The person in charge of corporate governance must meet the following standards:
 - a. Have knowledge of the law;
 - b. Not concurrently work for an independent auditing company that is auditing the Company's financial statements;
 - c. Other standards as prescribed by law, this Charter and the decision of the Board of Directors.
3. The Board of Directors may dismiss the person in charge of corporate governance when necessary but not contrary to current labor laws. The Board of Directors may appoint an Assistant to the person in charge of corporate governance from time to time.
4. The person in charge of corporate governance has the following rights and obligations:
 - a. Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and

- shareholders;
- b. Prepare meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders at the request of the Board of Directors and the Board of Supervisors;
 - c. Advise on meeting procedures;
 - d. Attend meetings;
 - e. Advise on procedures for preparing resolutions of the Board of Directors in accordance with the provisions of law;
 - f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and the Board of Supervisors;
 - g. Monitor and report to the Board of Directors on the Company's information disclosure activities.
 - h. Keep information confidential in accordance with the provisions of law and the Company's Charter;
 - i. Other rights and obligations as prescribed by law and the Company's Charter.

IX. DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, GENERAL DIRECTORS AND MANAGEMENT STAFF.

Article 36. Responsibility to be cautious.

Members of the Board of Directors, members of the Board of Supervisors, the General Director and entrusted managers shall be responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and in a manner that they believe is in the best interests of the Company and with a degree of care that a prudent person would normally have when holding a similar position and in similar circumstances.

Article 37. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and managers shall not be allowed to use business opportunities that may benefit the Company for personal purposes; and shall not use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director and managers are obliged to notify the Board of Directors of all interests that may conflict with the interests of the Company that they may enjoy through economic entities, transactions or other individuals.

3. Unless otherwise decided by the General Meeting of Shareholders, the Company shall not provide loans to members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and individuals and organizations related to the above members or legal entities in which these persons have financial interests, except in cases where the Company and the organization related to this member are Companies in the same group or Companies operating under the Group of Companies, including Holding Company - Subsidiary Company.
4. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisors, General Directors, other executives and individuals and organizations related to them or the Company, partners, associations, or organizations in which members of the Board of Directors, General Directors, other executives or those related to them are members, or have financial interests shall not be invalidated in the following cases:
 - a. For contracts with a value of fifteen to twenty percent (15% - 20%) of the total asset value of the Company and its branches as recorded in the most recent audited financial statements, the important contents of the contract or transaction as well as the relationships and interests of the members of the Board of Directors, the Board of Supervisors, the General Director, and other executives have been reported to the Board of Directors. At the same time, the Board of Directors has allowed the implementation of such contract or transaction in good faith by the majority vote of the Board of Directors who have no related interests;
 - b. For contracts with a value greater than twenty percent (20%) of the total value of assets of the Company and its branches recorded in the most recent audited financial statements, the important contents of this contract or transaction as well as the relationships and interests of the members of the Board of Directors, Supervisors, General Directors, and other executives have been announced to shareholders who have no relevant interests and have the right to vote on that issue, and those shareholders have approved this contract or transaction;
 - c. Such contract or transaction is considered by an independent consulting organization to be fair and reasonable in all aspects related to the Company's shareholders at the time the transaction or contract is approved by the Board of Directors or the General Meeting of Shareholders.

Members of the Board of Directors, Supervisors, General Directors, other executives and organizations and individuals related to the above members are not allowed to use information that has not been permitted to be published by the Company or disclose it to others to carry out related transactions.

Article 38. Liability for damages and compensation.

1. Members of the Board of Directors, members of the Board of Supervisors, General Directors and other managers who violate their obligations and responsibilities of

honesty and prudence, and fail to fulfill their obligations with diligence and professional capacity shall be responsible for damages caused by their violations.

2. The Company shall indemnify any person who has been, is or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, a manager, an employee or an authorized representative of the Company or such person has been or is acting at the request of the Company as a member of the Board of Directors, a manager, an employee or an authorized representative of the Company provided that such person has acted honestly, prudently, diligently for the benefit or not against the best interests of the Company, on the basis of compliance with the law and there is no evidence confirming that such person has breached his/her responsibilities. When performing functions, duties or performing work authorized by the Company, members of the Board of Directors, members of the Board of Supervisors, managers, employees or authorized representatives of the Company are compensated by the Company when they become a party involved in complaints, lawsuits, and prosecutions (except for lawsuits initiated by the Company) in the following cases:

- a. Acted honestly, carefully, diligently for the benefit and not in conflict with the interests of the Company;
- b. Complying with the law and there is no evidence confirming that they did not fulfill their responsibilities.

Compensation costs include costs incurred (including attorneys' fees), judgment costs, fines, and payments actually incurred or considered reasonable when resolving these cases within the framework of the law. The Company may purchase insurance for these people to avoid the above compensation responsibilities.

X. BOARD OF SUPERVISORS

Article 39. Members of the Board of Supervisors

1. The number of members of the Board of Supervisors of the Company is 03 and the maximum is 04. The Supervisors elect one of them as the Head of the Board of Supervisors according to the majority principle. The Head of the Board of Supervisors has the following rights and responsibilities:
 - a. Convene the Board of Supervisors meeting and act as the Head of the Board of Supervisors;
 - b. Request the Company to provide relevant information to report to the members of the Board of Supervisors;
 - c. Prepare and sign the Board of Supervisors's report after consulting the Board of Directors to submit to the General Meeting of Shareholders.
2. Shareholders have the right to pool their voting shares together to nominate candidates

for the Board of Supervisors. Shareholders holding common shares for a continuous period of at least 06 (six) months have the right to pool their voting rights to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding from 10% (ten percent) to less than 20% (twenty percent) of the total number of voting shares may nominate 01 (one) candidate; from 20% (ten percent) to less than 30% (thirty percent) of the total number of voting shares may nominate a maximum of 02 (two) candidates; from 30% (thirty percent) to less than 40% (forty percent) of the total number of voting shares may nominate a maximum of 03 (three) candidates; from 40% (forty percent) to less than 50% (fifty percent) of the total number of voting shares may nominate a maximum of 04 (four) candidates; from 50% (fifty percent) to less than 60% (sixty percent) of the total number of voting shares may nominate a maximum of 05 (five) candidates; from 60% (sixty percent) to less than 70% (seventy percent) of the total number of voting shares may nominate a maximum of 06 (six) candidates; from 70% (seventy percent) of the total number of voting shares or more may nominate the required number of candidates.

In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, the incumbent Board of Supervisors may nominate additional candidates. The mechanism for the incumbent Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made.

3. Members of the Board of Supervisors are elected by the General Meeting of Shareholders, the term of office of a member of the Board of Supervisors is five (05) years; members of the Board of Supervisors may be re-elected for an unlimited number of terms. In the event that at the end of the term, a new member of the Board of Supervisors has not been elected, the member whose term has expired shall continue to exercise his or her rights and obligations until a new member of the Board of Supervisors is elected and assumes his or her duties.
4. In case a member of the Board of Supervisors resigns or is dismissed but the Company still ensures normal operations, the normal operations of the Board of Supervisors shall continue to be maintained and no new member of the Board of Supervisors shall be elected until the Annual General Meeting of Shareholders.
5. A member of the Board of Supervisors shall no longer be eligible to be a member in the following cases:
 - a. The member is prohibited by law from being a member of the Board of Supervisors;
 - b. The member resigns by a written notice sent to the Company's head office and approved;
 - c. The member suffers from a mental disorder and other members of the Board of Supervisors have professional evidence proving that he or she no longer has capacity to act;

- d. That member is absent from attending meetings of the Board of Supervisors for six consecutive months, and during this period the Board of Supervisors does not allow that member to be absent and has decided that his/her position is vacant;
 - e. That member is removed from the position of a member of the Board of Supervisors by decision of the General Meeting of Shareholders.
6. Supervisors must meet the following standards and conditions::
- a. Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
 - b. Being trained in one of the majors or having certificates in economics, finance, accounting, auditing, law, business administration, construction or having work experience suitable for the Company's business activities;
 - c. Not being a family member of a member of the Board of Directors, General Director and other executives;
 - d. Not being an executive of the Company, not necessarily a shareholder or employee of the Company;
 - e. Not being a manager in the accounting and finance department of the Company;
 - f. Not being a member of the board of directors or an employee of an auditing organization directly auditing the Company's financial statements in the previous 3 consecutive years.
7. In case the candidates have been identified in advance, information related to the candidates for the Board of Supervisors shall be included in the documents of the General Meeting of Shareholders, and announced at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website, so that shareholders can learn about these candidates before voting.

Article 40. Board of Supervisors.

1. The Company must have a Board of Supervisors and the Board of Supervisors shall have the powers and responsibilities as prescribed in Article 165 of the Enterprise Law and this Charter, mainly the following powers and responsibilities:
- a. Discuss with the independent auditor on the nature and scope of the audit before starting the audit;
 - b. Seek independent professional advice or legal advice and ensure the participation of experts outside the Company with appropriate experience and expertise in all work of the Company if deemed necessary;
 - c. Review annual, semi-annual and quarterly financial reports;
 - d. Discuss any difficulties and problems discovered from the mid-term and final-term audit results, as well as any issues that the independent auditor wishes to discuss;
 - e. Review the management letter of the independent auditor and the Company's management's feedback;

- f. Review the Company's report on internal control systems before the Board of Directors approves; and
 - g. Review the results of internal investigations and the management's feedback;
 - h. In case of detecting any violation of the law or violation of the Company's Charter by a member of the Board of Directors, the General Director and other business executives, the Board of Directors must notify in writing within forty-eight (48) hours, requesting the violator to stop the violation and take measures to remedy the consequences;
 - i. Be responsible to shareholders for his/her supervision activities;
2. Members of the Board of Directors, the General Director and managers must provide complete, accurate and timely information and documents on the management, operation and activities of the Company as requested by the Board of Supervisors. The person in charge of corporate governance must ensure that all copies of financial information, other information provided to members of the Board of Directors, resolutions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors must be provided to members of the Board of Supervisors at the same time they are provided to the Board of Directors.
 3. After consulting the Board of Directors, the members of the Board of Supervisors may issue regulations on meetings of the Board of Supervisors and the manner of operation of the Board of Supervisors. The Board of Supervisors must meet at least two (02) times a year and the meeting shall be held when two-thirds (2/3) or more of the Board of Supervisors members attend the meeting.
 4. The remuneration, salary and other benefits of the Board of Supervisors members shall be decided by the General Meeting of Shareholders. The Board of Supervisors members shall also be reimbursed for their accommodation, travel and other reasonable expenses incurred when they attend meetings of the Board of Supervisors or perform other activities of the Board of Supervisors.

XI. RIGHT TO INVESTIGATE COMPANY DOCUMENTS AND RECORDS.

Article 41. Right to investigate documents and records.

1. Ordinary shareholders and groups of shareholders mentioned in Article 12 of this Charter have the right to directly or through an authorized person send a written request for inspection during working hours and at the Company's main business location for the most recent List of Shareholders, the minutes of the General Meeting of Shareholders and to make copies and extracts of such records. The request for inspection by the authorized representative of the shareholder must be accompanied by the original power of attorney of the shareholder that person represents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director and management staff have the right to inspect the Company's shareholder

register, the list of shareholders and other documents and records of the Company for purposes related to their positions, provided that such information must be kept confidential.

3. The Company shall keep this Charter and any amendments to the Charter, the Business Registration Certificate (Business Registration Certificate), regulations, documents proving ownership of assets, resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, annual financial statements, accounting documents and any other documents as prescribed by law at the head office or another place provided that the shareholders and the business registration authority are notified of the location of these documents.

XII. EMPLOYEES AND TRADE UNIONS.

Article 42. Employees and Trade Unions.

The General Director shall plan for the Board of Directors to approve matters relating to the Company's relations with trade unions in accordance with the best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

XIII. PROFIT DISTRIBUTION.

Article 43. Profit distribution

1. The General Meeting of Shareholders shall decide on the level of dividend payment and the form of annual dividend payment from the Company's retained profits.
2. Pursuant to the provisions of the Enterprise Law, the Board of Directors may decide to make interim dividend payments if it deems that such payment is consistent with the Company's profitability.
3. The Company shall not pay interest on dividend payments or payments related to a type of shares.
4. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of the dividend in shares and the Board of Directors shall be the agency implementing this decision.
5. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by shareholders. In case the Company has transferred money according to the bank details provided by shareholders but the shareholder does not receive the money, the Company shall not be responsible for the amount transferred to the beneficiary shareholder. Dividend payments for shares listed/registered for trading at the Stock Exchange can be made through a securities company or the Vietnam Securities Depository.
6. Pursuant to the Enterprise Law and the Securities Law, the Board of Directors shall

approve a resolution to determine a specific date to close the shareholder list. Based on that date, those who register as shareholders or holders of other securities are entitled to receive dividends, interest, profit distribution, receive shares, receive notices or other documents.

Article 44: Other issues related to profit distribution.

Other issues related to profit distribution are carried out in accordance with the provisions of law.

XIV. BANK ACCOUNTS, RESERVE FUND, FISCAL YEAR AND ACCOUNTING REGIME.

Article 45. Bank accounts.

1. The Company shall open accounts at Vietnamese banks or foreign banks licensed to operate in Vietnam.
2. Subject to prior approval of the competent authority, if necessary, the Company may open bank accounts abroad in accordance with the provisions of law.
3. The Company shall conduct all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

Article 46. Reserve fund to supplement charter capital.

1. Every year, the Company shall allocate an amount from its after-tax profit to the reserve fund to supplement charter capital in accordance with the provisions of law. This deduction shall not exceed 5% of the Company's after-tax profit and shall be deducted until the reserve fund is equal to 10% of the Company's charter capital.
2. The deduction of other funds shall be decided by the Board of Directors of the General Meeting of Shareholders, including:
 - a. Development investment fund;
 - b. Development investment fund;
 - c. Development investment fund;
 - d. Development investment fund;
 - e. Other funds as prescribed.

Article 47. Fiscal year.

The Company's fiscal year begins on the first day of January each year and ends on December 31 of the same year.

Article 48. Accounting system.

1. The accounting system used by the Company is the Vietnamese Accounting System (VAS) or another accounting system approved by the Ministry of Finance.
2. The Company shall prepare accounting documents in Vietnamese. The Company shall

keep accounting records according to the business activities to which the documents relate. The records must be accurate, up-to-date, systematic, and sufficient to present and describe the Company's transactions.

3. The Company uses Vietnamese Dong as the currency used in accounting.

XV. ANNUAL REPORT, FINANCIAL REPORT AND RESPONSIBILITY FOR INFORMATION DISCLOSURE.

Article 49. Annual, six-month and quarterly financial reports.

1. The Company must prepare an annual Financial Report in accordance with the provisions of law and the regulations of the State Securities Commission and the report must be audited in accordance with the provisions of Article 51 of this Charter. The Company must submit the annual Financial Report approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange and other competent authorities in accordance with the provisions of Vietnamese law.
2. The annual financial report must include a report on business performance that honestly and objectively reflects the Company's profit and loss situation during the fiscal year, a balance sheet that honestly and objectively reflects the Company's operating situation up to the time of preparing the report, a cash flow report and explanatory notes to the financial report.
3. The Company must prepare and publish semi-annual and quarterly reports in accordance with the regulations of the State Securities Commission and the Stock Exchange. Quarterly financial reports do not need to be audited.
4. Audited annual financial reports, semi-annual and quarterly reports must be published on the Company's website and in accordance with the provisions of the Law applicable at each time.

Article 50. Annual report.

The Company must prepare and publish the Annual Report in accordance with the provisions of the law.

XVI. COMPANY AUDIT.

Article 51. Audit.

1. The Annual General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to conduct the Company's auditing activities for the following fiscal year based on the terms and conditions agreed with the Board of Directors.
2. The Company shall prepare and submit the annual financial report to the independent auditing company after the end of the fiscal year.

3. The independent auditing company shall examine, confirm and report on the annual financial statements showing the Company's revenues and expenditures, prepare an audit report and submit it to the Board of Directors. The staff of the independent auditing company performing the audit for the Company must be approved by the State Securities Commission.
4. A copy of the audit report shall be attached to each annual accounting report of the Company.
5. The auditors conducting the audit of the Company shall be allowed to attend all meetings of the General Meeting of Shareholders and shall be entitled to receive notices and other information related to the General Meeting of Shareholders that the shareholders are entitled to receive and to express their opinions at the meeting on matters related to the audit.

XVII. RELATIONSHIP BETWEEN THE COMPANY AND ENTERPRISES IN WHICH THE COMPANY CONTRIBUTES

Article 52. Relationship between the Company and enterprises in which it invests and holds the entire charter capital.

A single-member limited liability company in which the Company invests the entire charter capital operates in accordance with the provisions of the Enterprise Law. The Company is the owner of a single-member limited liability company, exercising the rights and obligations of the owner in respect of a single-member limited liability company in accordance with the provisions of the Enterprise Law.

Article 53. Relationship between the Company holding the controlling right and the enterprise with the Company's controlling capital.

The Company holding the controlling right of another enterprise shall manage the controlling shares and capital contributions as follows:

1. Implement the rights and obligations of shareholders and members contributing controlling capital through their representatives at the enterprise in accordance with the provisions of the Enterprise Law, the Investment Law, the laws of the country in which the Company invests capital and in accordance with the provisions of the Charter of the controlled enterprise;
2. Appoint, dismiss, reward, discipline, decide on allowances and benefits of the representative of the Company's controlling capital contribution at the controlled enterprise;
3. Request the representative of the controlling capital contribution to periodically or suddenly report on the financial situation, business results and contents of the enterprise with the Company's controlling capital contribution;
4. Assign tasks and request the representative of the controlling capital contribution to seek opinions on important issues of the controlled enterprise before voting; report on the use

of shares and controlling capital contributions to serve the development orientation and goals of the Company holding the controlling right;

5. Collect profits and bear risks from its capital contribution in the controlled enterprise;
6. Monitor and inspect the use of capital contributed to the controlled enterprise.

Article 54. Relations between the Company and enterprises with a capital contribution of the Company.

1. Relations between the Company and enterprises with a capital contribution of the Company are implemented in accordance with the provisions of law.
2. The Company exercises the rights and obligations of the capital contributor through its representative at the enterprise in which it has contributed capital, in accordance with the law and the charter of the enterprise with a capital contribution of the Company.

XVIII. SEAL

Article 55. Seal.

1. The Board of Directors decides to approve the official seal of the Company and the seal is engraved in accordance with the provisions of law.
2. The Board of Directors and the General Director use and manage the seal in accordance with the provisions of current law

XIX. TERMINATION OF OPERATIONS AND LIQUIDATION

Article 56. Termination of operations.

1. The Company may be dissolved and terminated in the following cases:
 - a. The Company's term of operation ends, even after an extension;
 - b. The Court declares the Company bankrupt in accordance with the provisions of current law;
 - c. Dissolution before the term according to the decision of the General Meeting of Shareholders.
 - d. Other cases prescribed by law;
2. The dissolution of the Company before the term, even after an extension, is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 57. Cases of deadlock between members of the Board of Directors and shareholders.

Unless otherwise provided in this Charter, shareholders holding more than 50% of outstanding shares and having the right to vote in the election of members of the Board of Directors, have the right to file a complaint with the competent State agency to request the

dissolution of the Company on one or more of the following grounds, after the General Meeting of Shareholders has been held, although it has achieved more than 50% of the total number of voting shares in favor but does not have enough votes required under Article 21 of the Charter to approve the dissolution of the Company according to the plan of this group of Shareholders:

- a. The members of the Board of Directors are not unified in managing the Company's work, leading to the situation of not achieving the required number of votes as prescribed for the Board of Directors to operate.
- b. The Shareholders are not in agreement and therefore cannot obtain the required number of votes as prescribed to elect members of the Board of Directors.
- c. There is internal disagreement and two or more groups of Shareholders are divided, making dissolution the most beneficial option for all Shareholders.

Article 58. Extension of operation.

1. The Board of Directors shall convene a General Meeting of Shareholders at least seven (07) months before the end of the term of operation so that shareholders can vote on the extension of the Company's operation for a period of time upon the proposal of the Board of Directors.
2. The term of operation shall be extended when 65% or more of the total votes of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders approve.

Article 59. Liquidation

1. At least six (06) months before the end of the Company's term of operation or after a decision to dissolve the Company is made, the Board of Directors shall establish a Liquidation Committee consisting of three (03) members. Two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent auditing company. The Liquidation Board shall prepare its own operating regulations. The members of the Liquidation Board may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.
2. The Liquidation Board shall be responsible for reporting to the Business Registration Office on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.
3. The proceeds from the liquidation shall be paid in the following order:
 - a. Liquidation expenses;
 - b. Salaries and insurance costs for employees;

- c. Taxes and payments of a tax nature that the Company must pay to the State;
 - d. Loans (if any);
 - e. Other debts of the Company;
 - f. The remainder after all debts from items (a) to (e) above have been paid shall be distributed to the shareholders. Preferred shares shall be paid first.
4. The operation of the Liquidation Board shall not last more than six (6) months from the date of establishment. After the above period, even if the liquidation has not been completed, the Liquidation Board shall still cease to operate. In this case, the Shareholders shall resolve the remaining issues themselves. In case of any dispute, it shall be resolved in accordance with Article 61 of this Charter

XX. NOTICE AND RESOLUTION OF INTERNAL DISPUTES.

Article 60. Notice

1. Any notice under this Charter shall be made in writing in Vietnamese, if necessary, in English, and shall be sent by hand or post to the address of the Shareholders recorded in the Shareholders' Register.
2. Any notice given as follows shall be deemed to have been received:
 - a. If delivered in person, at the time of delivery or refusal of receipt;
 - b. Nếu được gửi bằng đường bưu điện, ba (3) ngày sau ngày gửi hoặc bảy (7) ngày sau ngày gửi nếu được gửi đi hoặc đến từ ngoài lãnh thổ Việt Nam.

If sent by post, three (3) days after the date of sending or seven (7) days after the date of sending if sent to or from outside Vietnam.

In the case of a group of Shareholders, the notice shall be sent to the person whose name appears first in the Register of Shareholders and the notice given to that person shall be valid for all other persons

Article 61. Internal dispute resolution.

1. In case of a dispute or complaint arising in relation to the Company's operations or the rights of shareholders arising from the Charter or from any rights or obligations prescribed by the Enterprise Law or other laws or administrative regulations, between:
 - a. Shareholders and the Company; or
 - b. Shareholders and the Board of Directors, the Board of Supervisors, the General Director or senior management staff;

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and shall request each party to present the practical factors relating to the dispute within seven working days from the date the

dispute arises. In case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as an arbitrator for the dispute resolution process..

2. In case no conciliation decision is reached within six (06) weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, any party may submit the dispute to an Arbitration agency or a competent Court for a final decision in accordance with current regulations. In case the dispute is resolved by Arbitration, the Arbitration Rules in effect at the time of application of that Arbitration agency shall apply, according to the following instructions:
 - a. Location: Ho Chi Minh City.
 - b. Language of proceedings: Vietnamese
 - c. Number of arbitrators: Three (3) arbitrators. Each party to the dispute shall appoint one arbitrator, and the third arbitrator shall be appointed by the two appointed arbitrators, in accordance with the Arbitration Rules, to act as Chairman of the Arbitration Council.
 - d. Award: The arbitral award shall be final and binding on the parties.
 - e. Costs: The arbitration costs shall be borne by the losing party, unless otherwise provided by law.
 - f. Enforcement: The winning party may request the court (including the court where the losing party has assets) or a judicial authority to enforce the arbitral award.

XXI. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER.

Article 62. Supplements and amendments to the Charter.

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions of this Charter, the provisions of such law shall naturally be applied and regulate the Company's operations.

XXII. EFFECTIVE DATE.

Article 63. Effective date

1. This Charter consists of XXII Chapters and 64 Articles and constitutes the lawful and official Charter of De Tam Joint Stock Company, replacing all previous versions. This Charter shall take effect from the date on which its full text is approved by the General Meeting of Shareholders pursuant to Resolution No. 15/6/2026/NQ-ĐHĐCĐ dated June 23, 2026.
2. This Charter takes effect from the date of signing and promulgation and replaces the

current Charter and amended and supplemented charters.

3. The Charter is made into 02 original copies in Vietnamese and kept at the Company's head office. Copies or extracts of the Company Charter must be signed by the Chairman of the Board of Directors or the Legal Representative or at least one-half (1/2) of the total number of members of the Board of Directors to be valid.

Article 64. Signature of the Company's Legal Representative./.

LEGAL REPRESENTATIVE OF THE COMPANY



Phạm Thị Kim Xuân
TỔNG GIÁM ĐỐC