

Số: 21/TCHC - TVT
No.: 21/TCHC - TVT

Thành phố Hồ Chí Minh, ngày 03 tháng 7 năm 2026
Ho Chi Minh City, July 03 Year 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán Việt Nam/
Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh
To: Vietnam Exchange / Hochiminh Stock Exchange

1. Tên tổ chức/Name of organization: Tổng Công ty Việt Thắng – CTCP/ Viet Thang Corporation - JSC

- Mã chứng khoán/Mã thành viên/ Stock code/ Broker code: TVT

- Địa chỉ/Address: 127 Lê Văn Chí, Phường Linh Xuân, Thành phố Hồ Chí Minh/ 127 Le Van Chi Street, Linh Xuan Ward, Ho Chi Minh City

- Điện thoại liên hệ/Tel.: (028) 3896 9337 - 3896 0543 Fax: (028) 3896 9319

- Email: vietthang@vietthang.com.vn/pthang0878@gmail.com

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

Điều lệ Tổng Công ty Việt Thắng – CTCP/Charter Viet Thang Corporation

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 03/7/2026 tại đường dẫn <http://www.vietthang.com.vn/Quanhecodong> /This information was published on the company's website on July 03, 2026 as in the link <http://www.vietthang.com.vn/Quanhecodong>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Người đại diện theo pháp luật/ Legal representative

Nơi nhận/Recipients:

- Như trên/As per Article 2;
- Lưu Vp/ Archives, BOD office

TỔNG GIÁM ĐỐC

GENERAL DIRECTOR



NGUYỄN QUANG MINH

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

-----oOo-----

CHARTER

VIET THANG CORPORATION



*(Issued under the Resolution of the Annual General Meeting of Shareholders 2026
Viet Thang Corporation)*

Ho Chi Minh City, month 6 year 2026

TABLE OF CONTENTS

INTRODUCTION.....5

I. DEFINITIONS5

Article 1. Definitions.....5

**II. NAME, TYPE OF BUSINESS, HEADQUARTERS, BRANCHES,
REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATING PERIOD
AND LEGAL REPRESENTATIVE OF THE CORPORATION.....6**

Article 2. Name, type of business, headquarters, branches, representative offices, business
locations, operating period of The Corporation.....6

Article 3. The Corporation’s Legal Representatives.....6

**III. TARGETS, SCOPE OF BUSINESS AND OPERATION OF THE CORPORATION
7**

Article 4. Target of The Corporation7

Article 5. Scope of business and operations of The Corporation.....8

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS9

Article 6. Charter capital, shares, founding shareholders9

Article 7. Share Certificates.....9

Article 8. Other securities certificates.....10

Article 9. Transfer of Shares10

Article 10. Withdrawal of shares10

V. ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL.....11

Article 11. Organizational structure, administration and control11

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS..11

Article 12. Rights of Shareholders.....11

Article 13. Obligations of shareholders13

Article 14. General Meeting of Shareholders13

Article 15. Rights and obligations of the General Meeting of Shareholders15

Article 16. Authorizing participation in General Meeting of Shareholders.....17

Article 17. Change of rights.....18

Article 18. Convening, agenda and invitations to the General Meeting of Shareholders.....18

Article 19. Conditions for opening the General Meeting of Shareholders20

Article 20. Procedures for carrying out and voting at the General Meeting of Shareholders.20

Article 21. Conditions for ratification of resolutions of the General Meeting of Shareholders
22

CHARTER OF VIET THANG CORPORATION 2026

Article 22. Authority and procedures for carrying out questionnaire survey for ratification of resolutions of the General Meeting of Shareholders.....	22
Article 23. Resolutions and minutes of meetings of the General Meeting of Shareholders...	24
Article 24. Requesting cancellation of a resolution of the General Meeting of Shareholders	25
VII. BOARD OF DIRECTORS.....	26
Article 25. Nomination and self-nomination of members of the Board of Directors	26
Article 26. Term of office and composition of the Board of Directors	27
Article 27. Rights and obligations of the Board of Directors	28
Article 28. Remuneration, bonuses, and other benefits of Members of the Board of Directors	30
Article 29. President of the Board of Directors, Vice President of the Board of Directors....	30
Article 30. Meetings of the Board of Directors	31
Article 31. Subcommittees of the board of directors	33
Article 32. Person in charge of Corporation administration	33
VIII. THE GENERAL DIRECTOR AND OTHER EXECUTIVES.....	34
Article 33. Organization of the management apparatus.....	34
Article 34. The Corporation's executives	34
Article 35. Designation, dismissal, duties and entitlements of the General Director	34
Article 36. Corporate Secretary	35
IX. BOARD OF SUPERVISORS.....	35
Article 37. Nomination and self-nomination of Members of the Board of Supervisors.....	35
Article 38. Composition of the Board of Supervisors.....	36
Article 39. Head of the Board of Supervisors.....	37
Article 40. Rights and obligations of the Board of Supervisors	37
Article 41. Meetings of the Board of Supervisors	38
Article 42. Salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors.....	38
X. RESPONSIBILITY OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, THE GENERAL DIRECTOR AND OTHER EXECUTIVES	39
Article 43. Responsibility for honesty and prevention of conflict of interest.....	39
Article 44. Responsibility for Damages and Compensation.....	40
XI. RIGHTS TO ACCESS THE CORPORATION'S DOCUMENTS AND RECORDS	40
Article 45. Rights to access the Corporation's documents and records.....	40

XII. EMPLOYEES AND TRADE UNIONS	41
Article 46. Employees and trade unions	41
XIII. DISTRIBUTION OF PROFITS	41
Article 47. Distribution of Profits	41
XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING	42
Article 48. Bank Accounts	42
Article 49. Fiscal Year	42
Article 50. Accounting.....	42
XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE	43
Article 51. Annual, half-year and quarterly financial statements	43
Article 52. Annual Report.....	43
XVI. AUDIT.....	43
Article 53. Audit	43
XVII. THE ENTERPRISE'S SEALS	43
Article 54. The Enterprise's Seals	43
XVIII. DISSOLUTION OF THE ENTERPRISES	44
Article 55. Dissolution of The Enterprises	44
Article 56. Extension of operating period.....	44
Article 57. Liquidation.....	44
XIX. SETTLEMENT OF INTERNAL DISPUTES.....	45
Article 58. Settlement of internal disputes.....	45
XX. REVISING THE CORPORATION'S CHARTER	45
Article 59. The Corporation's Charter	45
XXI. EFFECTIVE DATE.....	45
Article 60. Effective Date	45

INTRODUCTION

This Charter was approved pursuant to Resolution No. 53/NQĐHĐCĐ-TVT dated May 11, 2025, of the Annual General Meeting of Shareholders.

I. DEFINITIONS

Article 1. Definitions

1. For the purpose of this Charter, the terms below are construed as follows:

- a) *Charter capital* means the total face value of shares that have been sold or subscribed upon establishment of the Corporation as prescribed in Article 6 of this Charter;
- b) *The Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 ratified by National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- c) *The Law on Securities* means the Law on Securities No. 54/2019/QH14 ratified by National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- d) *Establishment Date* means the day on which The Corporation's first Certificate of Enterprise Registration (Certificate of Business Registration and equivalent documents) is issued;
- e) *Executives* include the General Director, Deputy General Director, Chief Accountant, and other executives appointed by the Board of Directors;
- f) *Managers* mean the manager of The Corporation, including the Chairman of the Board of Directors, Member of the Board of Directors, General Director, and other individuals holding management titles appointed by the General Meeting of Shareholders or the Board of Directors;
- g) *Related persons* are the organizations and individuals defined in Clause 46 Article 4 of the Law on Securities;
- h) *Shareholder* means an individual or organization that owns at least one share of the Corporation;
- i) *Founding Shareholder* means a shareholder that holds at least one ordinary share and is included in the Corporation's list of founding shareholder;
- j) *Major Shareholder* is defined in Clause 18 Article 4 of the Law on Securities;
- k) *Member of the Board of Supervisors* means the Supervisor;
- l) *Operating period* is the period specified in Article 2 of this Charter and may be extended if approved by the General Meeting of Shareholders;
- m) *Stock Exchanges* include Vietnam Exchange (VNX) and its subsidiary companies.

2. The references in this Charter also include their amendments or replacements.

3. The titles of Sections and Articles of this Charter are meant to facilitate readers and do not affect the contents of this Charter.

II. NAME, TYPE OF BUSINESS, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATING PERIOD AND LEGAL REPRESENTATIVE OF THE CORPORATION

Article 2. Name, type of business, headquarters, branches, representative offices, business locations, operating period of The Corporation

1. Name of The Corporation:

- Vietnamese name: **TỔNG CÔNG TY VIỆT THẮNG - CTCP**

- English name: **VIET THANG CORPORATION**

- Abbreviated name: **VICOTEX**

2. The Corporation is a joint stock corporation, which is a juridical person and is conformable with applicable regulations of law of Vietnam.

3. Headquarters:

- Address: 127 Le Van Chi, Linh Xuan Ward, Ho Chi Minh City

- Phone number: 028.38969337

- Fax: 028.38969319

- E-mail: vietthang@vietthang.com.vn

- Website: vietthang.com.vn

4. The Corporation may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the law.

5. Unless the Corporation is shut down before the expiration of the period specified in Clause 2 Article 55 or extends the operating period as prescribed in Article 56 of this Charter, the Corporation's operating period shall be indefinite from the establishment date.

Article 3. The Corporation's Legal Representatives

The Corporation has 1 legal representative who is the General Director.

The Corporation's Legal Representative is an individual who represents The Corporation in exercising the rights and obligations arising from The Corporation's transactions, and represents The Corporation as plaintiff, defendant, or person with related rights and obligations before Arbitration and Court. The responsibilities of the legal representative shall be performed in accordance with Article 13 of the Law on Enterprises and other rights and obligations as stipulated by current law.

The Corporation's Legal Representatives must reside in Vietnam; and must authorize another person in writing to perform the rights and obligations of the legal representative at The Corporation when leaving Vietnam.

In case the authorization expires and the legal representative of The Corporation has not returned to Vietnam and there is no other authorization, the authorized person shall continue to perform

the rights and obligations of the legal representative of The Corporation within the scope authorized until the legal representative of The Corporation returns to work, or until the Board of Directors decides to appoint another person to replace them.

In case of absence from Vietnam for more than 30 days without authorizing another person to perform the rights and duties of the legal representative of The Corporation, the Board of Directors shall appoint another person to replace them.

III. TARGETS, SCOPE OF BUSINESS AND OPERATION OF THE CORPORATION

Article 4. Target of The Corporation

1. The Corporation's Business Lines:

- Weaving of textiles
Details: Fabric manufacturing
- Installation of industrial machinery and equipment
Details: Installation of industrial machinery and equipment (Assembly and installation services, not construction services) (not operating at the head office)
- Spinning of textile fibres
Details: Manufacture of cotton, fibers, and yarn
- Real estate business, Land use rights owned, used, or leased
Details: Real estate business (excluding investment in building cemetery and graveyard infrastructure for transferring Land use rights associated with infrastructure)
- Wholesale of other specialized products not elsewhere classified
Details: Exercise the right to export, the right to import, the right to wholesale distribution of goods not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in international treaties to which Vietnam is a member
- Wholesale of other construction materials and installation equipment
Details: Exercise the right to export, the right to import, the right to wholesale distribution of goods not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in international treaties to which Vietnam is a member
- Wholesale of other machinery, equipment and machine parts
Details: Exercise the right to export, the right to import, the right to wholesale distribution of goods not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in international treaties to which Vietnam is a member
- Road freight transport
Details: Road freight transport business by automobile (excluding liquefied gas transport)
- Sewerage and wastewater treatment
- Collection of non-hazardous waste

Details: Collection of industrial and production waste within the Corporation's premises for transport to a collection point for treatment (excluding direct collection of waste from households)

- Other food service activities

Details: Canteen operations (excluding bar and beverage service activities with dancing)

- Landscape care and maintenance service activities

- Water collection, treatment and supply

Details: Water supply within the Industrial Park for production purposes

- Manufacture of other textiles (excluding apparel)

Details: Manufacture of textile and garment products

- Electricity generation

(Not operating at the head office)

- Warehousing and storage

- Transmission and distribution of electricity

Details: Sale of electricity to users (excluding transmission, national power system dispatching and distribution grid management, multi-purpose hydropower, nuclear power)

- Medical doctor clinic under Viet Thang Corporation.

Scope of professional activities: Performing professional techniques approved by the Director of the Department of Health and issued together with the License on Operations.

- Wholesale of textiles, clothing, footwear

Details: Exercise the right to export, the right to import, the right to wholesale distribution of goods not included in the list of goods prohibited from distribution under Vietnamese law or not subject to restrictions under international commitments in international treaties to which Vietnam is a member

2. The Corporation's operating targets:

Significantly contribute to improving the efficiency and competitiveness of enterprises; create a type of enterprise with multiple owners, including a large number of employees; create strong motivation and a dynamic management mechanism for enterprises to effectively use state and enterprise capital and assets.

Mobilize capital from individuals, domestic and foreign economic organizations, and social organizations to invest in technological innovation and enterprise development.

Promote the true ownership role of employees and shareholders; strengthen investor oversight of enterprises; ensure the harmonious interests of the State, enterprises, investors, and employees.

Expand and synchronously develop the areas of operation where The Corporation has advantages, creating a stable, long-term, and solid foundation for development.

Maximize operational efficiency, preserve and develop capital, ensure benefits for shareholders, fulfill obligations fully to the state.

Article 5. Scope of business and operations of The Corporation

The Corporation may conduct business within the business lines specified in this Charter and changes thereof which have been registered to the business registration authority and published on the National Enterprise Registration Portal.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The Corporation's Charter capital is **210,000,000,000 VND (Two hundred ten billion VND)**.

The Corporation's Charter capital is divided into 21,000,000 shares, with a par value of 10,000 VND per share.

2. The Corporation's Charter capital may be changed if approved by the General Meeting of Shareholders and conformable with regulations of law.

3. The Shares of The Corporation on the Date this Charter is approved include common shares and preferred shares (If any). The rights and obligations of shareholders holding each type of share are stipulated in Article 12, Article 13 of this Charter.

4. The Corporation may issue other preference shares if it is approved by the General Meeting of Shareholders and it is conformable with regulations of law.

5. As The Corporation's predecessor was a equitized State-owned Enterprise, the time of equitization was more than three years before the Date this Charter was approved, therefore the provisions regarding founding shareholders of The Corporation are no longer effective.

6. Ordinary shares shall be offered first to existing shareholders in proportion to their holdings of ordinary shares in the Corporation, unless otherwise decided by the General Meeting of Shareholders. The unsubscribed shares shall be decided by the Board of Directors. The Board of Directors may distribute these shares to other shareholders and persons with no more favorable conditions than those of the shares offered to existing shareholders, unless approved by the General Meeting of Shareholders or securities law provides otherwise.

7. The Corporation may repurchase its own shares following the methods specified in this Charter and applicable laws.

8. The Corporation may issue other types of shares as prescribed by law.

Article 7. Share Certificates

1. Shareholders of the Corporation shall be issued with share certificates which specify their holdings and types of shares being held.

2. The share certificate is a type of securities that certify the holder's lawful rights and interests to part of the share capital of the issuer. A share certificate shall contain all information specified in Clause 1 Article 121 of the Law on Enterprises.

3. Within 20 days from the submission of the satisfactory application for transfer of ownership of shares as prescribed by the Corporation, or within 2 months from the day on which the shares are fully paid for under the Corporation's share issuance plan (or another time limit specified in

the issuance clauses), the holder of the shares shall be issued with the share certificate and is not required to pay the cost of printing the share certificate to the Corporation.

4. In case the share certificate is lost or damaged, the shareholder shall be reissued with another share certificate by the Corporation on request. Such a request shall specify:

- a) Information about the lost or damaged share certificate;
- b) Declaration to take responsibility for any dispute that arises from the reissuance of the share certificate.

Article 8. Other securities certificates

Bond certificates and other securities certificates issued by the Corporation shall bear the signatures of the legal representatives and seal of the Corporation.

Article 9. Transfer of Shares

1. All shares may be transferred freely unless otherwise prescribed by this Charter and the law. Shares that are registered on Stock Exchanges may be transferred in accordance with regulations of law on securities and the securities market.

2. Shares that are not fully paid for must not be transferred and shall not receive relevant rights such as right to dividends, right to receive shares additionally issued to increase share capital from equity, right to buy new shares and other benefits prescribed by law.

Article 10. Withdrawal of shares

1. In case a shareholder fails to fully and punctually pay for the shares, the Board of Directors shall send a notice and is entitled to request the shareholder to pay the remaining amount and take liability in proportion to the total face value of the subscribed shares to the Corporation for the damage caused by the failure to fully pay for the shares.

2. The notice shall specify the new deadline (at least 07 days from the noticing date), payment location and that the unpaid shares will be withdrawn if they are not paid for as requested.

3. The Board of Directors is entitled to withdraw the shares that are not fully and punctually paid for if such a request is not fulfilled.

4. Withdrawn shares shall be considered authorized shares as prescribed in Clause 3 Article 112 of the Law on Enterprises. The Board of Directors may, directly or through a third party, sell or redistribute these shares under the conditions and methods considered appropriate by the Board of Directors.

5. The shareholder holding the withdrawn shares will no longer be shareholder of these shares but still has the liability in proportion to the total nominal value of the subscribed shares upon withdrawal under the decision of the Board of Directors for the period from the date of withdrawal to the date of payment. The Board of Directors has the full authority to enforce payment for the entire value of the share certificate at the time of withdrawal.

6. The withdrawal notice shall be sent to the holder of withdrawn shares before the withdrawal time. The withdrawal shall be still carried out if the notice is erroneous or the notice is not successfully sent.

V. ORGANIZATIONAL STRUCTURE, ADMINISTRATION AND CONTROL

Article 11. Organizational structure, administration and control

Organizational structure, administration and control of The Corporation includes:

1. The General Meeting of Shareholders.
2. Board of Directors
3. Board of Supervisors
4. General Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of Shareholders

1. Ordinary shareholders have the rights to:
 - a) Participate, comment in the General Meeting of Shareholders; exercise the right to vote directly or through authorized representatives or another method prescribed by the Corporation's Charter and the law. Each ordinary share has one vote;
 - b) Receive dividends at the rate decided by the General Meeting of Shareholders;
 - c) Priority when buying new shares in proportion to each shareholder's holding of ordinary shares;
 - d) Freely transfer shares to other persons, except in the cases specified in Clause 3 Article 120, Clause 1 Article 127 of the Law on Enterprises and relevant laws;
 - e) Review, search, and extract information about names and contact Address in the list of shareholders with voting rights; request correction of their inaccurate information;
 - f) Access, examine and extract or copy the Corporation's Charter, minutes of meeting and resolutions of the General Meeting of Shareholders;
 - g) When the Corporation is dissolved or goes bankrupt, receive part of the remaining assets in proportion to their holdings in the Corporation;
 - h) Request The Corporation to repurchase Shares in cases stipulated in Article 132 of the Law on Enterprises;
 - i) Equal treatment. Each share of the same type bestows its holder equal rights, obligations and interests. If the Corporation has preference shares, rights and obligations associated with these preference shares must be approved by the General Meeting of Shareholders and informed to the shareholders;
 - j) Access to periodic and extraordinary information disclosed by the Corporation as prescribed by law;

k) Have their lawful rights and interests protected; demand suspension, cancellation or resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the Law on Enterprises;

l) Other rights prescribed by law and the Corporation's Charter.

2. Shareholders or groups of shareholders owning 5% or more of the total common Shares have the following rights:

a) Request the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 3 Article 115 and Article 140 of the Law on Enterprises;

b) Examine, extract the minutes, resolutions and decisions of the Board of Directors, biannual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Corporation's trade secrets;

c) Request the Board of Supervisors to inspect specific issues relevant to the management and operation of the Corporation where necessary. The request must be made in writing and contain: full names, mailing addresses, nationalities, ID numbers of shareholders that are individuals; names, enterprise/organization ID numbers and headquarters addresses of shareholders that are organizations; quantity of shares and share subscription time of each shareholder, total shares of the group of shareholders and their holdings; the issues that need inspecting and purposes of inspection;

d) Propose inclusion of the issues in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Corporation at least [03 working days] before the opening date. The proposal shall specify the shareholder's name, quantity of each type of shares being held by the shareholder and the proposed issues;

e) Other rights prescribed by law and the Corporation's Charter.

3. The shareholder or group of shareholders that holds at least 10% of total ordinary shares have the right to nominate individuals for the Board of Directors, Board of Supervisors. The nomination of individuals for the Board of Directors and Board of Supervisors is carried out as follows:

a) The group of shareholders that nominate candidates to the Board of Directors and the Board of Supervisors must inform the participating shareholders before the opening of the General Meeting of Shareholder;

b) Depending on the quantity of members of the Board of Directors and the Board of Supervisors, the shareholders or groups of shareholders prescribed in this Clause may nominate one or some candidates according to the decision of the General Meeting of Shareholders to the Board of Directors and the Board of Supervisors. In case the number of nominated candidates is smaller than the maximum permissible number of candidates specified in the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by Board of Directors, the Board of Supervisors and other shareholders in accordance with the provisions of Articles 25 and 37 of this Charter.

Article 13. Obligations of shareholders

Ordinary shareholders have the obligations to:

1. Fully and punctually pay for the subscribed shares.
2. Not withdraw the capital that has been contributed in the form of ordinary shares in any shape or form, unless these shares are repurchased by the Corporation or other persons. Otherwise, the shareholder and persons with related interests in the Corporation shall be jointly responsible for the debts and other liabilities of the Corporation within the value of withdrawn shares and the damage caused.
3. Comply with the Corporation's Charter and internal regulations on Corporation administration.
4. Comply with resolutions and decisions of the General meeting of Shareholders and the Board of Directors.
5. Protect the confidential of information provided by the Corporation in accordance with the Corporation's Charter and the law; only use the provided information for exercising and protecting their lawful rights and interests; do not copy, send the information provided by the Corporation to any other organizations and individuals.
6. Participate in the and exercise the right to vote/election voting in the following manners:
 - a) Attend and vote/exercise election voting rights directly at the meeting;
 - b) Authorize another individual or organization to attend and vote/exercise election voting rights at the meeting;
 - c) Attend and vote/exercise election voting rights via online conference, electronic voting, or other electronic forms;
 - d) Send voting ballots/election voting ballots to the meeting via mail, fax, or email;
7. Take personal responsibility when committing any of the following acts in the name of the Corporation in any shape or 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 off undue debts prior to financial risks for The Corporation.
8. Fulfill other obligations prescribed by applicable regulations of law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all voting shareholders and is the highest decision-making body of the Corporation. The General Meeting of Shareholders shall be conducted annually and within 04 months from the ending date of the fiscal year. The Board of Directors may delay the date of conducting the annual General Meeting of Shareholders but still within 06 months from the ending date of the fiscal year. Extraordinary General Meeting of

Shareholders may be conducted in addition to annual General Meeting of Shareholders. The location of General Meeting of Shareholders is where the chair participates in and must be within Vietnam's territory.

2. . The Board of Directors shall convene the annual General Meeting of Shareholders and choose a suitable location. The annual General Meeting of Shareholders shall decide the issues prescribed by law and the Corporation's Charter, and approve the audited annual financial statements. In case the audit report contains unqualified opinions, adverse opinions or disclaimer of opinion, the Corporation shall invite representative of the accredited audit organization that audited the Corporation's financial statement to participate in the annual General Meeting of Shareholders. The invited representative of the audit organization has the responsibility to participate in the annual General Meeting of Shareholders.

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

- a) It is considered necessary for the Corporation's interests by the Board of Directors;
- b) The remaining number of Board of Directors or Board of Supervisors is smaller than the minimum number prescribed by law;
- c) It is requested by the shareholder or group of shareholders prescribed in Clause 2 Article 115 of the Law on Enterprises; the request shall be made in writing, specify the reasons for convening such a meeting, and bear signatures of relevant shareholders. The written request may be made into multiple copies with signatures of relevant shareholders;
- d) At the request of the Board of Supervisors;
- e) Other cases prescribed by law and this Charter.

4. Convening the extraordinary General Meeting of Shareholders

- a) The Board of Directors shall convene the General Meeting of Shareholders within 60 days from the day on which the number of members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors falls below the minimum number mentioned in Point b Clause 3 of this Article;

The Board of Directors must notify the case where an independent Member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene the General Meeting of Shareholders to elect a replacement or substitute independent Member of the Board of Directors within 06 months from the Date of receiving the notification from the relevant independent Member of the Board of Directors;

- b) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a Clause 4 of this Article, the Board of Supervisors shall convene the General Meeting of Shareholders instead of the Board of Directors within the next 30 days as prescribed in Clause 3 Article 140 of the Law on Enterprises;
- c) In case the Board of Supervisors fails to convene the General Meeting of Shareholders as prescribed in Point b Clause 4 of this Article, the shareholder or group of shareholders mentioned in Point c Clause 3 of this Article is entitled to request the Corporation's

representatives to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

In this case, the requesting shareholder or group of shareholders may request the business registration authority to supervise the process of convening, conducting and decision-making of the General Meeting of Shareholders. The costs of convening and conducting the General Meeting of Shareholders shall be reimbursed by the Corporation. These costs do not include the costs incurred by the shareholders during their participation in the General Meeting of Shareholders, including lodging and travel costs.

- d) The General Meeting of Shareholders shall be conducted following the procedures specified in Clause 5 Article 140 of the Law on Enterprises.

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

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

- a) Approve the Corporation's development orientations;
- b) Decide the types of authorized shares and quantity of each type; decide annual dividends of each type of shares;
- c) Elect, dismiss and discharge members of the Board of Directors and members of the Board of Supervisors;
- d) Decide investment in or sale of assets that are worth at least 35% of the total assets written the Corporation's latest financial statement;
- e) Decide revisions to the Corporation's Charter;
- f) Approve the annual financial statements;
- g) Decide repurchase of over 10% of shares of each type;
- h) Consider taking actions against violations committed by members of the Board of Directors and members of the Board of Supervisors if they cause damage to the Corporation and its shareholders;
- i) Decide re-organization and dissolution of the Corporation;
- j) Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors, Board of Supervisors;
- k) Approve, supplement, amend the Corporation Administration; the Operation of the Board of Directors, Board of Supervisors;
- l) Approve the list of accredited audit organizations; decide whether to allow accredited audit organizations to inspect the Corporation's operation; dismiss accredited auditors where necessary;
- m) Other rights and obligations prescribed by law.

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

- a) The Corporation's annual business plan;

- b) The audited annual financial statement;
- c) The report of the Board of Directors on administration and performance of the Board of Directors and each of its members;
- d) The report of the Board of Supervisors on the Corporation's business performance, performance of the Board of Directors, the General Director;
- e) The self-assessment report on performance of the Board of Supervisors and its members;
- f) Dividend per share of each type;
- g) The quantity of members of the Board of Directors and the Board of Supervisors;
- h) Election, dismissal and discharge of members of the Board of Directors and members of the Board of Supervisors;
- i) The budget or total remunerations, bonuses and other benefits of the Board of Directors and the Board of Supervisors;
- j) Approval for the list of accredited audit organizations; whether to allow accredited audit organizations to inspect the Corporation's operation; dismiss accredited auditors where necessary;
- k) Revisions to the Corporation's Charter;
- l) Types and quantity of additional shares of each type and transfer of shares by founders within the first 03 years after the establishment date;
- m) Re-organization and dissolution (liquidation) of the Corporation and appointment of the liquidator;
- n) Investment in or sale of assets that are worth at least 35% of the total assets written the Corporation's latest financial statement;
- o) Repurchase of over 10% of shares of each type;
- p) Conclusion of contracts and transactions with the entities specified in Clause 1 Article 167 of the Law on Enterprises that are worth at least 35% of the Corporation's total assets written in the latest financial statement;
- q) Approve the following transactions:
 - Granting loans or guarantees to Members of the Board of Directors, Members of the Board of Supervisors, General Director, other managers who are not shareholders, and Affiliated organizations and individuals of these subjects;
 - In case of granting loans or guarantees to Affiliated organizations of Members of the Board of Directors, Members of the Board of Supervisors, General Director, other managers where the public Corporation and that organization are companies within the same group or companies operating as a group of companies, including Parent Corporation - Corporation's subsidiaries, economic group, approved by the General Meeting of Shareholders or Board of Directors as stipulated in the Corporation's Charter;

- Transactions with a value of 35% or more, or transactions resulting in a total transaction value arising within 12 months from the Date of the first transaction of 35% or more of the total asset value recorded in the most recent Financial Statements, or a smaller Percentage or value as stipulated in the Corporation's Charter, between the public Corporation and one of the following parties:
 - + Members of the Board of Directors, Members of the Board of Supervisors, General Director, other managers, and their related persons;
 - + Shareholders, authorized representatives of shareholders owning over 10% of the Corporation's total ordinary Shares, and their related persons;
 - + Enterprises affiliated with the parties specified in Clause 2, Article 164 of the Law on Enterprises;
 - Loan or asset sale contracts/transactions with a value greater than 10% of the total asset value recorded in the most recent Financial Statements between the Corporation and a shareholder owning 51% or more of the total voting Shares or that shareholder's related persons.
 - r) Approve, supplement, amend the internal regulations on the governance of The Corporation, the Operation of the Board of Directors, the Operation of the Board of Supervisors;
 - s) Other matters as stipulated by law and this Charter.
3. All resolutions and issues that have been included in the meeting agenda shall be discussed and voted on during the General Meeting of Shareholders.

Article 16. Authorizing participation in General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders that are organizations may directly participate or authorize one or some other organizations and individuals to participate in the General Meeting of Shareholders in one of the manners specified in Clause 3 Article 144 of the Law on Enterprises.

2. The authorization mentioned in Clause 1 of this Article shall be made into written documents. Authorization documents shall specify the name of the authorizing shareholder, the authorized individual or organization, the quantity of shares authorized, authorization contents and scope, authorization period, signatures of the authorizing party and the authorized party.

The authorized participants shall submit the authorization documents when registering their participation in the meeting.

3. The ballot/election ballot of the authorized person attending the meeting remains valid within the scope of authorization when one of the following cases occurs:

- a) The authorizing person is dead, has have limited legal capacity or is incapacitated;
- b) The authorizing person has cancelled the authorization;
- c) The authorizing person has cancelled the authority of the authorized person.

This Clause does not apply in case the Corporation receives a notification of any of the aforementioned events before the opening hour of the General Meeting of Shareholders or before the General Meeting of Shareholders is re-convened.

Article 17. Change of rights

1. Any change or cancellation of special rights attached to a class of preferred shares shall be effective when approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting. The General Meeting of Shareholders' resolution that contains adverse changes to the rights and obligations of preference shareholders may only be ratified if it is voted for by a number of participating preference shareholders that hold at least 75% of preference shares of the same type, or approved by a number of preference shareholders that hold at least 75% of preference shares of the same type in case of questionnaire survey.

2. A meeting of shareholders holding a type of preference shares for approving the aforementioned change of right shall only be carried out when it is participated in by at least 02 shareholders (or their authorized representatives) that hold at least one third (1/3) of the nominal value of these shares. If the number of participating shareholders is not adequate, another meeting shall be carried out within 30 days regardless of the number of participating shareholders of that type of shares (or their authorized representatives) and the quantity of their shares. During the meeting, shareholders of that type of shares may, directly or through their representatives, request a ballot. Each share of that type has the same number of votes in such a meeting.

3. Procedures for carrying out such a meeting are similar to those specified in Articles 19, 20 and 21 of this Charter.

4. Unless otherwise prescribed by shares issuance clauses, special rights associated with preference shares regarding some or all issues relevant to distribution of profit or assets of the Corporation shall not be changed when the Corporation issues additional shares of the same type.

Article 18. Convening, agenda and invitations to the General Meeting of Shareholders

1. The Board of Directors shall convene annual and extraordinary General Meeting of Shareholders. The Board of Directors shall convene extraordinary General Meeting of Shareholders in the cases specified in Clause 3 Article 14 of this Charter.

2. The person who convenes the General Meeting of Shareholders shall perform the following tasks:

- a) Compile the list of shareholders eligible to participate in and vote/election voting at the General Meeting of Shareholders. This list shall be compiled within 10 days before the day on which the invitation to the General Meeting of Shareholders is sent. The Corporation shall announce the compilation of this list at least 20 days before the deadline for registration;
- b) Prepare the meeting agenda and contents;
- c) Prepare meeting documents;
- d) Draft the resolution of the General Meeting of Shareholders according to the meeting contents;
- e) Determine the meeting time and location;

f) Make an announcement and send invitations to all shareholders that are eligible to participate in the General Meeting of Shareholders;

g) Perform other tasks serving the general meeting.

3. The invitations to the General Meeting of Shareholders shall be sent to mailing addresses of all shareholders by express mail and posted on the websites of the Corporation, SSC and the Stock Exchange where the Corporation's shares are listed or registered. The person that convenes the General Meeting of Shareholders shall send invitations to all shareholders on the list of shareholders eligible to participate in the General Meeting of Shareholders at least 21 days before the opening date of the General Meeting of Shareholders (calculated from the date the notice is validly sent or dispatched). The agenda of the General Meeting of Shareholders and documents relevant to the issues to be voted on at the General Meeting of Shareholders shall be sent to the shareholders and/or posted on the Corporation's website. In case these documents are not enclosed with the invitations, the invitations must contain the URL for these documents, Including:

a) The meeting agenda and documents to be used during the meeting;

b) The list of and detailed information about all candidates for members of the Board of Directors and members of the Board of Supervisors;

c) Voting/election voting ballot;

d) Draft resolution on each issue mentioned in the meeting agenda..

4. The shareholder or group of shareholders mentioned in Clause 2 Article 12 of this Charter is entitled to propose inclusion of other issues to the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Corporation at least 05 working days before the opening date of the General Meeting of Shareholders. The proposal shall specify the shareholder's name, quantity of each type of shares, contact address, nationality, ID card number, Passport, or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, Address for organizational shareholders; the quantity and type of Shares held by that shareholder, and the proposed issues.

5. The person who convenes the General Meeting of Shareholders is entitled to reject the proposal mentioned in Clause 4 of this Article in any of the following cases:

a) The proposal is sent against the regulations of Clause 4 of this Article;

b) The proposing shareholder or group of shareholders is holding less than 5% of total ordinary shares when the proposal is made as prescribed in Clause 2 Article 12 of this Charter;

c) The proposed issue is outside the jurisdiction of the General Meeting of Shareholders;

d) Other cases prescribed by law and this Charter.

6. The person who convenes the General Meeting of Shareholders shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except in the cases specified in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if approved by the General Meeting of Shareholders.

Article 19. Conditions for opening the General Meeting of Shareholders

1. The General Meeting of Shareholders shall be carried out when it is participated in by a number of shareholders that represent over 50% of the voting shares.
2. In case the number of participating shareholders specified in Clause 1 of this Article is not adequate, invitations to the second meeting shall be sent within 30 days from the intended date of the first meeting. The second General Meeting of Shareholders shall be opened when it is participated in by a number of shareholders that represent at least 33% of the voting shares.
3. . In case the number of participating shareholders specified in Clause 2 of this Article is not adequate, invitations to the third meeting shall be sent within 30 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be opened regardless of the number of participating shareholders.

Article 20. Procedures for carrying out and voting at the General Meeting of Shareholders

1. Before the opening of the meeting, the Corporation shall complete the procedures for shareholder registration. All shareholders that are eligible to participate shall be registered in the following order:
 - a) When conducting shareholder registration, The Corporation shall issue to each shareholder or authorized representative entitled to vote a voting card/voting ballot/election voting ballot, on which the registration number, name of the shareholder, name of the authorized representative, and the number of voting votes/election voting votes of that shareholder are recorded. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda content. Voting shall be conducted by voting for affirmatives, negatives and abstentions. The vote counting result shall be announced by the Chair/Vote Counting Committee right before the meeting is closed. The General Meeting of Shareholders shall elect vote counters or vote counting supervisors at the request of the chair. The number of members of the vote counting board shall be decided by the General Meeting of Shareholders at the request of the chair;
 - b) The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote/election voting after registration. The chair does not have the responsibility to suspend the meeting and the effect of the decisions voted/election voting on before their presence shall remain unchanged.
2. Election of the chair, secretary and vote counting committee:
 - a) The President of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders if it is convened by the Board of Directors. If the President of the Board of Directors is absent or not able to work, other members of the Board of Directors shall elect one of them as the chair under the majority rule. In case a chair cannot be elected, the Head of the Board of Supervisors shall preside over the election of the chair among the participants by the General Meeting of Shareholders, in which case the person who receives the most votes shall chair the meeting;

b) In the case specified in Point a of this Clause, the person that signs the decision to convene the General Meeting of Shareholders preside over the election of the chair by the General Meeting of Shareholders. The person who receives the most votes shall chair the meeting;

c) The chair shall appoint one or some people as secretaries of the meeting;

d) The General Meeting of Shareholders shall elect one or some persons to the Vote Counting Committee at the request of the chair.

3. The meeting agenda and contents shall be approved by the General Meeting of Shareholders during the opening session. The agenda shall specify the time of each issue.

4. The chair is entitled to implement necessary and reasonable measures for making sure the meeting is kept in order, adheres to the approved agenda and reflects the needs of the majority of participants.

a) Arrange seats at the meeting location;

b) Ensure safety of the participants;

c) Enable shareholders to participate in (or continue to participate in) the General Meeting of Shareholders. The person who convenes the General Meeting of Shareholders has the full authority to change the aforementioned measures and implement any necessary measures such as issuing entry passes or other methods of selection.

5. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Votes include affirmatives, negatives and abstentions. The vote counting result shall be announced right before the meeting is closed.

6. The shareholders and shareholders' authorized representatives that arrive at the meeting after the opening time may register their presence, participate and vote after registration. The effect of the decisions voted on before their presence shall remain unchanged.

7. The person who convenes the General Meeting of Shareholders or the chair has the rights to:

a) Request all participants to undergo inspection or other lawful and reasonable security measures;

b) Request a competent authority to maintain order during the meeting; expel those who refuse to comply with the chair's requests, disrupt the order, obstruct the progress of the meeting or refuse to undergo security measures.

8. The chair is entitled to delay the meeting after an adequate number of participants have registered for up to 03 working days from the initial meeting date. The General Meeting of Shareholders may only be delayed or relocated in the following cases:

a) The current location does not have adequate convenient seats for all participants;

b) Communications equipment is not sufficient for discussion and voting by participating shareholders;

c) The meeting is disrupted by one or some participants thus threatening the fairness and legitimacy of the meeting.

9. In case the chair delay or suspend the General Meeting of Shareholders against the regulations of Clause 8 of this Article, the General Meeting of Shareholders shall elect another participant as the chair, who will chair the meeting until the end; all resolutions ratified at that meeting shall be effective.

10. In case of an online meeting, the Corporation shall ensure that participating shareholders are able to vote electronically in accordance with Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities.

Article 21. Conditions for ratification of resolutions of the General Meeting of Shareholders

1. Resolutions on the following issues shall be issued if they receive at least 65% affirmative votes and attending shareholders at the meeting, except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

- a) Types of shares and quantity of each type;
- b) Change of business lines;
- c) Changes to the Corporation's organizational structure;
- d) Investment projects or sale of assets that are worth at least 35% of the total assets written the Corporation's latest financial statement, unless another ratio or value is prescribed by the Corporation's Charter;
- e) Re-organization, dissolution of the Corporation;

2. A resolution shall be ratified when it is voted for by a number of shareholders that hold over 50% of the affirmative votes and attending shareholders, except for the cases specified in Clause 1 of this Article and Clauses 3, 4, 6 Article 148 of the Law on Enterprises.

Note, in case of electing Board of Directors' members and Members of the Board of Supervisors, if the number of candidates is less than or equal to the number of Board of Directors' members/Members of the Board of Supervisors to be elected, the election of Board of Directors' members/Members of the Board of Supervisors may be conducted by cumulative voting as above or by voting (approve, not approve, no opinion). The voting rate for approval by voting method shall be implemented according to Clause 2, Article 21 of The Corporation's Charter.

3. A resolution of the General Meeting of Shareholders that is voted for by 100% of the voting shares shall be lawful and effective even if the procedures for convening the meeting and ratifying the resolution are not conformable with the Law on Enterprises and the Corporation's Charter.

Article 22. Authority and procedures for carrying out questionnaire survey for ratification of resolutions of the General Meeting of Shareholders

The authority and procedures for ratifying resolutions of the General Meeting of Shareholders by questionnaire survey:

CHARTER OF VIET THANG CORPORATION 2026

1. The Board of Directors is entitled to carry out a questionnaire survey to ratify resolutions of the General Meeting of Shareholders on the following matters:

- a) Revisions to the Corporation's Charter;
- b) Approve, supplement, amend the Corporation Administration; the Operation of the Board of Directors, the Operation of the Board of Supervisors;
- c) The Corporation's development orientations;
- d) The types of authorized shares and quantity of each type;
- e) Elect, dismiss and discharge members of the Board of Directors and members of the Board of Supervisors;
- f) Investment in or sale of assets that are worth at least 35% of the total assets written the Corporation's latest financial statement;
- g) Approve the annual financial statements;
- h) Re-organization and dissolution of the Corporation.
- i) Changing business lines, sectors, and areas;
- j) Changing the organizational structure of The Corporation;
- k) Other matters when the Board of Directors deems necessary for the benefit of The Corporation.

2. The Board of Directors shall prepare and send the questionnaires, draft resolutions of the General Meeting of Shareholders, explanatory documents to the voting shareholders at least 10 days before the deadline for submission of the questionnaires in accordance with Clause 3 Article 18 of this Charter.

3. A questionnaire shall contain the following information:

- a) The enterprise's name, headquarters address, identification number;
- b) Purposes of the survey;
- c) Full name, mailing address, nationality, ID number of the shareholder that is an individual; name, enterprise/organization ID number and headquarters address of the shareholder that is an organization or full name, mailing address, nationality, ID number of the representative of the shareholder that is an organization; quantity of shares of each type and the number of votes of the shareholder;
- d) The issues being voted on;
- e) Voting options for each issue, including affirmative, negative and abstentions;
- f) Submission deadline;
- g) Full name and signature of the President of the Board of Directors.

4. Shareholders may send their completed questionnaires to the Corporation by mail, fax or email as follows:

CHARTER OF VIET THANG CORPORATION 2026

a) The questionnaire that is sent by mail shall bear the signature of the shareholder that is an individual or signature of the authorized representative of the shareholder that is an organization. The questionnaire shall be put into a sealed envelope, which must not be opened before vote counting;

b) Questionnaires that are sent by fax or email must be kept confidential until vote counting time;

c) The questionnaires that are sent to the Corporation after the deadline or that are opened (for those sent by mail) or revealed (for those sent by fax or email) shall be invalidated. The shareholders that do not submit their questionnaires shall be considered not voting.

5. The Board of Directors shall count the votes and prepare the vote counting records in the presence of the Board of Supervisors or shareholders that are not holding managerial positions in the Corporation. The vote counting record shall contain the following information:

a) The enterprise's name, headquarters address, identification number;

b) The purposes and issues voted on;

c) Number of shareholders with the total number of voting/election voting Shares that participated in voting/election voting, distinguishing between valid and invalid voting/election voting Shares and the method of sending voting/election voting ballots, accompanied by an appendix listing participating shareholders;

d) Quantity of affirmative votes, negative votes and abstentions on each issue, total number of election voting for each candidate (If any);

e) Ratified issues and ratio of affirmative votes;

f) Full name and signature of the President of the Board of Directors, vote counter, and vote supervisor.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting records and any damage caused by the decisions that are ratified because of inaccurate vote counting.

6. The vote counting record and resolutions shall be sent to the shareholders within 15 days from the vote counting completion date, or uploaded to the Corporation's website within 24 hours after vote counting is completed.

7. The completed questionnaires, vote counting record, ratified resolutions and documents enclosed with questionnaires shall be retained at the Corporation's headquarters.

8. A resolution shall be ratified by questionnaire survey if it receive at least 50% affirmative votes from voting shareholders and has the same value as those ratified at the General Meeting of Shareholders.

Article 23. Resolutions and minutes of meetings of the General Meeting of Shareholders

1. Minutes of all GMS shall be taken in the form of written documents and may also be recorded or stored in other electronic forms. The minutes must be taken in Vietnamese and English with the following contents:

- a) The enterprise's name, headquarters address, identification number;
- b) Time and location of the General Meeting of Shareholders meeting;
- c) Agenda and Content of the meeting;
- d) Full name of the chair and secretaries;
- e) Summary of developments of the meeting and comments made during the meeting on each issue in the meeting agenda;
- f) The number of shareholders and their votes; a list of registered shareholders, shareholders' representatives that participated in the meeting, their holdings and votes;
- g) Total votes on each issue, voting method, numbers of valid votes, invalid votes, affirmative votes, negative votes and abstentions; corresponding ratios of these votes to total number of votes of participating shareholders;
- h) Summary of election voting for each candidate (If any);
- i) Ratified issues and ratios of affirmative votes;
- j) Full name and signatures of the chair and secretaries. In case the chair or a secretary refuses to sign the minutes, the minutes is still effective if it bears the signatures of all other participating members of the Board of Directors and have adequate information prescribed in this Clause. The minutes shall specify that the chair or secretary refuses to sign it.

2. The General Meeting of Shareholders' minutes shall be completed and ratified before the meeting ends. The chair and secretaries or other persons that sign the minutes shall be jointly responsible for its truthfulness and accuracy.

3. Resolutions and Minutes of the General Meeting of Shareholders prepared in Vietnamese and English shall have equal legal validity. In case of discrepancies between the Vietnamese version and the English version, the former shall apply.

4. Resolutions, minutes of the GMS, the list of registered participating shareholders, meeting participation authorization documents documents enclosed to the minutes (if any) and documents enclosed to the invitations shall be retained at the Corporation's headquarters.

Resolutions, Minutes of the General Meeting of Shareholders, and attached documents shall be disclosed in accordance with regulations of law on disclosure of information on the securities market.

Article 24. Requesting cancellation of a resolution of the General Meeting of Shareholders

Within 90 days from the receipt of the resolution or minutes of the General Meeting of Shareholders or the vote counting record, the shareholder or group of shareholders specified in Clause 2 Article 115 of the Law on Enterprises is entitled to request the court or arbitral tribunal

to consider cancelling all or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and decision-making of the GMS seriously violate the Law on Enterprises and the Corporation's Charter, except in the cases specified in Clause 3 Article 21 of this Charter.
2. The contents of the resolution violate regulations of law or this Charter.

In case the Resolution of the General Meeting of Shareholders is cancelled by Decision of the Court or Arbitration, the person convening the General Meeting of Shareholders shall, within thirty (30) days from the Date of receiving the Decision, convene a new meeting according to the order and procedures specified in the Enterprise Law and this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and self-nomination of members of the Board of Directors

1. After candidates for members of the Board of Directors have been nominated, the Corporation shall publish information about these candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Corporation's website for the shareholders to study their profiles before voting. Each candidate shall prepare a written declaration that information about him/her is correct and to perform his/her duties in an honest and prudent manner for the best interests of the Corporation if he/she is given the position of member of the Board of Directors. Information about candidates includes:

- a) Full name, Date of birth;
- b) Qualification;
- c) Work experience;
- d) Other managerial positions (including positions in the Board of Directors of other companies);
- e) Interests relevant to the Corporation and the Corporation's related parties;
- f) Other information as required by law (If any);

The Corporation is responsible for disclosing information about the Corporations where the candidate holds the Position of Member of the Board of Directors, other management Positions, and interests related to The Corporation of the candidate for the Board of Directors (If any).

2. A shareholder or group of shareholders owning from 10% or more of the total ordinary Shares has the right to nominate candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the Charter of The Corporation. A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 40% may nominate a maximum of two (02) candidates; from 40% to less than 50% may nominate a maximum of three (03) candidates; from 50% to less than 60% may nominate a maximum of four (04) candidates; from 60% to less than 70% may nominate a maximum of five (05) candidates; from 70% to

less than 80% may nominate a maximum of six (06) candidates; from 80% to less than 90% may nominate a maximum of eight (08) candidates.

3. In case the number of candidates for the Board of Directors through nomination and candidacy as stipulated in Clause 5, Article 115 of the Law on Enterprises is still not sufficient, the incumbent Board of Directors shall nominate additional candidates in accordance with the Charter of The Corporation, the Internal Regulations on Corporate Governance of The Corporation, and the Operation of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.
4. In case the number of additional candidates nominated by the incumbent Board of Directors under Clause 3 of this Article is still not sufficient, the Board of Directors shall organize for other shareholders to nominate candidates in accordance with the Charter of The Corporation, the Internal Regulations on Corporate Governance of The Corporation, and the Operation of the Board of Directors. The organization by the incumbent Board of Directors for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.
5. Members of the Board of Directors must meet the standards and conditions stipulated in Clause 1, Clause 2, Article 155 of the Law on Enterprises.

Article 26. Term of office and composition of the Board of Directors

1. The Board of Directors has 03 - 07 members.
2. The term of office of members of the Board of Directors shall not exceed 05 years and has no term limit. An individual may only be elected as an independent member of Board of Directors of a Corporation for up to 02 consecutive terms. In case the term of office of all members of the Board of Directors end at the same time, they shall remain members of the Board of Directors until new members are elected and take over the works.
3. Composition of the Board of Directors:

At least one third (1/3) of the members of the Board of Directors of the Corporation shall be non-executive members. The Corporation shall minimize the number of members of the Board of Directors that concurrently hold executive positions in the Corporation to ensure the independence of the Board of Directors.

The total number of independent members of the Board of Directors must satisfy there is at least 01 independent member.

The rights, obligations, and methods of organization and coordination of activities of independent members of the Board of Directors will be specifically stipulated in the Operation of the Board of Directors.

4. A member of the Board of Directors loses the status of member of the Board of Directors when he/she is replaced, dismissed or discharged by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.

5. Information about designation of members of the Board of Directors shall be disclosed in accordance with regulations of law on information disclosure on the securities market.

6. Members of the Board of Directors are not necessarily shareholders of the Corporation.

Article 27. Rights and obligations of the Board of Directors

1. The Board of Directors is a managerial body of the Corporation and has the full authority to make decisions, exercise rights and obligations of the Corporation in the name of the Corporation, except for the rights and obligations of the General Meeting of Shareholders.

2. Rights and obligations of the Board of Directors shall be prescribed by law, the Corporation's Charter and the General Meeting of Shareholders. To be specific:

- a) Decide on the strategy, medium-term development and annual business plans of The Corporation;
- b) Propose types of authorized shares and quantity of each type;
- c) Decide the sale of unsold shares within the number of authorized shares of each type; decide other forms of raising additional capital;
- d) Decide selling prices for shares and bonds of the Corporation;
- e) Decide repurchase of shares in accordance with Clause 1 and Clause 2 Article 133 of the Law on Enterprises;
- f) Decide investment plans and investment projects within its jurisdictions and limits prescribed by law;
- g) Decide solutions for market development, marketing and technology;
- h) Approve contracts for purchase, sale, lending and other contracts and transactions that are worth at least 35% of the total assets written the Corporation's latest financial statement, except for contracts and transactions within the jurisdiction of the General Meeting of Shareholders as prescribed in Point d Clause 2 Article 138, Clause 1 and Clause 3 Article 167 of the Law on Enterprises;
- i) Elect, dismiss, discharge the President of the Board of Directors; designate, discharge, conclude and terminate contracts with the Director/General Director and other key managers prescribed by the Corporation's Charter; decide salaries, remunerations, bonuses and other benefits of these managers; authorize representatives to participate in the Board of Members or GMS of other companies; decide their remunerations and other benefits;
- j) Supervise the General Director and other managers operating everyday business of the Corporation;
- k) Decide the organizational structure, rules and regulations of the Corporation, establishment of subsidiary companies, branches, representative offices, capital contribution and purchase of shares of other enterprises;

- l) Approve the agenda and documents serving the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect comments for the General Meeting of Shareholder to ratify its resolutions;
- m) Submit audited annual financial statements to the General Meeting of Shareholders;
- n) Propose the dividend payout rate; decide on the time limit and procedures for dividend payment or handling losses incurred during business operations;
- o) Propose dividends; decide the deadlines and procedures for paying dividends or settling losses incurred during business operation;
- p) Decide promulgation of operation regulations of the Board of Directors, internal regulations on Corporation administration after they are ratified by the General Meeting of Shareholders; decide promulgation of operating regulations of the Audit Committee affiliated to the Board of Directors, regulations on information disclosure;
- q) Request the General Director, Deputy General Director, and other managers within The Corporation to provide information and documents regarding the financial status and business operations of The Corporation and its units. The requested managers must provide information and documents promptly, fully, and accurately as required by the Member of the Board of Directors. The procedures for requesting and providing information are specifically stipulated in the Regulations on Operation of the Board of Directors.
- r) Other rights and obligations prescribed by the Law on Enterprises, the Law on Securities, other regulations of law and the Corporation's Charter.

3. The Board of Directors must report to the General Meeting of Shareholders annually as stipulated in point c, clause 3, Article 139 of the Law on Enterprises and this Charter, and must ensure the following Content:

- a. Remuneration, operating expenses, and other benefits of the Board of Directors and each Member of the Board of Directors as stipulated in clause 3, Article 163 of the Law on Enterprises and the Corporation's Charter.
- b. Summary of the meetings of the Board of Directors and the Decisions of the Board of Directors.
- c. Report on transactions between the Corporation, Corporation's subsidiaries, companies controlled by the public Corporation holding 50% or more of the Charter capital, and Members of the Board of Directors and their related persons; transactions between the Corporation and companies in which a Member of the Board of Directors was a founding member or a business manager within the last 03 years before the Time of transaction.
- d. Activities of independent Members of the Board of Directors and the independent members' evaluation results of the Board of Directors' activities (for listed companies).
- e. Activities of the Audit Committee directly under the Board of Directors in case the public Corporation operates under the model stipulated in point b, clause 1, Article 137 of the Law on Enterprises.

- f. Activities of other sub-committees of the Board of Directors (If any).
- g. Results of supervision over the General Director.
- h. Results of supervision over other executives.
- i. Future plans.

Article 28. Remuneration, bonuses, and other benefits of Members of the Board of Directors

1. The Corporation is entitled to pay remunerations and bonuses to members of the Board of Directors according to business performance.
2. Members of the Board of Directors are entitled to remunerations and bonuses. Remunerations are calculated according to the number of working days necessary for completion of their tasks and the daily rate. The Board of Directors shall estimate the remuneration of each member under unanimity rule. The total remunerations and bonuses for the Board of Directors shall be decided by the annual General Meeting of Shareholders.
3. Remunerations of each member of the Board of Directors shall be recorded as the Corporation's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Corporation's annual financial statement and reported at the annual General Meeting of Shareholders.
4. Members of the Board of Directors who are holding the executive positions or working in subcommittees of the Board of Directors or performing tasks other than normal tasks of members of the Board of Directors may be paid an additional remuneration in the form of a lump sum, salary, commission, profit percentage or another form decided by the Board of Directors.
5. Members of the Board of Directors are entitled to reimbursement for the costs of travel, lodging and other reasonable costs incurred during the performance of their tasks, including the costs of participation in meetings of the GMS, the Board of Directors or its subcommittees.
6. Members of the Board of Directors may have responsibility insurance purchased by the Corporation if this is approved by the GMS. This insurance does not cover responsibility of members of the Board of Directors relevant to violations against the law and the Corporation's Charter.

Article 29. President of the Board of Directors, Vice President of the Board of Directors

1. The President of the Board of Directors and the Vice President of the Board of Directors shall be elected among the members of the Board of Directors by the Board of Directors, and dismissed by the Board of Directors.
2. The President of the Board of Directors must not concurrently hold the position of General Director.
3. Rights and obligations of the President of the Board of Directors:
 - a) Formulate operating plans and programs of the Board of Directors;

- b) Prepare the agenda and documents of meetings; convene and chair meetings of the Board of Directors;
- c) Organize the ratification of resolutions and decisions of the Board of Directors;
- d) Supervise the process of implementation of resolutions and decisions of the Board of Directors;
- e) Chair the General Meeting of Shareholders;
- f) Other rights and obligations prescribed by the Law on Enterprises.

4. The Vice President shall have the rights and obligations to act as the President if authorized by the President, but only if the President has informed the Board of Directors that they are absent due to force majeure reasons, or have lost the ability to perform their duties.

5. In case the President of the Board of Directors or the Vice President of the Board of Directors submits a resignation letter or is dismissed, the Board of Directors shall elect a new President within 10 days from the resignation or dismissal date.

6. In case the President of the Board of Directors is not present or is not able to perform his duties, he/she shall authorize another member in writing to perform the rights and obligations of the President of the Board of Directors. In case no one is authorized or the President of the Board of Directors is dead, missing, held in police custody, imprisoned, detained in a mandatory rehabilitation center or correctional institution, has fled the residence, has limited capacity or is incapacitated, has difficulties controlling his/her behaviors, is prohibited by the Court from holding certain positions or doing certain works, the remaining members shall elect one of them to hold the position of President of the Board of Directors under the majority rule until a new decision is issued by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of conclusion of the election of that Board of Directors. This meeting shall be convened and chaired by the member that receives the most votes. In case of a tie, the members shall vote under the majority rule to choose 01 person to convene the Board of Directors.

2. The Board of Directors shall have at least 01 meeting per quarter and may have ad hoc meetings.

3. The President of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

- a) The meeting is requested by the Board of Supervisors or independent members of the Board of Directors;
- b) The meeting is requested by the General Director or at least 05 more managers;
- c) The meeting is requested by at least 02 members of the Board of Directors;
- d) Other cases when deemed necessary.

4. The request for meeting mentioned in Clause 3 must be made in writing, specify the purposes, issues that need discussing and deciding by the Board of Directors.

5. The President of the Board of Directors shall convene the Board of Directors within 07 working days from the receipt of the request mentioned in Clause 3 of this Article. Otherwise, the President of the Board of Directors shall be responsible for the damage incurred by the Corporation; the requester is entitled to convene the meeting instead of the President of the Board of Directors.

6. The President of the Board of Directors or the person who convenes the meeting of the Board of Directors shall send invitations at least 05 working days before the meeting. The invitation shall specify the meeting time, location, agenda, issues that need discussing and deciding. The invitation shall be enclosed with documents to be used at the meeting and votes.

7. The invitations to the meeting of the Board of Directors may be a physical invitation, by phone, fax, email or other forms prescribed by the Corporation's Charter as long as they are delivered to the mailing address of each member of the Board of Directors registered at the Corporation.

8. The President of the Board of Directors or the person who convenes the meeting shall send the same invitations and enclosed documents to members of the Board of Supervisors.

Members of the Board of Supervisors are entitled to attend meetings of the Board of Directors; they are entitled to discuss but must not vote.

9. The meeting of the Board of Directors shall be opened when it is participated in by three fourths (3/4) of the members. In case the number of participating members is not adequate, the second meeting shall be convened within 05 days from the intended date of the first meeting. The second meeting shall be opened when it is participated in by more than half of the members of the Board of Directors.

10. It is considered that a member of the Board of Directors has participated in and voted at a meeting when he/she:

- a) Participate and vote in person at the meeting;
- b) Authorizes another person to participate in the meeting and vote in accordance with Clause 11 of this Article;
- c) Participate and vote at online meeting; cast electronic votes or in other electronic forms;
- d) Send votes by mail, fax or email;
- e) Sends his/her votes using other means (If any).

11. In case the votes are sent to the meeting by mail, they must be put in sealed envelopes and delivered to the President of the Board of Directors at least 01 hour before the opening hour. The votes shall only be opened in the presence of the meeting participants.

12. The members shall participate in all meetings of the Board of Directors. A member may authorize another person to participate in the meeting and vote if it is approved by the majority of the members of the Board of Directors.

12. Resolutions and Decisions of the Board of Directors shall be approved if assented to by a majority (more than ½) of the attending members; in case of a tie vote, the final decision shall rest with the side having the opinion of the President of the Board of Directors. Note, a Member of the Board of Directors shall not vote on transactions that bring benefits to that member or their related persons as stipulated by the Law on Enterprises and Article 43 of the Charter of The Corporation.

Article 31. Subcommittees of the board of directors

1. When deemed necessary, the Board of Directors may establish subcommittees that will take charge of development policies, personnel, salaries and bonuses, internal audit, risk management. The quantity of members of each subcommittee shall be decided by the Board of Directors with at least 02 persons that are members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors shall make up a majority of the subcommittee and one of these member shall be designated as the chief of the subcommittee under a decision of the Board of Directors. The subcommittees shall operate in accordance with regulations of the Board of Directors. A subcommittee's resolution is only effective when it is voted for by the majority of its members during its meetings.

2. The implementation of decisions of the Board of Directors or its subcommittees shall be conformable with applicable regulations of law, the Charter of The Corporation and the Internal Regulation on Corporate Governance of The Corporation.

Article 32. Person in charge of Corporation administration

1. The Board of Directors of the Corporation shall appoint at least 01 person in charge of Corporation administration, who will assist in administration works and may concurrently hold the position of the Corporation's secretary as prescribed in Clause 5 Article 156 of the Law on Enterprises.

2. The person in charge of Corporation administration must not concurrently work for the accredited audit organization that is auditing the Corporation's financial statements.

3. The person in charge of Corporation administration has the following rights and obligations:

- a) Provide consultancy for the Board of Directors in organizing the General Meeting of Shareholders and performance of relevant tasks between the Corporation and its shareholders;
- b) Prepare for meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;
- c) Provide consultancy on meeting procedures;
- d) Participate in the meetings;
- e) Provide consultancy on procedures for lawful issuance of resolutions of the Board of Directors;

- f) Provide financial information, copies of minutes of meetings of the Board of Directors and other information for members of the Board of Directors and the Board of Supervisors;
- g) Supervise and report to the Board of Directors on the Corporation's information disclosure;
- h) Assist in contact between parties with relevant interests;
- i) Protect confidentiality of in accordance with regulations of law and the Corporation's Charter;
- j) Other rights and obligations prescribed by law and this Charter.

VIII. THE GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Organization of the management apparatus

The Corporation's management apparatus shall be responsible to the Board of Directors, supervised and controlled by the Board of Directors in the Corporation's everyday business operation. The Corporation has a General Director, Deputy General Directors, a Chief Accountant and persons designated by the Board of Directors to hold other managerial positions. The designation and dismissal of these persons are subject to ratification by resolutions or decisions of the Board of Directors.

Article 34. The Corporation's executives

1. When requested by the General Director and approved by the Board of Directors, the Corporation may recruit other executives with the quantity and qualifications conformable the organizational structure and management regulations of the Corporation prescribed by the Board of Directors. Executives shall assist the Corporation in achieving its organizational and business objectives.
2. The General Director shall receive salaries and bonuses, which are decided by the Board of Directors.
3. Salaries of executives shall be recorded as the Corporation's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Corporation's annual financial statement and reported at the annual General Meeting of Shareholders.

Article 35. Designation, dismissal, duties and entitlements of the General Director

1. The Board of Directors shall designate 01 member of the Board of Directors or hires a person as the General Director.
2. The General Director shall administer the Corporation's everyday business operation; be supervised by the Board of Directors; is responsible to the Board of Directors and the law for the performance of his/her rights and obligations.
3. The term of office of the General Director follows the term of office of the Board of Directors and shall not exceed 05 years and may be re-appointed for an unlimited number of terms. The Director/General Director shall satisfy the requirements in Clause 5, Article 162 of the Law on Enterprises.

4. The General Director has the following rights and obligations:

- a) Decide the issues relevant to the Corporation's everyday business operation outside the jurisdiction of the Board of Directors;
- b) Organize the implementation of resolutions and decisions of the Board of Directors;
- c) Organize the implementation of the Corporation's business plans and investment plans;
- d) Propose organizational structure and internal administration regulations of the Corporation;
- e) Designate, dismiss and discharge managerial positions in the Corporation, except for those within the jurisdiction of the Board of Directors;
- f) Decide the salaries and other benefits of the Corporation's employees, including the managers designated by the General Director;
- g) Recruits employees;
- h) Propose dividend payment plan or business loss settlement;
- i) Other rights and obligations prescribed by law, The Corporation's Charter, and resolutions and decisions of the Board of Directors.

5. The Board of Directors may dismiss the General Director if it is approved by the majority of members of the Board of Directors who have the right to vote and participate in the meeting, and designate a new General Director.

Article 36. Corporate Secretary

When deemed necessary, the Board of Directors decides to appoint one (01) or more persons as Corporate Secretary with a term of office as decided by the Board of Directors. The Board of Directors may remove the Corporate Secretary when necessary but not contrary to current labor laws. The Corporate Secretary has the following rights and obligations:

- a) Assists in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; records meeting minutes;
- b) Assists Members of the Board of Directors in performing their assigned rights and obligations;
- c) Assists the Board of Directors in applying and implementing the corporate governance principles of The Corporation;
- d) Assists The Corporation in building shareholder relations and protecting the legal rights and interests of shareholders; compliance with information disclosure obligations, information transparency, and administrative procedures
- e) Other rights and obligations as stipulated in The Corporation's Charter and The Corporation's Internal Regulations.

IX. BOARD OF SUPERVISORS

Article 37. Nomination and self-nomination of Members of the Board of Supervisors

1. The nomination and self-nomination of members of the Board of Supervisors shall comply with Clause 1 and Clause 2 Article 25 of this Decree. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting Shares are entitled to nominate one (01) candidate; from 20% to less than 40% are entitled to nominate a maximum of two (02) candidates; from 40% to less than 50% are entitled to nominate a maximum of three (03) candidates; from 50% to less than 60% are entitled to nominate a maximum of four (04) candidates; from 60% to less than 70% are entitled to nominate a maximum of five (05) candidates.
2. In case the number of candidates for the Board of Supervisors through nomination and candidacy according to Clause 5, Article 115 of the Law on Enterprises is insufficient, the incumbent Board of Supervisors may nominate additional candidates in accordance with the Charter of The Corporation, the Internal Regulations on Governance of The Corporation, and the Regulations on Operation of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.
3. In case the number of candidates additionally nominated by the incumbent Board of Supervisors according to Clause 2 of this Article is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Supervisors shall organize for other shareholders to nominate candidates in accordance with the Charter of The Corporation, the Internal Regulations on Governance of The Corporation, and the Regulations on Operation of the Board of Supervisors. The organization by the incumbent Board of Supervisors for other shareholders to nominate additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 38. Composition of the Board of Supervisors

1. The Board of Supervisors of The Corporation has 03 members. The term of office of members of the Board of Supervisors shall not exceed 05 years without term limit.
2. Members of the Board of Supervisors shall satisfy the standards and conditions specified in Article 169 of the Law on Enterprises and the Corporation's Charter and shall:
 - a) Shall not Work in the Corporation's accounting or finance department;
 - b) Shall not Be a member of employee of the independent accredited audit organization that is auditing the Corporation's financial statements over the last 03 years.
3. A member of the Board of Supervisors will be dismissed in the following cases:
 - a) He/she no longer fully satisfies the requirements specified in Clause 2 of this Article;
 - b) He/she hands in resignation letter which is accepted;
 - c) Other cases prescribed by law and this Charter.
4. A member of the Board of Supervisors will be discharged in the following cases:
 - a) He/she fails to fulfill the assigned tasks and duties;

- b) He/she fails to perform his/her rights and obligations for 06 consecutive months, except in force majeure events;
- c) He/she commits multiple or serious violations against obligations of members of the Board of Supervisors prescribed by the Law on Enterprises and the Corporation's Charter;
- d) Other cases specified in the resolution of the General Meeting of Shareholders.

Article 39. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors among its members under the majority rule. More than half of the members of the Board of Supervisors shall be residents of Vietnam. The Head of the Board of Supervisors shall have a bachelor's degree or higher in economics, finance, accounting, audit, law, business administration or another major that is relevant to the enterprise's operation.

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

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

Article 40. Rights and obligations of the Board of Supervisors

In addition to the rights and obligations in Article 170 of the Law on Enterprises, the Board of Supervisors has the following rights and obligations:

- 1. Submit and request the General Meeting of Shareholders to approve the list of accredited audit organizations, which will audit the Corporation's financial statements; choose the accredited audit organization that audits the Corporation's operation; discharge accredited auditors where necessary.
- 2. Take responsibility to the shareholders for the supervision tasks performed by the Board of Supervisors.
- 3. Supervise the Corporation's finance, lawfulness of operation of members of the Board of Directors, the General Director and other managers.
- 4. Cooperate with the Board of Directors, the General Director and shareholders.
- 5. Send a written notice to the Board of Directors within 48 hours after discovery of violations against the law or the Corporation's Charter by a member of the Board of Directors, General Director or another executive of the Corporation, and request the violator to stop committing the violations and take remedial measures.
- 6. Formulate the Regulations on Operation of the Board of Supervisors and submit them to the General Meeting of Shareholders for ratification.
- 7. Report at the annual General Meeting of Shareholders as stipulated in points d and dd, Clause 3, Article 139 of the Law on Enterprises and must ensure the following Content:

- a) Remuneration, operating expenses, and other benefits of the Board of Supervisors and each Member of the Board of Supervisors as stipulated in Article 172 of the Law on Enterprises and the Corporation's Charter.
 - b) Summarize the meetings of the Board of Supervisors and the conclusions and recommendations of the Board of Supervisors.
 - c) Results of supervising the operational and financial situation of the Corporation.
 - d) Evaluation report on transactions between the Corporation, Corporation's subsidiaries, companies controlled by the public Corporation holding 50% or more of the Charter capital, and Members of the Board of Directors, General Director, other executives of the enterprise, and their related persons; transactions between the Corporation and companies in which Members of the Board of Directors, General Director, or other executives of the enterprise were founding members or enterprise managers within the last 03 years before the Time of transaction.
 - e) Results of supervision over the Board of Directors, General Director, and other executives of the enterprise.
 - f) Results of evaluating the coordination of activities between the Board of Supervisors and the Board of Directors, General Director, and shareholders.
8. Access the Corporation's documents retained at its headquarters, branches and other locations; enter the working locations of the Corporation's managers and employees during office hours.
 9. Request the Board of Directors, its members, the General Director and other managers to provide accurate, adequate and timely information and documents about the Corporation's management and operation.
 10. Other rights and obligations as stipulated by law and this Charter.

Article 41. Meetings of the Board of Supervisors

1. The Board of Supervisors shall have at least 02 meetings per year. Each meeting must be participated in by at least two thirds (2/3) of its members. Minutes of these meetings must be detailed, bear the signatures of the minute taker and participating members. All minutes of meetings of the Board of Supervisors must be retained in order to attribute responsibility of each member..
2. The Board of Supervisors is entitled to request members of the Board of Directors, the General Director and representatives of the accredited audit organization to participate in its meetings and clarify raised issues.

Article 42. Salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors

The salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors shall comply with the regulations below:

1. Members of the Board of Supervisors shall be paid salaries, remuneration, bonuses, and other benefits according to the Decision of the General Meeting of Shareholders. The General Meeting

of Shareholders shall decide the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors shall the reasonable costs of accommodation, travel and independent counseling services reimbursed. The total costs must not exceed the annual budget of the Board of Supervisors which has been approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating costs of the Board of Supervisors shall be recorded as the Corporation's operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Corporation's annual financial statement.

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

Members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives shall fulfill their duties as members of subcommittees of the Board of Directors in a truthful and prudent manner to serve the interests of the Corporation.

Article 43. Responsibility for honesty and prevention of conflict of interest

1. Members of the Board of Supervisors, members of the Board of Supervisors, Director/General Director and other managers shall disclose their relevant interests in accordance with the Law on Enterprises and relevant legislative documents.

2. Members of the Board of Directors, members of the Board of Supervisors, the Director/General Director, other managers and their related persons may only use the information obtained from their positions to serve the interests of the Corporation.

3. Members of the Board of Supervisors, members of the Board of Supervisors, the General Director and other managers shall send written notices to the Board of Directors and the Board of Supervisors of the transactions between the Corporation, subsidiary companies, companies over 50% of charter capital of which is held by the Corporation with them or with their related persons as prescribed by law. The Corporation shall disclose information about the transactions that are approved by the General Meeting of Shareholders or the Board of Directors in accordance with regulations of the Law on Securities on information disclosure.

4. Members of the Board of Supervisors must not vote on the transactions that bring interests to themselves or their related persons as prescribed by the Law on Enterprises and this Charter.

5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons must not use or reveal internal information for carrying out relevant transactions.

6. Transactions between the Corporation with one or some members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives and their related persons shall not be invalidated in the following cases:

- a) For transactions with a value less than (35%) of the total asset value written in the latest financial statement, important contents of the contracts or transactions as well as relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the Director/General Director, other executives have been reported to the Board of Directors and are approved by the majority of the members of the Board of Directors without relevant interests;
- b) For transactions with a value from (35%) or more, or transactions resulting in a cumulative transaction value within 12 months from the Date of the first transaction of 35% or more of the total asset value recorded in the most recent Financial Statements, the important Content of these transactions as well as the Relationship and interests of the Member of the Board of Directors, member of the Board of Supervisors, General Director, or other executive have been disclosed to the shareholders and approved by the General Meeting of Shareholders with the votes of shareholders who have no related interests.
- c) Loan or asset sale contracts or transactions with a value greater than 10% of the total asset value recorded in the most recent Financial Statements between The Corporation and a shareholder owning 51% or more of the total voting Shares or an related persons of that shareholder have been disclosed to the shareholders and approved by the General Meeting of Shareholders with the votes of shareholders who have no related interests.

Article 44. Responsibility for Damages and Compensation

1. Any members of the Board of Directors, members of the Board of Supervisors, the General Director or other executives that fail to fulfill their duties in a truthful and prudent manner shall be held responsible for their violations.
2. The Corporation shall pay compensation for the persons who have become or may become a related party in the complaints, lawsuits, charges (including administrative and civil cases other than lawsuits filed by the Corporation) if they were or are members of the Board of Directors, members of the Board of Supervisors, General Director, other executives, employees or authorized representatives of the Corporation who performed or are performing their duties as authorized by the Corporation, act in a lawful, honest and prudent manner for the Corporation's interests, and there is no evidence that they fail to fulfill their duties.
3. Compensation costs include judgment costs, fines, actual payments incurred (including lawyer fees) when resolving these matters within the scope permitted by law. The Corporation may purchase insurance for these individuals to avoid the aforementioned compensation responsibilities.

XI. RIGHTS TO ACCESS THE CORPORATION'S DOCUMENTS AND RECORDS

Article 45. Rights to access the Corporation's documents and records

1. Ordinary shareholders have the rights to access the Corporation's documents and records. To be specific:
 - a) Ordinary shareholders are entitled to access, examine and extract information about names and addresses of voting shareholders; request rectification of incorrect information about

themselves; examine, access, extract or copy the Corporation's Charter, minutes and resolutions of the General Meeting of Shareholders;

b) The shareholder or group of shareholders that hold at least [05%] of ordinary shares is entitled to examine, access extract the minutes, resolutions and decisions of the Board of Directors, biannual and annual financial statements, reports of the Board of Supervisors, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Corporation's trade secrets.

c) An ordinary shareholder who wishes to examine books and records related to the personal information of another shareholder must send a "Personal Data Request Form" (Form No. 01, 02 of Decree No. 13/2023/ND-CP) to the Board of Directors,... The Board of Directors will seek the opinion of the Shareholder whose information is requested and provide a response in writing.

2. In case the authorized representatives of the aforementioned shareholder or group of shareholders request access to documents and records, the request shall be enclosed with the authorization letter (or its notarized copy) issued by the shareholder or group of shareholders.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives are entitled to access the Corporation's shareholder register, list of shareholders, other documents and records for the purposes that are relevant to their positions, provided this information is kept confidential.

4. The Corporation shall retain this Charter and its revising documents, the Certificate of Enterprise Registration, regulations and documents proving the ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors and the Board of Supervisors, annual financial statements, accounting records and other documents prescribed by law at its headquarters or another location, provided the shareholders and business registration authorities are informed of the location where these documents are retained.

5. The Corporation's Charter shall be posted on the Corporation's website.

XII. EMPLOYEES AND TRADE UNIONS

Article 46. Employees and trade unions

1. The General Director shall formulate a plan for the Board of Directors to approve issues relevant to recruitment, resignation, salaries, social insurance, benefits, discipline and commendation of employees and executives.

2. The General Director shall formulate a plan for the Board of Directors to approve issues relevant to the Corporation's relationships with trade union organizations according to best standards, practice and management policies, the practice and policies specified in this Charter, the Corporation's regulations and applicable laws.

XIII. DISTRIBUTION OF PROFITS

Article 47. Distribution of Profits

1. The General Meeting of Shareholders shall decide the dividends and method of annual dividend payment from the Corporation's retained profit.
2. The Corporation shall not pay interest on dividends or the payments relevant to a certain type of shares.
3. The Board of Directors may request the General Meeting of Shareholders to decide payment of all or part of dividends in shares, and the Board of Directors shall execute this decision.
4. . In case the dividends or other amounts are relevant to a type of shares are paid in cash, the Corporation shall pay them in VND. Payment may be carried out directly or through banks on the basis of detailed information about bank accounts provided by the shareholders. The Corporation is not responsible if a shareholder does not receive money after the Corporation has transferred money according to the information provided by that shareholder. Dividends of shares listed/registered on other Stock Exchanges may be paid via securities companies or VSDCC.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall ratify the resolution or decision which specifies the shareholder list closing date. Registered shareholders or holders of other securities are entitled to receive dividends in cash or shares, notice and other documents.
6. Other issues relevant to profit distribution prescribed by law.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING

Article 48. Bank Accounts

1. The Corporation shall open accounts at Vietnamese banks or foreign bank branches that are permitted to operate in Vietnam.
2. Where necessary and if permitted by competent authorities, the Corporation may open foreign bank accounts in accordance with regulations of law.
3. All payments and accounting transactions of the Corporation shall be carried out through the Corporation's VND or foreign currency bank accounts.

Article 49. Fiscal Year

The fiscal year of The Corporation begins on January 01 every year and ends on December 31. The first fiscal year begins on the date of issuance of the Business Registration Certificate and ends on December 31 of the year the Business Registration Certificate was issued.

Article 50. Accounting

1. The Corporation shall apply corporate accounting regulations or special accounting regulations promulgated and approved by competent authorities.
2. The Corporation's accounting records shall be written in Vietnamese and retained in accordance with accounting laws and relevant laws. These records shall be accurate, up to date, systematic, and able to prove and explain the Corporation's transactions.

3. The accounting currency shall be VND. If the Corporation's transactions primarily use a foreign currency, the Corporation may use it as accounting currency, take legal responsibility and send a notice to its supervisory tax authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 51. Annual, half-year and quarterly financial statements

1. The Corporation shall prepare annual financial statements, which have to be audited as prescribed by law. The Corporation shall disclose the audited annual financial statements in accordance with regulations of law on disclosing information on the securities market and submit them to competent authorities.

2. The annual financial statements shall have adequate contents, appendices and descriptions prescribed by corporate accounting laws. Annual financial statements shall truthfully and objectively reflect the Corporation's operation.

3. The Corporation shall prepare and disclose examined biannual financial statements and quarterly financial statements in accordance with regulations of law on disclosing information on the securities market and submit them to competent authorities.

Article 52. Annual Report

The Corporation shall prepare and publish annual reports in accordance with regulations of law on securities and the securities market.

XVI. AUDIT

Article 53. Audit

1. The General Meeting of Shareholders shall appoint an independent audit Corporation or authorize the Board of Directors to select one on the list of independent audit companies, which will audit the Corporation's financial statements of the next year under agreements with the Board of Directors.

2. Audit reports shall be enclosed with the Corporation's annual financial statements.

3. Independent auditors that audit the Corporation's financial statements are entitled to participate in the General Meeting of Shareholders, receive notices and information relevant to the General Meeting of Shareholders, comment at the General Meeting of Shareholders on the issues relevant to the audit of the Corporation's financial statements.

XVII. THE ENTERPRISE'S SEALS

Article 54. The Enterprise's Seals

1. Seals include physical seals and digital signatures prescribed by regulations of law on electronic transactions.

2. The Board of Directors shall decide the type, quantity, form and content of the seals of the Corporation, its branches and representative offices (if any).

3. The Board of Directors and the General Director shall use and manage the seals in accordance with applicable regulations of law.

XVIII. DISSOLUTION OF THE ENTERPRISES

Article 55. Dissolution of The Enterprises

1. The Corporation can be dissolved in the following cases:

- a) The operating period specified in the Corporation's Charter expires without a decision on extension;
- b) The dissolution is decided under a resolution or decision of the General Meeting of Shareholders;
- c) The Certificate of Enterprise Registration is revoked, unless otherwise prescribed by the Law on Tax Administration;
- d) Other cases prescribed by law.

2. Dissolution of the Corporation ahead of schedule (including extensions) shall be decided by the General Meeting of Shareholders and carried out by the Board of Directors. Such dissolution decision shall be announced and subject to approval by competent authorities (if mandatory) as per regulations.

Article 56. Extension of operating period

1. The Board of Directors shall convene the General Meeting of Shareholders at least 7 months before the expiry of the operating period for shareholders to vote on extension of the operating period of the Corporation at the request of the Board of Directors.

2. The operating period shall be extended if the extension is voted for by a number of shareholders that represent at least 65% of the votes of all participating shareholders.

Article 57. Liquidation

1. At least 06 months before the expiry of the Corporation's operating period or after a decision on dissolution of the Corporation is issued, the Board of Directors shall establish a liquidation board, which consists of 03 members, 02 of whom shall be appointed by the GMS and 01 by the Board of Directors from 01 independent audit Corporation. The liquidation board shall formulate its own operating regulations. Members of the liquidation board may be selected from the Corporation's employees or independent experts. Priority shall be given to payment of liquidation costs over other debts of the Corporation.

2. The liquidation board shall inform the business registration authority of its establishment date and commencement date. From that date, the liquidation board shall perform all liquidation tasks on behalf of the Corporation in the court and administrative authorities.

3. Revenues from the liquidation shall be used in the following order:

- a) Liquidation costs;

- b) Unpaid salaries, severance pay, social insurance and other benefits of employees according to the collective bargaining agreement and employment contracts;
- c) Tax debts;
- d) Other debts of The Corporation;
- e) The remainder after payment of the debts specified in (a) to (d) shall be divided among the shareholders. Priority shall be given to preference shares.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 58. Settlement of internal disputes

1. In case of disputes and complaints relevant to the Corporation's operation, rights and obligations of shareholders prescribed by the Law on Enterprises, the Corporation's Charter, other laws or agreements between:

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

The parties shall try to settle these disputes through negotiation and mediation. Except for disputes that involve the Board of Directors or the President of the Board of Directors, the President of the Board of Directors shall preside over the settlement of disputes and request each party to provide information about their dispute within 30 working days from the occurrence of the dispute. In case the dispute involves the Board of Directors or the President of the Board of Directors, either party is entitled to request the Head of the Board of Supervisors to appoint an independent expert as a mediator.

- 2. In case the dispute cannot be settled through mediation within [06 weeks] or the mediator's decision is not accepted by the parties, either party may bring the case to court or arbitration.
- 3. The parties shall pay the cost of negotiation and mediation. Cost of proceedings at court shall be paid under the court's judgment.

XX. REVISING THE CORPORATION'S CHARTER

Article 59. The Corporation's Charter

- 1. Revisions to this Charter are subject to approval by the General Meeting of Shareholders.
- 2. In case regulations of law that are relevant to the Corporation's operation are not mentioned in this Charter or new regulations of law contradict the contents of this Charter, the regulations of law shall be applied to regulate the Corporation's operation.

XXI. EFFECTIVE DATE

Article 60. Effective Date

- 1. This Charter consists of 21 chapters and 60 articles, and was unanimously approved by the General Meeting of Shareholders of Viet Thang Corporation on May 11, 2026, at the head office of Viet Thang Corporation, with full consent to the entire validity of this Charter.

2. The Charter is made in 10 copies with equal value and retained at the head office of The Corporation.
3. This is the only and official Charter of the Corporation.
4. Copies and extracts of this Charter shall be effective when they bear the signature of the President of the Board of Directors or at least half of the members of the Board of Directors.

Full name, signature of the legal representative



NGUYEN QUANG MINH