TẬP ĐOÀN CÔNG NGHIỆP CAO SU VN
CÔNG TY CP CAO SU TÂY NINH
VIETNAM RUBBER GROUP
TAYNINH RUBBER JOINT STOCK COMPANY

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số: 1505..../CSTN-TCKT
No: 1505..../CSTN-TCKT

Tây Ninh, ngày 10 tháng 8 năm 2026
Tay Ninh, August, 10, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Sở Giao dịch Chứng khoán TP.HCM.
To: Ho Chi Minh City Stock Exchange.

1. **Tên tổ chức**: Công ty Cổ phần Cao su Tây Ninh
Name of organization: Tay Ninh Rubber Joint Stock Company
- Mã chứng khoán/*Stock code: TRC*
- Địa chỉ trụ sở chính: Quốc lộ 22B, ấp Đá Hàng, xã Phước Thạnh, tỉnh Tây Ninh.
Address: National highway No. 22B, Da Hang Hamlet, Phuoc Thanh Commune, Tay Ninh Province.
- Điện thoại/*Tel*: (0276) 385 3606 – 385 3232 Fax: (0276) 385 3608
- Email: vanthu.trc@gmail.com

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

- Quyết định về việc ban hành điều lệ (sửa đổi) của Công ty Cổ phần Cao su Tây Ninh/ *Decision regarding the issuance of the (amended) charter of Tay Ninh Rubber Joint Stock Company.*

3. Thông tin này được công bố trên trang điện tử của Công ty vào ngày 10/8/2026 tại địa chỉ: http://www.taniruco.com , mục CÔNG BỐ THÔNG TIN./ *This information was published on the company's website on 10/8/2026 (date), as in the link: http://www.taniruco.com , information disclosure section.*

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

Tài liệu đính kèm/*Attached documents*: Quyết định số 1504/QĐ-HĐQTCSTN ngày 10/8/2026/ *Decision No. 1504/QD-HDQTCSTN dated August 10, 2026.*

Nơi nhận/Recipients:
- Như trên/*As above*;
- Lưu: VT, P.TCKT;
Save at the Document Control Department;
Save at the F&A Department.

ĐẠI DIỆN TỔ CHỨC
Organization representative
TỔNG GIÁM ĐỐC
General Director

CÔNG TY CỔ PHẦN CAO SU TÂY NINH
M.S.D.N: 3900242776 * X.PHƯỚC THẠNH - T.TÂY NINH

Nguyễn Hồng Thái
Nguyen Hong Thai

VIETNAM RUBBER GROUP - JSC
TAY NINH RUBBER JSC

No.: 1504/QĐ-HĐQTCSTN

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Tay Ninh, August 10, 2026

DECISION

Regarding the issuance of the (amended) Charter of Tay Ninh Rubber Joint Stock Company

BOARD OF DIRECTORS OF TAY NINH RUBBER JOINT STOCK COMPANY

Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;

Pursuant to Resolution No. 1282/NQ-ĐHĐCĐCSTN dated June 30, 2026 of the Annual General Meeting of Shareholders of Tay Ninh Rubber Joint Stock Company;

Pursuant to the Minutes of the Board of Directors Meeting of Tay Ninh Rubber Joint Stock Company dated August 06, 2026.

DECIDED:

Article 1. Promulgate together with this Decision the amended Charter of Tay Ninh Rubber Joint Stock Company, which was adopted by the 2026 Annual General Meeting of Shareholders on June 30, 2026 under Resolution No. 1282/NQ-ĐHĐCĐCSTN.

Article 2. This Decision replaces the Charter of Tay Ninh Rubber Joint Stock Company as amended and supplemented at the Annual General Meeting of Shareholders on June 27, 2025.

Article 3. Members of the Board of Directors, Supervisory Board, Board of Management, functional departments, social-political organizations, affiliated units, and relevant organizations and individuals are responsible for implementing this Decision./.

To:
- As per Article 3;
- State Securities Commission (SSC);
- Ho Chi Minh City Stock Exchange (HOSE);
- Vietnam Rubber Group (VRG);
- Person Authorized to Disclose Information;
- Company Website;
- Archived: Administration Office.

ON BEHALF OF THE BOARD OF DIRECTORS
IN-CHARGE

CÔNG TY CỔ PHẦN CAO SU TÂY NINH

Vo Tran Minh Dang

SOCIALIST REPUBLIC OF VIETNAM
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Vietnam Rubber Group

TRC

CHARTER

TAY NINH RUBBER JOINT STOCK COMPANY

Tay Ninh, August 10, 2026

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I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1: Interpretation of terms

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

a. **Charter Capital** means the total par value of shares sold or registered for subscription upon the incorporation of the Joint Stock Company and as specified in Article 6 of this Charter;

b. **Law on Enterprises** means Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

c. **Law on Securities** means Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

d. **Vietnam** means the Socialist Republic of Vietnam;

e. **Incorporation Date** means the date on which the Company is first issued the Enterprise Registration Certificate (Certificate of Business Registration and documents of equivalent value);

f. **Enterprise Executives** mean the General Director, Deputy General Director, Chief Accountant, and other management personnel appointed by the Board of Directors;

g. **Enterprise Managers** mean the managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and individuals holding other management positions appointed by the General Meeting of Shareholders or the Board of Directors;

h. **Related Persons** mean individuals or organizations specified in Clause 46, Article 4 of the Law on Securities;

i. **Shareholders** mean individuals or organizations owning at least one share of the Joint Stock Company;

j. **Founding Shareholders** mean shareholders owning at least one ordinary share and signing their names in the list of founding shareholders of the Joint Stock Company;

k. **Operational Duration** means the operating duration of the Company as specified in Article 2 of this Charter and the extended period (if any) approved by the General Meeting of Shareholders;

l. **Stock Exchange** means the Vietnam Exchange and its subsidiaries.

2. In this Charter, references to one or several provisions or other documents include any amendments, supplementations, or replacements thereof.

3. Headings (Sections and Articles of this Charter) are used for convenience of understanding only and do not affect the contents of this Charter.

II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, OPERATIONAL DURATION AND LEGAL REPRESENTATIVES OF THE COMPANY

Article 2: Name, form, headquarters, branches, representative offices, business locations and operational duration of the Company

1. Name of the Company:

- Full name in Vietnamese: CÔNG TY CỔ PHẦN CAO SU TÂY NINH

- Name in foreign language: TAY NINH RUBBER JOINT STOCK COMPANY

- Abbreviated name: TANIRUCO

2. The Company is a joint stock company with legal personality in accordance with the applicable laws of Vietnam.

3. Registered Headquarters of the Company:

- Address of Head Office: Highway 22B, Da Hang Hamlet, Phuoc Thanh Commune, Tay Ninh Province.

- Telephone: (0276) 385 3606 – 385 3232

- Email: vanthu.trc@gmail.com

- Website: www.taniruco.com

4. The Company may establish branches and representative offices within its business territories to execute operational objectives in accordance with resolutions of the Board of Directors and to the extent permitted by law.

5. Unless terminated prior to the expiration period prescribed in Clause 2 Article 55 or extended under Article 56 of this Charter, the operational duration of the Company shall be indefinite from the Incorporation Date.

Article 3: Legal representatives of the Company

1. The Company has 02 (two) Legal Representatives, including the Chairman of the Board of Directors and the General Director of the Company.

2. **Rights and obligations of the Legal Representatives:**

- Represent the Company in exercising rights and obligations arising from corporate transactions; represent the Company as plaintiff, defendant, or party with related rights and obligations before Arbitrators and Courts, and exercise other rights and obligations prescribed by law.

- Perform assigned rights and duties in an honest, prudent, and utmost manner to safeguard the legitimate interests of the Company.

- Remain loyal to the interests of the Company; refrain from using information, trade secrets, and business opportunities of the Company, and refrain from abusing positions, status, or assets of the Company for personal gain or for the interests of other organizations or individuals.

- Promptly, fully, and accurately notify the Board of Directors of instances where they or their Related Persons own or hold controlling shares or capital contributions in other enterprises in accordance with applicable laws.

- Bear personal liability for damages caused to the Company due to violations of the aforementioned responsibilities and duties.

- Other powers and duties in accordance with applicable laws.

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

Article 4: Operational objectives of the Company

1. The main business lines of the Company are:

No.	Sector Name	Industry Code
1	Technical testing and analysisDetails: Testing of various types of SVR block rubber and concentrated latex according to TCVN.	7120
2	Freight transport by road	4933
3	Growing of rubber trees	0125 (Main)
4	Manufacture of wooden containersDetails: Pallet assembly.	1623
5	Non-specialized wholesale tradeDetails: Wholesale of general materials/supplies.	4690
6	Sawmilling and planing of woodDetails: Sawing and planing of rubber wood.	1610
7	Site preparationDetails: Land leveling.	4312
8	Sewerage and wastewater treatmentDetails: Drainage systems and wastewater treatment.	3700
9	Post-harvest crop activitiesDetails: Processing of raw rubber.	163
10	Construction of residential buildingsDetails: Civil engineering works construction.	4101
11	Construction of utility projects for fluidsDetails: Irrigation works.	4222
12	Construction of other civil engineering projectsDetails: Sports facilities.	4299
13	Construction of roadsDetails: Construction and assembly of transportation works.	4212
14	Construction of non-residential buildingsDetails: Industrial construction works.	4102
15	Construction of railways	4211
16	Electricity generation from renewable energyDetails: Solar power.	3512
17	General and specialized medical and dental practice activitiesDetails: General medical examination and treatment.	8620
18	Electric power transmission and distribution	3513
19	Real estate activities with own, leased or operated propertyDetails: Investment and operation of infrastructure in	6810

No.	Sector Name	Industry Code
	industrial parks, residential areas, commercial zones (as regulated by the province); real estate business.	
20	Forestry, logging and nursery activitiesDetails: Tending rubber trees.	210
21	Retail sale of pharmaceuticals, medical goods, cosmetics and toilet articlesDetails: Retail of pharmaceuticals and medical equipment.	4772
22	Wholesale of solid, liquid and gaseous fuels and related productsDetails: Wholesale of petroleum and related products.	4671
23	Other specialized wholesaleDetails: Wholesale of rubber.	4679
24	Growing of pome fruits and stone fruits	121
25	Business activities subject to conditional requirements under law	Codes not yet aligned with Vietnam Standard Industrial Classification

2. Operational objectives of the Company: The Company is established to conduct production and business operations aiming at maximizing profits for shareholders, generating stable employment for employees, fulfilling obligations to the State Budget, and growing the Company on the basis of self-accumulation and re-investment. Through its operations, the Company contributes to achieving high economic efficiency for society, improving working conditions, and enhancing income and living standards for its employees.

Article 5: Scope of business and operations of the Company

The Company is permitted to conduct business operations in registered sectors specified in this Charter, notify changes to registered details with the business registration authority, and publish information on the National Business Registration Portal.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6: Charter capital, shares, founding shareholders

1. The Charter Capital of the Company is VND 300,000,000,000 (In words: Three hundred billion Vietnamese Dong). The total Charter Capital of the Company is divided into 30,000,000 shares with a par value of VND 10,000 per share.

2. The Company may alter its Charter Capital upon approval by the General Meeting of Shareholders and in compliance with statutory regulations.

3. The shares of the Company as of the date of adoption of this Charter include ordinary shares and preference shares (if any). The rights and obligations of shareholders holding each class of share are defined in Articles 12 and 13 of this Charter.

4. The Company may issue other classes of preference shares upon approval by the General Meeting of Shareholders and in compliance with statutory regulations.

5. Capital contribution by founding shareholders is detailed as follows:

Shareholder Name	Capital Contribution Details						Time of capital contribution
	Shares	Value	Ordinary Shares		Preference Shares		
			Shares	Value	Shares	Value	
Vietnam Rubber Group	18.000.000	80.000.000.000	18.000.000	180.000.000.000	0	0	

Ordinary shares must be offered on a preemptive basis to existing shareholders in proportion to their ownership ratio of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. Any shares not fully subscribed by shareholders shall be determined by the Board of Directors. The Board of Directors may allocate such shares to existing shareholders or other persons under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or provided by securities laws.

6. 6The Company may repurchase shares issued by itself in accordance with methods set out in this Charter and applicable laws.

7. The Company may issue other types of securities in accordance with statutory regulations.

Article 7: Share certificates

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

2. A share certificate is a security confirming the legitimate rights and interests of the owner over a portion of the issuer's share capital. Share certificates must contain all contents required under Clause 1, Article 121 of the Law on Enterprises.

3. Within 15 days from the date of submission of complete documentation requesting share ownership transfer as prescribed by the Company, or within 02 months from the date of full payment for shares under the Company's share issuance plan (or other timelines defined in the issuance terms), share owners shall be issued share certificates. Share owners are not required to pay printing costs for share certificates.

4. Where a share certificate is lost, damaged, or destroyed in any form, the shareholder shall be reissued a share certificate upon request. The shareholder's request must include:

a) Details regarding the lost, damaged, or destroyed share certificate;

b) Commitment to take liability for any disputes arising from the reissuance of the new share certificate.

Article 8: Other securities certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the Legal Representative and the corporate seal.

Article 9: Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter or

applicable laws. Shares listed or registered for trading on the Stock Exchange shall be transferred pursuant to laws on securities and the securities market..

2. Shares that have not been fully paid up shall not be transferred or entitled to related benefits, such as receiving dividends, receiving bonus shares issued to increase share capital from equity, purchasing newly offered shares, and other rights under statutory provisions.

Article 10: Forfeiture of shares (upon enterprise registration)

1. In the event a shareholder fails to make full and timely payment for subscribed shares, the Board of Directors shall notify and have the right to request such shareholder to pay the remaining amount and remain liable corresponding to the total par value of registered shares for the Company's financial obligations arising from the failure to pay in full.

2. The payment notice shall specify the new payment deadline (minimum 07 days from notice date), payment location, and explicitly state that in case of non-payment as required, unpaid shares shall be forfeited.

3. The Board of Directors has the power to forfeit shares not fully paid on time if requirements in the payment notice are not met.

4. Forfeited shares shall be treated as shares authorized for sale under Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly sell or authorize the resale/redistribution under terms and conditions deemed appropriate.

5. Shareholders holding forfeited shares must relinquish shareholder status regarding such shares, but remain liable up to the total par value of registered shares for financial obligations of the Company arising at the time of forfeiture, as decided by the Board of Directors from the forfeiture date until payment is completed. The Board of Directors holds full authority to enforce full payment for share value at the time of forfeiture.

6. Forfeiture notices shall be sent to holders of forfeited shares prior to the forfeiture date. Forfeiture remains valid even if errors or oversights occur during notice delivery.

V. ORGANIZATIONAL, GOVERNANCE AND CONTROL STRUCTURE

Article 11: Organizational, governance and control structure

The management, governance, and control structure of the Company comprises:

1. General Meeting of Shareholders;

2. Board of Directors;

3. Supervisory Board;

4. General Director..

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders have the following rights:

a) Attend and speak at meetings of the General Meeting of Shareholders, and exercise voting rights directly, through authorized representatives, or via other forms prescribed by the Charter and law. Each ordinary share carries one vote;

b) Receive dividends at rates decided by the General Meeting of Shareholders;

c) Enjoy preemptive rights to subscribe for new shares in proportion to their ownership percentage of ordinary shares;

d) Freely transfer their shares to others, except as restricted by Clause 3 Article 120, Clause 1 Article 127 of the Law on Enterprises and relevant laws;

e) Inspect, look up, and extract name and contact address information in the list of voting shareholders; request corrections of inaccurate personal details;

f) Inspect, look up, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and AGM Resolutions;

g) Receive a proportionate share of remaining assets upon corporate liquidation or bankruptcy corresponding to share ownership;

h) Request the Company to repurchase shares under scenarios defined in Article 132 of the Law on Enterprises;

i) Be treated equitably. Each share of the same class confers equal rights, obligations, and benefits. Where preference shares exist, rights attached to preference shares must be approved by the General Meeting of Shareholders and fully disclosed;

j) Access full periodic and extraordinary information disclosed by the Company under statutory regulations;

k) Have legitimate rights and interests protected; request suspension or cancellation of resolutions/decisions of the General Meeting of Shareholders or Board of Directors pursuant to the Law on Enterprises;

l) Other rights provided by law and this Charter.

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

a) Request the Board of Directors to convene an extraordinary General Meeting of Shareholders under Clause 3 Article 115 and Article 140 of the Law on Enterprises;

b) Inspect, look up, extract Board of Directors minutes, resolutions, decisions, semi-annual and annual financial statements, Supervisory Board reports, contracts/transactions required to pass through the Board of Directors, and other documents, except those related to trade secrets and business secrets of the Company;

c) Request the Supervisory Board to inspect specific matters regarding Company management and operations when necessary. Requests must be in writing, specifying full name, address, nationality, legal identity document details for individuals; corporate name, enterprise code/legal document number, registered headquarters address for organizations; share quantity and registration date per shareholder, total shares of the group, ownership percentage, inspection issue, and inspection purpose;

d) Propose items for inclusion in the AGM agenda. Proposals must be in writing and submitted to the Company at least 03 working days prior to opening day, clearly stating shareholder name, share quantity by class, and proposed agenda item;

e) Other rights provided by law and this Charter.

3. Shareholders or groups of shareholders holding 10% or more of total ordinary shares have the right to nominate candidates to the Board of Directors and Supervisory Board.

Nomination procedures:

a) Ordinary shareholders combining into groups to nominate candidates must notify attending shareholders of group formation prior to opening of the General Meeting of Shareholders;

b) Based on member numbers, eligible shareholder groups may nominate candidate(s) per AGM decision. If candidate numbers nominated by groups fall short of entitled numbers, remaining candidates shall be nominated by the Board of Directors, Supervisory Board, or other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders have the following obligations:

1. Pay in full and on time for subscribed shares.

2. Refrain from withdrawing contributed capital in ordinary shares from the Company in any form, except where shares are repurchased by the Company or transferred to others. In case of illegal capital withdrawal, the shareholder and interested parties in the Company shall be jointly liable for corporate debts and financial obligations up to the value of withdrawn shares and damages incurred.

3. Comply with the Company Charter and Internal Management Regulations.

4. Execute Resolutions and decisions of the General Meeting of Shareholders and Board of Directors.

5. Maintain confidentiality of Company-provided information pursuant to the Charter and law; utilize information solely to exercise and protect legitimate rights; strictly prohibit disseminating, copying, or forwarding information to third parties.

6. Attend the General Meeting of Shareholders and exercise voting/election rights through:

- Direct attendance and voting at the meeting;
- Authorizing proxy individuals/organizations to attend and vote;
- Attending and voting via online conference, electronic voting, or other electronic means;
- Submitting voting ballots via mail, fax, or email.

7. Bear personal liability when acting in the name of the Company to commit illegal acts, conduct business/transactions for personal gain or for other entities, or settle un-matured debts amidst corporate financial risks.

8. Fulfill other obligations under current statutory provisions.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders (AGM) comprises all voting shareholders and serves as the highest decision-making authority of the Company. The AGM shall hold an annual meeting once per year within four (04) months from the financial year-end. Unless otherwise stipulated in the Charter, the Board of Directors may extend the annual meeting timeframe if necessary, but by no more than 06 months from financial year-end. Extraordinary meetings may also be convened. Meeting location is defined as where the Chair attends within Vietnam's territory.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select a suitable venue. The Annual General Meeting of Shareholders shall decide on matters in accordance with the provisions of the law and the Company's Charter, in particular, the approval of the audited annual financial statements. In the event that the audit report on the Company's annual financial statements contains material exceptions, adverse audit opinions, or disclaimers of opinion, the Company must invite a representative of the approved auditing organization that performed the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and the aforementioned representative of the approved auditing organization shall be responsible for attending the Company's Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary AGM if:

a) Deemed necessary in the interest of the Company;

b) Remaining Board or Supervisory Board members fall below statutory minimums;

c) Requested by shareholders holding 5% or more shares under Clause 2 Article 115 of the Law on Enterprises via written demand stating reasons and purpose, with required signatures;

d) Requested by the Supervisory Board;

e) Other legal or Charter-defined scenarios

4. Procedures for convening extraordinary meetings:

a) The Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of remaining members of the Board of Directors or the Board of Supervisors falls below the number required by point b, clause 3 of this Article, or from the date of receiving a request as stipulated in points c and d, clause 3 of this Article.

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

b) In the event that the Board of Directors fails to convene a General Meeting of Shareholders as stipulated in point a, clause 4 of this Article, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders within the next 30 days in accordance with clause 3, Article 140 of the Law on Enterprises;

c) In the event that the Board of Supervisors fails to convene a General Meeting of Shareholders as stipulated in point b, clause 4 of this Article, the shareholder or group of shareholders stipulated in point c, clause 3 of this Article shall have the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

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

General Meeting of Shareholders shall be reimbursed by the Company. These expenses do not include costs incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d) The procedures for organizing the General Meeting of Shareholders shall be in accordance with 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) Adopt the development orientation of the Company;

b) Decide classes of shares and total share volume authorized for offer per class; decide annual dividend rates per share class;

c) Elect, dismiss, or remove members of the Board of Directors and Supervisory Board;

d) Decide investments or asset sales valued at 35% or more of total asset value recorded in the latest financial statements;

e) Decide amendments and supplementations to the Company Charter;

f) Approve annual financial statements;

g) Decide repurchases of over 10% of total sold shares per class;

h) Review and handle violations by BOD or Supervisory Board members causing damages to the Company or shareholders;

i) Decide corporate reorganization or dissolution;

j) Decide budget or total remuneration, bonuses, and benefits for the BOD and Supervisory Board;

k) Approve/amend Internal Governance Regulations and Operating Regulations of the BOD and Supervisory Board;

l) Approve accredited audit firm lists; decide audit firms for checking operations; dismiss auditors when necessary;

m) Other rights and obligations prescribed by law.

2. The General Meeting of Shareholders discusses and adopts:

a) Annual business plans;

b) Audited annual financial statements;

c) BOD reports on governance and performance;

d) Supervisory Board reports on business performance and operational oversight;

e) Self-assessment performance reports of the Supervisory Board;

f) Dividend payout rates per share class;

g) Member count for the Board of Directors and Supervisory Board;

h) Election, dismissal, removal of BOD and Supervisory Board members;

i) Remuneration budgets and benefits for BOD and Supervisory Board;

j) Accredited auditor lists;

k) Charter amendments;

l) Share classes and new share volume to be issued, plus founding shareholder share transfers within 3 initial years;

m) Divisions, separations, consolidations, mergers (M&A), or corporate conversions;

n) Reorganization, dissolution, liquidation, and liquidator appointments;

o) Asset purchases/sales over 35% total assets;

p) Repurchases of over 10% of sold shares per class;

q) Contracts/transactions with related parties under Clause 1 Article 167 of the Law on Enterprises valued at 35% or more of total assets;

r) Transactions under Clause 4 Article 293 of Decree 155/2020/ND-CP;

s) Governance and operational regulations;

t) Other matters under legal provisions and this Charter.

3. All items placed on the agenda must be brought to discussion and voting at the AGM.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders or authorized organizational representatives may attend directly, appoint proxy individuals/organizations, or attend via forms under Clause 3 Article 144 of the Law on Enterprises.

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

The authorized representative attending the General Meeting of Shareholders must submit the power of attorney upon registration for the meeting. In the case of sub-authorization, the attendee must also present the original power of attorney from the shareholder or the authorized representative of the corporate shareholder (if not previously registered with the Company).

3. Voting ballots/ballots cast by an authorized representative within the scope of their authorization shall remain valid even if one of the following events occurs:

a) The authorizing party has died, has had their civil act capacity restricted, or has lost their civil act capacity;

b) The authorizing party has revoked the appointment of the proxy;

c) The authorizing party has revoked the authority of the person exercising the proxy.

This provision shall not apply if the Company receives notice of any of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Variation of rights

1. Alteration or cancellation of special rights attached to preference shares takes effect when approved by shareholders representing at least 65% of total votes of attending shareholders. Resolutions adversely affecting preference shareholders require approval by at least 75% of attending shareholders holding that class of preference shares (or 75% approval via written opinion collection).

2. A meeting of shareholders holding a specific class of preference shares to approve the aforementioned changes to their rights is only valid if at least two shareholders (or their authorized representatives) are present, holding at least one-third of the par value of the issued shares of that class. If the required number of shareholders or their authorized representatives is not met, the meeting shall be reconvened within the next 30 days, and those holding shares of that class (regardless of the number of persons or shares held) who are present in person or via authorized representatives shall be deemed to constitute a sufficient number of shareholders and authorized representatives. At such meetings of shareholders holding preference shares, those present in person or via representatives may request a secret ballot. Each share of the same class shall carry equal voting rights at the aforementioned meetings.

3. Separate class meeting procedures follow Articles 19, 20, and 21 of this Charter.

4. Unless issuance terms specify otherwise, special dividend/asset distribution rights attached to preference shares are not altered by subsequent issuances of identical share classes.

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

1. The BOD convenes annual and extraordinary AGMs pursuant to Clause 3 Article 14 of this Charter.

2. The person convening the General Meeting of Shareholders must carry out the following tasks:

a) Prepare the list of shareholders eligible to attend and vote/stand for election at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no more than 10 days before the date on which the notice of invitation to the General Meeting of Shareholders is sent. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date;

b) Prepare the meeting agenda and contents;

c) Prepare the meeting materials;

d) Draft resolutions of the General Meeting of Shareholders based on the proposed meeting agenda;

e) Determine the time and venue for the meeting;

f) Notify and send the notice of the General Meeting of Shareholders to all shareholders entitled to attend;

g) Perform other tasks serving the meeting.

3. The notice of invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures delivery to the shareholders' contact addresses, and simultaneously published on the Company's website and the websites of the State

Securities Commission and the stock exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send the notice of invitation to all shareholders on the list of shareholders entitled to attend no later than 21 days before the opening date of the meeting (calculated from the date the notice is validly sent or dispatched). The agenda of the General Meeting of Shareholders and documents related to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. If the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

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

b) The list and detailed information of candidates in the case of election of members of the Board of Directors and members of the Supervisory Board;

c) Voting/election ballots;

d) Draft resolutions for each matter on the meeting agenda.

4. A shareholder or group of shareholders as prescribed in Clause 2, Article 12 of this Charter has the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to the Company no later than 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name, the number of each class of shares held by the shareholder, contact address, nationality, Citizen Identity Card number, Identity Card number, Passport number, or other lawful personal identification for individual shareholders; the name, enterprise code or establishment decision number, and head office address for organizational shareholders; the number and class of shares held by such shareholder, and the matter proposed for inclusion in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 of this Article if it falls into one of the following cases:

a) The proposal is not submitted in accordance with Clause 4 of this Article;

b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the ordinary shares as prescribed in Clause 2, Article 12 of this Charter;

c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;

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

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

Article 19. Conditions for conducting the General Meeting of Shareholders

1. The AGM shall be conducted if attending shareholders represent over 50% of total voting shares.

2. If the first meeting does not satisfy the conditions for proceeding as prescribed in Clause 1 of this Article, the notice convening the second meeting shall be sent within

30 days from the date the first meeting was scheduled. The second General Meeting of Shareholders may proceed when the attending shareholders represent at least 33% of the total voting shares.

3. If the second meeting does not satisfy the conditions for proceeding as prescribed in Clause 2 of this Article, the notice convening the third meeting must be sent within 20 days from the date the second meeting was scheduled. The third General Meeting of Shareholders may proceed regardless of the total voting shares represented by the attending shareholders.

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

1. Before the opening of the meeting, the Company must carry out shareholder registration procedures and continue registration until all shareholders entitled to attend the meeting who are present have been registered, in the following order:

a) When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot stating the registration number, the shareholder's full name, the authorized representative's full name, and the number of voting ballots/election ballots of that shareholder. The General Meeting of Shareholders shall discuss and vote on each item on the agenda. Voting shall be conducted by votes in favor, against, and abstentions. The vote-counting results shall be announced by the Vote Counting Committee immediately before the close of the meeting. The General Meeting shall elect the persons responsible for counting votes or supervising the vote count at the proposal of the Chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting;

b) A shareholder, the authorized representative of an institutional shareholder, or an authorized person arriving after the meeting has commenced has the right to register immediately and thereafter has the right to participate and vote/stand for election at the meeting immediately after registration. The Chairperson is not responsible for suspending the meeting to allow late-arriving shareholders to register, and the validity of matters that have already been voted on/elected before that time shall remain unchanged.

2. The election of the Chairperson, Secretary, Shareholder Eligibility Verification Committee/authorized representative of shareholders, and Vote Counting Committee shall be conducted as follows:

a) The Chairperson of the Board of Directors shall act as the Chairperson or authorize another member of the Board of Directors to act as the Chairperson of the General Meeting of Shareholders convened by the Board of Directors. If the Chairperson is absent or temporarily unable to perform their duties, the remaining members of the Board of Directors shall elect one of themselves as the Chairperson of the meeting by majority vote. If no Chairperson can be elected, the Head of the Supervisory Board shall preside over the election by the General Meeting of Shareholders of a Chairperson from among the attendees, and the person receiving the highest number of votes shall serve as the Chairperson of the meeting;

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

c) The chairperson appoints one or more persons to serve as the meeting secretary(ies); the Shareholder/Authorized Representative Eligibility Verification Committee to assist the meeting;

d) The General Meeting of Shareholders elects one or more persons to the vote-counting committee at the proposal of the chairperson of the meeting.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically specify the time allocated to each item on the meeting agenda.

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

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

b) Ensure the safety of everyone present at the meeting venue(s);

c) Facilitate shareholders' attendance (or continued attendance) at the meeting. The convener of the General Meeting of Shareholders has full authority to change the measures mentioned above and apply all necessary measures. Such measures may include issuing admission passes or using other forms of selection.

5. The convener or the chairperson of the General Meeting of Shareholders has the following rights:

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

b) Request the competent authority to maintain order at the meeting; expel from the General Meeting of Shareholders any persons who fail to comply with the chairperson's authority to conduct the meeting, intentionally disrupt order, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements.

6. The chairperson has the right to postpone a General Meeting of Shareholders for which the required number of registered attendees has been met, for no more than 03 working days from the scheduled opening date, and may only postpone the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have sufficient convenient seating for all attendees;

b) The communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss, and vote;

c) There are attendees who obstruct or disrupt order, creating a risk that the meeting cannot be conducted fairly and lawfully.

7. If the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 6 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson in conducting the meeting until its conclusion; all resolutions adopted at

that meeting shall remain valid and effective.

8. Where the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company is responsible for ensuring that shareholders can attend and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3, Article 273 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for approval of Resolutions of the General Meeting of Shareholders

1. A resolution on the following matters shall be passed if approved by shareholders representing at least 65% of the total voting rights of all shareholders attending the meeting, except as provided in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises:

a) Classes of shares and the total number of shares of each class;

b) Changes to business lines, trades, and sectors;

c) Changes to the Company's management organizational structure;

d) Investment projects or the sale of assets with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statements, unless the Company's Charter stipulates a different ratio or value;

e) Reorganization or dissolution of the Company;

f) Extension of the Company's operating term;

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

3. Voting for the election of members of the Board of Directors and the Supervisory Board must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and the shareholder has the right to allocate all or part of their total votes to one or more candidates. Elected members of the Board of Directors or Supervisors shall be determined based on the number of votes received, ranked from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members specified in the Company's Charter is filled. If two or more candidates receive the same number of votes for the final seat on the Board of Directors or the Supervisory Board, a re-election shall be held among those tied candidates or a selection shall be made according to the criteria specified in the election regulations or the Company's Charter.

Note: In the election of members of the Board of Directors and the Supervisory Board, if the number of candidates is less than or equal to the number of Board of Directors/Supervisory Board members to be elected, the election may be conducted using the cumulative voting method described above or by voting (approve, disapprove, no opinion). The approval threshold under the voting method shall be implemented in accordance with Clause 2, Article 21 of this Charter.

4. Resolutions of the General Meeting of Shareholders approved by 100% of the total voting shares shall be lawful and effective immediately even if the procedures for convening the meeting and passing such resolutions violate the provisions of the Law on Enterprises and the Company's Charter.

Article 22. Authority and procedures for collecting written opinions of shareholders to adopt Resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining shareholders' written opinions to adopt a Resolution of the General Meeting of Shareholders shall be carried out in accordance with the following provisions:

1. The Board of Directors has the right to obtain shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders on the following matters:

a) Approval/amendment and supplementation of the Company's Internal Governance Regulations; the Operating Regulations of the Board of Directors; the Operating Regulations of the Supervisory Board;

b) Changes to business lines, trades, and sectors;

c) Changes to the Company's management organizational structure;

d) Other matters deemed necessary for the benefit of the Company.

2. The Board of Directors must prepare the voting form, the draft resolution of the General Meeting of Shareholders, explanatory documents for the draft resolution, and send them to all shareholders entitled to vote no later than 10 days before the deadline for returning the voting forms. The requirements and method for sending the voting forms and accompanying documents shall comply with Clause 3, Article 18 of this Charter.

3. The voting form must contain the following principal contents:

a) Name, address of the head office, enterprise identification number;

b) Purpose of obtaining opinions;

c) Full name, contact address, nationality, legal identification document number for individual shareholders; name, enterprise identification number or legal document number, head office address for organizational shareholders; or full name, contact address, nationality, legal identification document number for the representative of an organizational shareholder; number of shares of each class and the number of voting rights of the shareholder;

d) Matters on which opinions are sought for approval;

e) Voting options including approval, disapproval, and abstention for each matter submitted for opinion;

f) Deadline for returning the completed voting form to the Company;

g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may return completed voting forms to the Company by mail, fax, or email in accordance with the following provisions:

a) If sent by mail, the completed voting form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The voting form sent to the Company must be placed in a sealed envelope, and no one may open it before the vote counting;

b) If sent by fax or email, the voting form returned to the Company must be kept confidential until the vote counting;

c) Voting forms received by the Company after the deadline specified in the voting form, or opened in the case of mail, or disclosed in the case of fax or email, shall be invalid. Voting forms not returned shall be deemed as non-participation in voting.

5. The Board of Directors shall count the votes and prepare the vote-counting minutes under the supervision of the Supervisory Board or shareholders who do not hold management positions in the Company. The vote-counting minutes must contain the following principal contents:

a) Name, address of the head office, enterprise identification number;

b) Purpose and matters on which opinions were sought for adoption of the resolution;

c) Number of shareholders and the total number of voting/election votes participating in the voting/election, distinguishing between valid and invalid voting/election votes and the method of submitting voting/election ballots, together with an appendix listing the shareholders participating in the voting/election;

d) Total number of votes in favor, against, and abstentions for each matter, and the total number of election votes for each candidate (if any);

e) Matters approved and the corresponding approval voting ratio;

f) Full name, signature of the Chairperson of the Board of Directors, the vote counter, and the vote-counting supervisor.

The members of the Board of Directors, the vote counter, and the vote-counting supervisor shall be jointly responsible for the truthfulness and accuracy of the vote-counting minutes; they shall also be jointly liable for any damages arising from resolutions adopted due to dishonest or inaccurate vote counting.

6. The vote-counting minutes and the resolution must be sent to shareholders within 15 days from the date the vote counting is completed. Sending the vote-counting minutes and the resolution may be replaced by posting them on the Company's website within 24 hours from the time the vote counting is completed.

7. The completed voting forms, the vote-counting minutes, the adopted resolution, and the documents enclosed with the voting forms must all be kept at the Company's head office.

8. A resolution adopted by collecting shareholders' written opinions shall be approved if it is supported by shareholders holding more than 50% of the total voting rights of all voting shareholders and shall have the same validity as a resolution adopted at a General Meeting of Shareholders.

Article 23. Resolutions and Minutes of the General Meeting of Shareholders

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

a) The company's name, head office address, and enterprise identification number;

b) The time and venue of the General Meeting of Shareholders;

c) The meeting agenda and contents;

d) The full names of the chairperson and the secretary;

e) A summary of the proceedings and the opinions expressed at the General Meeting of Shareholders on each item on the agenda;

f) The number of shareholders and the total number of voting rights of the attending shareholders, the appendix containing the list of registered shareholders and shareholder representatives attending the meeting, together with the corresponding number of shares and voting rights;

g) The total number of votes cast on each matter submitted for voting, clearly stating the voting method, the total number of valid and invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentages based on the total voting rights of the attending shareholders;

h) A summary of the votes cast for each candidate (if any);

i) The matters approved and the corresponding approval voting percentages;

j) The full names and signatures of the chairperson and the secretary. If the chairperson or the secretary refuses to sign the meeting minutes, the minutes shall remain valid if signed by all other members of the Board of Directors attending the meeting and containing all the contents required under this clause. The minutes must clearly state that the chairperson or the secretary refused to sign the meeting minutes.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The chairperson and the secretary of the meeting, or any other person signing the minutes, shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In the event of any discrepancy in content between the Vietnamese version and the foreign-language version, the Vietnamese version shall prevail.

4. The resolution, the minutes of the General Meeting of Shareholders, the appendix containing the list of shareholders registered to attend the meeting, powers of attorney for meeting attendance, all documents attached to the minutes (if any), and related documents enclosed with the meeting invitation must be kept at the Company's head office.

The resolution, the minutes of the General Meeting of Shareholders, and the accompanying documents must be disclosed in accordance with the laws on information disclosure in the securities market.

Article 24. Request for cancellation of Resolutions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the resolution or the minutes of the General Meeting of Shareholders, or the vote-counting record for obtaining shareholders' opinions, a shareholder or group of shareholders specified in Clause 2, Article 115 of the Law on Enterprises has the right to request the Court or an Arbitral Tribunal to review and annul the resolution or part of the contents of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and adopting resolutions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company's Charter, except as provided in Clause 3, Article 21 of this Charter.

2. The contents of the resolution violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and candidacy for members of the Board of Directors

1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about the candidates before voting. Candidates for the Board of Directors must provide a written commitment to the truthfulness and accuracy of the disclosed personal information and must undertake to perform their duties honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors. The information to be disclosed regarding candidates for the Board of Directors includes:

a) Full name; date, month, and year of birth;

b) Professional qualifications;

c) Employment history;

d) Other managerial positions held (including positions on the boards of directors of other companies);

e) Interests related to the Company and the Company's related parties;

f) Other information (if any) as prescribed in the Company's Charter;

The Company is responsible for disclosing information about the companies in which the candidate holds the position of board member, other managerial positions, and interests related to the Company of the Board of Directors candidate (if any).

2. A shareholder or group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company's Charter. 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 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 65% may nominate up to five (05) candidates; and from 65% or more may nominate up to seven (07) candidates.

3. If the number of candidates for the Board of Directors nominated and self-nominated is still insufficient as required under Clause 5, Article 115 of the 2020 Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Corporate Governance Regulations, and the Operating Regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of

the Board of Directors in accordance with the law.

4. Members of the Board of Directors must satisfy the standards and conditions prescribed in Clauses 1 and 2, Article 155 of the Law on Enterprises.

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

1. The Board of Directors consists of 05 (five) members.

2. The term of BOD members shall not exceed 05 years; members may be re-elected for an unlimited number of terms. An individual may only serve as an independent director for a maximum of 02 consecutive terms. Expiring Boards shall continue operating until replacement members take over.

3. Structure requirements:

The composition of the Company's Board of Directors must ensure that at least one-third of the total number of Board members are non-executive members. The Company shall minimize the number of Board members concurrently holding executive positions within the Company to ensure the independence of the Board of Directors.

The number of independent members of the Board of Directors must include at least one (01) independent member.

The rights, obligations, and methods of organization and coordination of the activities of the independent members of the Board of Directors shall be specifically stipulated in the Board of Directors' Operating Regulations.

4. Director status terminates upon removal, dismissal, or replacement by the AGM under Article 160 of the Law on Enterprises.

5. BOD appointments must be disclosed under securities disclosure regulations.

6. Directors are not required to hold Company shares.

Article 27. Powers and obligations of the Board of Directors

1. The BOD is the governing body of the Company, holding full authority in the name of the Company to decide and exercise corporate rights and duties, except those reserved for the AGM.

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

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

b) Recommend the classes of shares and the total number of shares authorized to be offered for each class;

c) Decide on the sale of unsold shares within the number of shares authorized to be offered for each class; decide on raising additional capital through other forms;

d) Decide on the selling price of the Company's shares and bonds;

e) Decide on the repurchase of shares in accordance with Clause 1 and Clause 2, Article 133 of the Law on Enterprises;

f) Decide on investment plans and investment projects within its authority and limits as prescribed by law;

g) Decide on solutions for market development, marketing, and technology;

h) Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions falling under the decision-making authority of the General Meeting of Shareholders pursuant to Point d, Clause 2, Article 138, and Clause 1 and Clause 3, Article 167 of the Law on Enterprises;

i) Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, enter into contracts with, and terminate contracts with the General Director and other key managers as prescribed by the Company's Charter; decide on the salaries, remuneration, bonuses, and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of another company, and decide on the remuneration and other benefits of such representatives;

j) Supervise and direct the General Director and other managers in the management of the Company's daily business operations;

k) Decide on the organizational structure and internal management regulations of the Company; decide on the establishment of subsidiaries, branches, representative offices, and capital contributions to or share acquisitions in other enterprises;

l) Approve the agenda and contents of documents for the General Meeting of Shareholders; convene meetings of the General Meeting of Shareholders or collect shareholders' opinions for the General Meeting of Shareholders to adopt resolutions;

m) Submit the audited annual financial statements to the General Meeting of Shareholders;

n) Recommend the dividend rate to be paid; decide on the timing and procedures for dividend payment or the handling of losses incurred during business operations;

o) Recommend the reorganization or dissolution of the Company; request the Company's bankruptcy;

p) Decide on the issuance of the Board of Directors' Operating Regulations and the Company's Internal Corporate Governance Regulations after approval by the General Meeting of Shareholders; decide on the issuance of the Operating Regulations of the Audit Committee under the Board of Directors (if any), and the Company's Information Disclosure Regulations;

q) Request the Director, Deputy Director, or General Director, Deputy General Director, and other managers of the Company to provide information and documents on the Company's financial condition, business operations, and those of its units;

r) The requested managers must provide information and documents promptly, fully, and accurately at the request of members of the Board of Directors. The procedures for requesting and providing information are specifically prescribed in the Board of Directors' Operating Regulations.

s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other applicable laws, and the Company's Charter.

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

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

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.

2. Members of the Board of Directors are entitled to remuneration for their work and bonuses. Work remuneration is calculated based on the number of working days required to complete the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration for each member based on the principle of unanimity. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

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

4. A member of the Board of Directors holding an executive position or a member of the Board of Directors serving on committees of the Board of Directors or performing other work beyond the normal scope of duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump-sum fee for each assignment, salary, commission, a percentage of profits, or another form as decided by the Board of Directors.

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

6. Members of the Board of Directors may have liability insurance purchased by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not include coverage for liabilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 29. Chairman of the Board of Directors

1. The BOD Chairman is elected, dismissed, or removed by the Board from among its members.

2. The BOD Chairman shall not concurrently serve as the General Director.

3. Rights and duties of the Chairman:

a) Formulate BOD work plans and programs;

b) Prepare meeting agendas, materials, and convene/chair BOD meetings;

c) Organize approval of BOD resolutions and decisions;

d) Supervise execution of BOD decisions;

e) Chair AGM sessions;

f) Other rights and duties under the Law on Enterprises and Charter.

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

5. In the event that the Chairperson of the Board of Directors is absent or unable to perform his or her duties, he or she must authorize another member in writing to exercise the rights and perform the obligations of the Chairperson of the Board of Directors. If there is no authorized person or the Chairperson of the Board of Directors dies, is declared missing, is placed in temporary detention, is serving a prison sentence, is undergoing an administrative handling measure at a compulsory drug rehabilitation facility or compulsory educational institution, absconds from his or her place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by the Court from holding office, practicing a profession, or performing certain work, the remaining members shall elect one of themselves to serve as Chairperson of the Board of Directors based on the principle of approval by the majority of the remaining members until a new decision is made by the Board of Directors.

Article 30. Meetings of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date the election of that Board of Directors is completed. This meeting shall be convened and chaired by the member who received the highest number of votes or the highest voting percentage. In the event that more than one member has the highest and equal number of votes or voting percentage, the members shall elect, based on the majority principle, 01 person from among them to convene the meeting of the Board of Directors.

2. The BOD must meet at least once per quarter and may hold extraordinary meetings.

3. The Chairman convenes meetings upon request by:

a) The Supervisory Board or an independent director;

b) The General Director or at least 05 other managers;

c) At least 02 BOD members;

d) Other necessary instances.

4. The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, the matters to be discussed, and the decisions falling within the authority of the Board of Directors.

5. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request specified in Clause 3 of this Article. If the Chairperson fails to convene the meeting of the Board of Directors as requested, the Chairperson shall be liable for any damages incurred by the Company; the requester has the right to replace the Chairperson of the Board of Directors in convening the meeting of the Board of Directors.

6. The Chairperson of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting notice no later than 03 working days before the meeting date. The meeting notice must specifically state the time and location of the meeting, the agenda, the matters to be discussed, and the decisions to be made. The meeting notice must be accompanied by the documents to be used at the meeting and the members' voting ballots.

The notice of the Board of Directors meeting may be sent by invitation letter, telephone, fax, electronic means, or other methods as prescribed by the Company's Charter and must ensure delivery to the contact address of each member of the Board of Directors registered with the Company.

7. The Chairperson of the Board of Directors or the person convening the meeting shall send the meeting notice and accompanying documents to the members of the Supervisory Board in the same manner as to the members of the Board of Directors.

Members of the Supervisory Board have the right to attend meetings of the Board of Directors; they have the right to participate in discussions but are not entitled to vote.

8. A meeting of the Board of Directors shall proceed when at least 3/4 of the total number of members are present. If a meeting convened in accordance with this Clause does not have the required number of attending members as prescribed, it shall be convened a second time within 07 days from the date scheduled for the first meeting. In this case, the meeting shall proceed if more than half of the members of the Board of Directors are present.

9. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following cases:

a) Attending and voting directly at the meeting;

b) Authorizing another person to attend the meeting and vote in accordance with Clause 11 of this Article;

c) Attending and voting via online conference, electronic voting, or other electronic forms;

d) Sending voting ballots to the meeting by mail, fax, or email;

e) Sending voting ballots by other means as prescribed by law (if any).

10. In the case of sending voting ballots to the meeting by mail, the voting ballots must be placed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 01 hour before the opening of the meeting. The voting ballots shall only be opened in the presence of all attendees.

11. Voting

a) Except as provided in Point b Clause 11 Article 30, each member of the Board of Directors or the authorized person in accordance with Clause 9 of this Article who is personally present at the Board of Directors meeting in an individual capacity shall have one (01) vote;

b) A member of the Board of Directors may not vote on contracts, transactions, or proposals in which that member or a related person of that member has an interest and that interest conflicts or may conflict with the interests of the Company. Such member of the Board of Directors shall not be counted toward the minimum attendance ratio required to hold the Board of Directors meeting regarding decisions on which that member has no voting right;

c) In accordance with Point b Clause 11 Article 30, when an issue arises at the meeting relating to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily waive the voting right, the ruling of the chairperson shall be the final decision, except where the nature or scope of the relevant Board member's interest has not been fully disclosed;

d) A member of the Board of Directors benefiting from a contract as provided in Point a and Point b Clause 6 Article 43 of this Charter shall be deemed to have a material interest in that contract;

e) The Supervisory Board member has the right to attend meetings of the Board of Directors and has the right to participate in discussions but may not vote.

12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been entered into or is proposed to be entered into with the Company and knows that they have an interest in it is responsible for disclosing this interest at the first Board meeting discussing the execution of such contract or transaction. If the member of the Board of Directors does not know that they and their related persons have an interest at the time the contract or transaction is entered into with the Company, that member of the Board of Directors must disclose the relevant interests at the first meeting of the Board of Directors held after the member becomes aware that they have or will have an interest in the above-mentioned transaction or contract.

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

14. A resolution or decision of the Board of Directors shall be passed if approved by the majority of the members attending the meeting; in the event of an equal number of votes, the final decision shall belong to the side supported by the opinion of the Chairman of the Board of Directors.

15. The Board of Directors has the right to obtain written opinions from members of the Board of Directors to pass a Board Resolution when approving matters within the authority of the Board of Directors under Clause 2, Article 27 of this Charter.

A resolution in the form of obtaining written opinions shall be passed based on the affirmative opinions of the majority of the members of the Board of Directors entitled to vote. Such resolution shall have the same effect and validity as a resolution passed at a meeting.

16. The meeting of the Board of Directors may be held in the form of an online conference among the members of the Board of Directors when all or some members are in different locations, provided that each participating member can:

a) Hear each other member of the Board of Directors participating speak during the meeting;

b) Speak to all other participating members simultaneously. Discussions among the members may be conducted directly by telephone or by other communication means or by a combination of these methods. A member of the Board of Directors participating in such a meeting shall be deemed to be "present" at that meeting. The location of the meeting held under this provision shall be the location where the largest number of Board of Directors members are present, or the location where the Chairperson of the meeting is present.

Resolutions adopted at a meeting in the form of an online conference that is duly organized and conducted shall take effect immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all Board of Directors members attending that meeting.

17. The Chairperson of the Board of Directors is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes shall constitute conclusive evidence of the matters conducted at the meeting unless there is an objection to the contents of the minutes within ten (10) days from the date of dispatch. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may also be prepared in English. The minutes must bear the signatures of the chairperson and the minute-taker.

Article 31. Committees under the Board of Directors

1. The BOD may establish committees for development policies, personnel, remuneration, internal audit, and risk management (minimum 02 members per committee, including external experts). Independent/non-executive directors shall form the majority and chair committees. Resolutions pass by committee meeting majority.

2. Decision execution must comply with statutory laws, Charter terms, Governance Regulations, and BOD Regulations.

Article 32. Person in charge of corporate governance

1. The BOD must appoint at least 01 Person in charge of corporate governance (who may concurrently serve as Company Secretary).

2. The Governance Officer shall not concurrently work for the accredited audit firm auditing the Company.

3. The person in charge of corporate governance has the following rights and obligations:

a. Advise the Board of Directors on organizing General Meeting of Shareholders meetings in accordance with regulations and on matters related between the Company and shareholders;

b. Prepare meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c. Advise on meeting procedures;

d. Attend meetings;

e. e. Advise on the procedures for preparing resolutions of the Board of Directors in accordance with the provisions of law;

f. Provide financial information, copies of the minutes of Board of Directors meetings, and other information to members of the Board of Directors and members of the Supervisory Board;

g. Monitor and report to the Board of Directors on the Company's information disclosure activities;

h. Serve as the point of contact with related stakeholders;

i. Maintain confidentiality of information in accordance with the provisions of law and the Company's Charter;

j. Other rights and obligations as prescribed by law and this Charter.

VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 33. Management apparatus organization

The management apparatus operates under BOD supervision and direction. Management positions include the General Director, Deputy General Directors, Chief Accountant, and other managers appointed via BOD resolutions/decisions.

Article 34. Enterprise executives

1. At the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in numbers and with qualifications appropriate to the Company's organizational structure and management regulations as prescribed by the Board of Directors. Executives must have the responsibility to support the Company in achieving its objectives in operations and organization.

2. The General Director shall receive a salary and bonus. The salary and bonus of the General Director shall be decided by the Board of Directors.

3. The salaries of executives shall be included in the Company's business expenses in accordance with the laws on corporate income tax, shall be presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 35. Appointment, dismissal, rights and obligations of the General Director

1. The BOD appoints a director or hires an external individual as General Director.

2. The General Director manages daily business affairs under BOD supervision and remains accountable to the BOD and law.

3. Term length shall not exceed 05 years (re-appointment unlimited). Qualifications must comply with Clause 5, Article 162 of the Law on Enterprises.

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

a) Decide on matters relating to the Company's daily business operations that do not fall within the authority of the Board of Directors;

b) Organize the implementation of the resolutions and decisions of the Board of Directors;

c) Organize the implementation of the Company's business plan and investment plan;

d) Recommend plans for the organizational structure and internal management regulations of the Company;

e) Appoint, dismiss, and remove managers in the Company, except for positions under the authority of the Board of Directors;

f) Decide salaries and other benefits for employees of the Company, including managers under the appointment authority of the General Director;

g) Recruit employees;

h) Recommend plans for dividend distribution or handling business losses;

i) Other rights and obligations as prescribed by law, the Company's Charter, and the resolutions and decisions of the Board of Directors and the Chairman of the Board of Directors.

5. The BOD may dismiss the General Director upon majority vote approval and appoint a replacement.

Article 36. Company Secretary

When deemed necessary, the Board of Directors shall decide to appoint one (01) or more persons as the Company Secretary for a term as decided by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary, provided that such dismissal is not contrary to the applicable labor laws. The Company Secretary shall have the following rights and obligations:

a) Assist in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; record the meeting minutes;

b) Assist members of the Board of Directors in exercising the assigned rights and performing the assigned obligations;

c) Assist the Board of Directors in applying and implementing the Company's corporate governance principles;

d) Assist the Company in building shareholder relations and protecting the lawful rights and interests of shareholders; complying with obligations regarding information provision, information disclosure, and administrative procedures

e) Other rights and obligations as stipulated in the Company's Charter and the Company's Internal Regulations.

SUPERVISORY BOARD

Article 37. Nomination and candidacy for members of the Supervisory Board (Supervisors)

1. The nomination and self-nomination of members of the Board of Supervisors shall be carried out in accordance with the provisions of Clause 1, Article 25 of this Charter. Shareholders holding voting shares have the right to combine their individual voting rights to nominate Supervisors. A shareholder or group of shareholders holding from 10% to under 30% of the voting shares may nominate one (01) Supervisor; from 30% to under 40% may nominate up to two (02) Supervisors; from 40% to under 50% may nominate up to three (03) Supervisors; from 50% to under 60% may nominate up to four (04) Supervisors; from 60% or more may nominate five (05) candidates.

2. In the event that the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient to meet the required number, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Supervisors. The

introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

Article 38. Composition of the Supervisory Board

1. The Company's Supervisory Board consists of 03 members. The term of office of a member of the Supervisory Board shall not exceed 05 years and members may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must satisfy the standards and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into the following cases:

a) Working in the Company's accounting or finance department;

b) Being a member or employee of the independent auditing firm that audited the Company's financial statements during the preceding 03 consecutive years.

3. A member of the Supervisory Board shall be dismissed from office in the following cases:

a) No longer satisfying the standards and conditions for being a member of the Supervisory Board as prescribed in Clause 2 of this Article;

b) Submitting a resignation letter and having it accepted;

c) Other cases as prescribed by law and this Charter.

4. A member of the Supervisory Board shall be removed from office in the following cases:

a) Failing to complete assigned duties and tasks;

b) Failing to exercise his/her rights and perform his/her obligations for 06 consecutive months, except in cases of force majeure;

c) Repeatedly violating, or seriously violating, the obligations of a member of the Supervisory Board as prescribed by the Law on Enterprises and the Company's Charter;

d) Other cases as resolved by the General Meeting of Shareholders.

Article 39. Head of the Supervisory Board

1. The Head of the Supervisory Board is elected by Supervisory Board members via majority vote. Over half of members must reside in Vietnam. The Head must hold a university degree or higher in economics, finance, accounting, auditing, law, business administration, or related majors.

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

a) Convene meetings of the Supervisory Board;

b) Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Supervisory Board;

c) Prepare and sign the Supervisory Board's report after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 40. Rights and obligations of the Supervisory Board

The Supervisory Board has the rights and obligations as prescribed in Article 170 of the

Law on Enterprises and the following rights and obligations:

1. Propose and recommend that the General Meeting of Shareholders approve the list of approved auditing organizations to audit the Company's Financial Statements; decide on the approved auditing organization to inspect the Company's operations, dismiss the approved auditor when deemed necessary.

2. Be responsible to the shareholders for its supervisory activities.

3. Supervise the Company's financial situation and compliance with the law in the activities of members of the Board of Directors, the General Director, and other managers.

4. Ensure coordination of activities with the Board of Directors, the General Director, and shareholders.

5. In the event of detecting violations of the law or violations of the Company's Charter by members of the Board of Directors, the General Director, and other executives of the enterprise, the Supervisory Board must notify the Board of Directors in writing within 48 hours, request the person committing the violation to cease the violation and implement solutions to remedy the consequences.

6. Develop the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.

7. Report at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

8. Have the right to access the Company's records and documents kept at the head office, branches, and other locations; have the right to visit the workplaces of the Company's managers and employees during working hours.

9. Have the right to request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, administration, and business operations of the Company.

10. Other rights and obligations as prescribed by law and this Charter.

Article 41. Meetings of the Supervisory Board

1. The Supervisory Board shall meet **at least twice per year** (quorum requires **at least 2/3 of members present**). Detailed minutes must be recorded and signed by attending members to determine individual responsibilities.

2. The Supervisory Board may request BOD members, the General Director, and independent auditors to attend and clarify issues.

Article 42. Salaries, remuneration, bonuses, and other benefits of members of the Supervisory Board

The salaries, remuneration, bonuses, and other benefits of members of the Supervisory Board shall be implemented in accordance with the following provisions:

1. Members of the Supervisory Board shall be paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salaries, remuneration, bonuses, other

benefits, and the annual operating budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel, and the use of independent consulting services. The total amount of such remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. The salaries and operating expenses of the Supervisory Board shall be accounted for as business expenses of the Company in accordance with the laws on corporate income tax, other relevant legal provisions, and must be presented as a separate item in the Company's annual financial statements.

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

BOD members, Supervisory Board members, the General Director, and executives must perform duties honestly and prudently in the best interests of the Company.

Article 43. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related persons of these members may only use information obtained by virtue of their positions to serve the interests of the Company.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, or other companies in which the Company holds more than 50% of the charter capital, and themselves or their related persons in accordance with the law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with securities laws on information disclosure.

4. A member of the Board of Directors may not vote on a transaction that benefits that member or that member's related person in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related persons of these individuals may not use or disclose insider information to others to carry out related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executives, and individuals or organizations related to these persons shall not be invalid in the following cases:

a) For transactions with a value of less than 35% of the total asset value recorded in the most recent financial statements, the important contents of the contract or transaction as well as the relationships and interests of the member of the Board of Directors, member of the Supervisory Board, General Director, or other executive have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors who have no related interests;

b) For transactions with a value of 35% or more, or transactions resulting in the cumulative transaction value arising within 12 months from the date of the first transaction reaching 35% or more of the total asset value recorded in the most recent financial statements, the important contents of such transactions as well as the relationships and interests of the member of the Board of Directors, member of the Supervisory Board, General Director, or other executive have been disclosed to the shareholders and approved by the General Meeting of Shareholders through the votes of shareholders who have no related interests.

c) Loan agreements or asset sale transactions with a value greater than 10% of the total asset value recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total voting shares or that shareholder's related person have been disclosed to the shareholders and approved by the General Meeting of Shareholders through the votes of shareholders who have no related interests.

Article 44. Responsibility for damages and compensation

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives who violate their duties and responsibilities of honesty and prudence, or fail to fulfill their obligations, shall be liable for the damages caused by their violations.

2. The Company shall indemnify persons who have been, are, or may become a related party in complaints, lawsuits, or prosecutions (including civil and administrative cases and excluding lawsuits in which the Company is the plaintiff) if such person has been or is a member of the Board of Directors, a member of the Supervisory Board, the General Director, another executive, an employee, or an authorized representative of the Company who has performed or is performing duties under the Company's authorization, acted honestly and prudently in the interests of the Company in compliance with the law, and there is no evidence confirming that such person has breached their responsibilities.

3. Indemnification costs include judgment costs, fines, amounts actually incurred and payable (including attorney's fees), or amounts considered reasonable in resolving these matters within the limits permitted by law. The Company may purchase insurance for these persons to avoid the indemnification liabilities mentioned above.

XI. RIGHT TO INSPECT BOOKS AND RECORDS OF THE COMPANY

Article 45. Right to inspect books and records

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

a) Common shareholders have the right to examine, inspect, and extract information on names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; examine, inspect, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 05% or more of the total common shares have the right to examine, inspect, and extract the minute books and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts, transactions that must be approved by the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. In the event that an authorized representative of a shareholder or group of shareholders requests to inspect books and records, such request must be accompanied by the authorization letter of the shareholder or group of shareholders represented by that person or a notarized copy of such authorization letter.

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

4. The Company must retain this Charter and any amendments and supplements to the Charter, the Enterprise Registration Certificate, regulations, documents evidencing ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, accounting books, and other documents as prescribed by law at the head office or another location, provided that the shareholders and the Business Registration Authority are notified of the location where these documents are kept.

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

XII. EMPLOYEES AND TRADE UNION

Article 46. Employees and trade union

1. The General Director formulates plans for BOD approval regarding recruitment, dismissal, wages, social insurance, welfare, rewards, and discipline for staff and executives.

2. The General Director formulates plans for BOD approval regarding trade union relations based on best governance practices, Charter principles, internal rules, and legal provisions.

XIII. PROFIT DISTRIBUTION

Article 47. Profit distribution

1. The AGM decides annual dividend rates and payout methods from retained profits.

2. The Company pays no interest on dividend payments or share-related payouts.

3. The Board of Directors may recommend that the General Meeting of Shareholders approve the payment of all or part of dividends in shares, and the Board of Directors shall be the body responsible for implementing this decision.

4. Where dividends or other amounts related to a class of shares are paid in cash, the Company must make payment in Vietnamese dong. Payment may be made directly or through banks based on the bank account details provided by the shareholders. Where the Company has transferred funds in accordance with the bank details provided by a shareholder but that shareholder does not receive the funds, the Company shall not be liable for the amount it has transferred to that shareholder. Dividend payments for

shares listed/registered for trading on the Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

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

6. Establishment of funds:

6.1. The Company shall establish funds in accordance with the law. Annually, the Company shall use its after-tax profits as follows:

a. Establish reward, welfare, and other funds as decided by the General Meeting of Shareholders;

b. Pay dividends to shareholders;

c. Other reserve funds as prescribed by law.

6.2. The allocation ratios for the above funds shall be decided by the General Meeting of Shareholders in accordance with the law.

7. Other matters related to profit distribution shall be implemented in accordance with the law.

XIV. BANK ACCOUNTS, FINANCIAL YEAR, AND ACCOUNTING SYSTEM

Article 48. Bank accounts

1. The Company opens accounts at Vietnamese banks or licensed foreign bank branches in Vietnam.

2. Upon prior competent authority approval, offshore bank accounts may be opened if necessary.

3. All payments and accounting transactions are conducted via VND or foreign currency bank accounts.

Article 49. Financial year

The financial year begins on January 01 and ends on December 31 annually. The first financial year begins on the Enterprise Registration Certificate issuance date and ends on December 31 immediately following.

Article 50. Accounting system

1. The accounting system used is the Enterprise Accounting System or specialized systems issued/approved by competent authorities.

2. Accounting records are maintained in Vietnamese, kept accurate, updated, and systematic under accounting laws.

3. The monetary unit used in accounting is Vietnamese Dong (VND). If primary economic transactions occur in a foreign currency, that foreign currency may be chosen, with tax authorities notified accordingly.

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

Article 51. Annual, semi-annual, and quarterly financial statements

1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the law. The Company shall disclose the audited annual financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

2. The annual financial statements must include all reports, appendices, and explanatory notes as required by the laws on corporate accounting. The annual financial statements must present a true and objective view of the Company's operating situation.

3. The Company must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

Article 52. Annual report

The Company shall prepare and publish Annual Reports pursuant to securities and securities market regulations.

XVI. COMPANY AUDIT

Article 53. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these firms to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.

2. Audit reports are attached to annual financial statements.

3. The independent auditor conducting the audit of the Company's financial statements is entitled to attend General Meeting of Shareholders meetings and has the right to receive notices and other information related to the General Meeting of Shareholders meeting and to express opinions at the meeting on matters related to the audit of the Company's financial statements.

XVII. CORPORATE SEAL

Article 54. Corporate seal

1. Seals include physical stamps from engraving facilities or digital signatures under electronic transaction laws.

2. The BOD decides seal types, quantities, forms, and contents for the Company, branches, and representative offices.

3. The BOD and General Director manage seal usage per current laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 55. Dissolution of the Company

1. The Company may be dissolved upon:

a) Expiration of operating term without extension;

b) AGM resolution/decision;

c) Revocation of Enterprise Registration Certificate (unless tax laws specify otherwise);

d) Other legal scenarios.

2. Early dissolution is decided by the AGM and executed by the BOD, subject to competent authority notice/approval where mandated.

Article 56. Extension of operational duration

1. The BOD convenes an AGM at least 07 months prior to term expiration to vote on operating duration extensions proposed by the Board.

2. Extensions pass upon approval by 65% or more of total votes of attending shareholders.

Article 57. Liquidation

1. At least 06 months before the end of the Company's operating term or after a decision to dissolve the Company has been made, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of whom 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from 01 independent auditing company. The Liquidation Committee shall prepare its own operating regulations. The members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be given priority for payment by the Company before the Company's other debts.

2. The Liquidation Committee is responsible for reporting to the Business Registration Authority the date of its establishment and the date it begins operations. From that time, the Liquidation Committee shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative authorities.

3. The proceeds from the liquidation shall be paid in the following order:

a) Liquidation expenses;

b) Salary debts, severance allowances, social insurance, and other benefits of employees under the collective labor agreement and signed labor contracts;

c) Tax debts;

d) Other debts of the Company;

e) The remainder after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall be given priority for payment.

XIX. INTERNAL DISPUTE RESOLUTION

Article 58. Internal dispute resolution

1. In the event of disputes or complaints arising in connection with the Company's operations, or the rights and obligations of shareholders as prescribed by the Law on Enterprises, the Company's Charter, other legal regulations, or agreements between:

a) Shareholders and the Company;

b) Shareholders and the Board of Directors, the Supervisory Board, the General Director, or other executives;

The relevant parties shall endeavor to resolve such disputes through negotiation and mediation. Except in cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and require each party to present information related to the dispute within 30 working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the Head of the Supervisory Board to appoint an independent expert to act as a mediator for the dispute resolution process.

2. If no conciliation decision is reached within 06 weeks or if mediation is rejected, parties may refer the dispute to Arbitration or Court.

3. Parties bear their own negotiation/conciliation costs. Court fees follow judicial rulings.

XX. AMENDMENT AND SUPPLEMENTATION OF THE CHARTER

Article 59. Company Charter

1. Amendments and supplementations to this Charter are reviewed and decided by the General Meeting of Shareholders.

2. Where new legal provisions affect corporate operations not covered herein or differ from Charter terms, relevant legal provisions shall automatically apply to govern operations.

XXI. EFFECTIVE DATE

Article 60. Effective date

1. This Charter, comprising 21 sections and 60 articles, was unanimously adopted by the General Meeting of Shareholders of Tay Ninh Rubber Joint Stock Company on June 30, 2026, at the Hall of Tay Ninh Rubber Joint Stock Company, approving its full text efficacy.

2. The Charter is made in 06 original copies of equal legal validity, archived at corporate headquarters.

3. This Charter is the sole and official Charter of the Company.

4. Copies or extracts are valid when signed by the BOD Chairman or at least 1/2 of total BOD members.

ON BEHALF OF THE BOARD OF DIRECTORS
IN CHARGE

CÔNG TY CỔ PHẦN CAO SU TÂY NINH

Vo Tran Minh Dang