



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

CHARTER

IDICO - LONG AN INVESTMENT CONSTRUCTION JOINT STOCK COMPANY

IDICO-LINCO[®]

Tay Ninh, April 20, 2026

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OPENING SECTION

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 on January 11, 2022 and Law No. 76/2025/QH15 on June 17, 2025;

Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 on November 29, 2024;

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 Law on Securities, as amended and supplemented by Decree No. 245/2025/NĐ-CP dated September 11, 2025;

Pursuant to Decision No. 2329/QĐ-BXD dated May 16, 2005 of the Minister of Construction on the transformation of the State-owned enterprise "Long An Investment and Construction Company" into "IDICO - Long An Investment Construction Joint Stock Company".

The Charter of IDICO - Long An Investment Construction Joint Stock Company (IDICO-LINCO) (hereinafter referred to as the "Company") was passed by the Resolution of the General Meeting of Shareholders held officially on April 20, 2026.

This Charter, together with the provisions of relevant laws, any and all Resolutions of the General Meeting of Shareholders and the Board of Directors that have been duly issued, are the binding regulations and principles for the Company's business operations.

I. DEFINITION OF TERMS IN THE CHARTER

Điều 1. Interpretation of Terms

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

- a) *Charter capital is the total par value of shares sold or registered for purchase upon the establishment of a joint stock company and in accordance with Article 6 of this Charter;*
- b) *Law on Enterprises is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 on January 11, 2022;*
- c) *Law on Securities is the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 on November 29, 2024;*
- d) *Vietnam is the Socialist Republic of Vietnam;*
- e) *Date of establishment is the date the Company is granted the Certificate of Enterprise Registration (Business Registration Certificate) for the first time;*
- f) *Executive of the enterprise is the Director, Deputy Director, Chief Accountant and other executives appointed by the Board of Directors;*
- g) *Manager of the enterprise is the manager of the company, including the Chairman of the Board of Directors, members of the Board of Directors, the Director and individuals holding other management titles appointed by the General Meeting of Shareholders or the Board of Directors;*
- h) *Affiliated persons are individuals and organizations specified in Clause 46, Article 4 of the Law on Securities;*

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- i) Shareholders are individuals and organizations owning at least one share of a joint stock company;
 - j) Founding shareholders are shareholders owning at least one ordinary share and signing the list of founding shareholders of the joint stock company;
 - k) *Major shareholders are shareholders as defined in Clause 18, Article 4 of the Law on Securities;*
 - l) *Operating period is the duration of the Company's operations as specified in Article 2 of this Charter;*
 - m) *The Stock Exchange refers to the Vietnam Stock Exchange and its Subsidiaries.*
 - n) *Contact address is the registered address of the headquarters for organizations; or the permanent residence, working place or another address of an individual that is registered as Contact address with an enterprise;*
 - o) *Trade secrets and business secrets are information obtained from financial investments, intellectual, business, and commercial activities that have not been disclosed or announced, which bring economic benefits to the Company and/or are capable of being used in the Company's business and commercial activities, including but not limited to information regarding material cost norms, strategic supplier quotes, internal estimates, bid price components, financial plans for projects, specific construction solutions and measures, and project management processes aimed at creating a competitive advantage in the construction and real estate market, as well as information obtained from investment, research and development (R&D) activities, real estate market survey data, lists of potential partners/subcontractors, detailed information on projects in the investment preparation stage, and proprietary material mixing formulas or construction technologies.*
2. In this Charter, references to one or more regulations or other documents include any amendments, supplements, or replacement documents.
3. The headings (Sections, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

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

Điều 2. Name, type of business, headquarters, branches, representative offices, business locations, and operating period of the Company

1. Name of company

- Name of company in Vietnamese: CÔNG TY CỔ PHẦN ĐẦU TƯ XÂY DỰNG LONG AN-IDICO

- Name of company in foreign language: IDICO-LONG AN INVESTMENT CONSTRUCTION JOINT STOCK COMPANY

- Abbreviated name of company: IDICO-LINCO

2. IDICO - Long An Investment Construction Joint Stock Company is a joint stock company with independent legal personality in accordance with the current laws of Vietnam.

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3. Headquarters:

- Address: No. 88, National Highway 1 (Bypass), Long An Ward, Tay Ninh Province.
- Telephone: 0272.3826497
- Fax: 0272.3829337
- E-mail: idicolongan@yahoo.com.vn
- Website: <http://idico-linco.com.vn/>

4. The Company may establish branches and representative offices at the location of business to carry out the Company's objectives in accordance with the decision of the Board of Directors and within the scope permitted by law.

5. Unless terminated before the expiration date as specified in Clause 2, Article 55 or extended in accordance with Article 56 of this Charter, the operating period of the Company is indefinite.

Điều 3. Legal Representative of the Company

1. The Company has 1 Legal Representative of the Company holding the position of Director.
2. The Legal Representative of the Company is an individual representing the company to exercise the rights and obligations arising from the company's transactions, representing the company as the requester for civil case settlement, plaintiff, defendant, or person with related interests and obligations before Arbitration or Courts, and other rights and obligations as prescribed by law. The responsibilities of the Legal Representative of the Company shall be implemented in accordance with Article 13 of the Law on Enterprises and other rights and obligations as prescribed by current law.
3. The Legal Representative of the Company must reside in Vietnam; and must authorize in writing another person residing in Vietnam to exercise the rights and obligations of the Legal Representative of the Company when exiting Vietnam. In this case, the Legal Representative of the Company shall still be responsible for the exercise of the authorized rights and obligations.

In case the authorization period expires and the Legal Representative of the Company has not returned to Vietnam and there is no other authorization, the authorized person shall continue to exercise the rights and obligations of the Legal Representative of the Company within the authorized scope until the Legal Representative of the Company returns to work, or until the Board of Directors decides to appoint a replacement.

4. In case the Legal Representative of the Company is absent from Vietnam for more than 30 days without authorizing another person to exercise the rights and duties of the Legal Representative of the Company, or is deceased, missing, being prosecuted for criminal liability, temporarily detained, serving a prison sentence, serving an administrative handling measure at a compulsory detoxification center or compulsory education center, has restricted or lost civil act capacity, has difficulty in cognition or behavior control, or is prohibited by the Court from holding certain positions, practicing certain professions, or doing certain jobs, the Board of Directors shall appoint another person as the Legal Representative of the Company.

Handwritten signature

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

Điều 4. Objectives of the Company

1. The Company's business lines:

No.	Industry name	Industry code
1	Intermediary Services for real estate activities	6821
	Other real estate activities on a fee or contract basis	6829
2	Production of construction materials from clay	2392
3	Production of concrete and products from concrete, cement, and plaster	2395
4	Installation of industrial machinery and equipment	3320
5	Electricity production from Renewable energy Details: Solar power	3512
6	Electricity transmission	35131
7	Electricity distribution	35132
8	Wastewater treatment	37002
9	Construction of residential buildings	4101
	Construction of non-residential buildings	4102
10	Construction of railway works	4211
	Construction of road works	4212
11	Construction of other public utility works	4229
12	Construction of other civil engineering works	4299
13	Site preparation	4312
14	Installation of electrical systems	4321
15	Installation of water supply, drainage, heating, and air conditioning systems	4322
16	Installation of other construction systems	4329
17	Completion of construction works	4330
18	Other specialized construction activities	4390
19	Wholesale of metals and metal ores	4672
20	Wholesale of other construction materials and installation equipment	4673
21	Retail of hardware, paint, glass, and other construction materials and installation equipment	4752
22	Warehousing and storage of goods	5210
23	Architectural activities and related technical consultancy	7110
24	Specialized design activities Details: Architectural design of works. Construction planning design. Design of road traffic construction works. Design of urban technical infrastructure works. Design of electrical systems for civil and industrial works	7410
25	Mining of stone, sand, gravel, clay	0810
26	Other mining not elsewhere classified Details: Mineral trading	0899
27	Real estate business, land lease right owned, used, or leased	6810 (Main)
28	Road freight transport	4933
29	Inland waterway freight transport	5022

2. Objectives of the Company: Production and business operations with high efficiency, maximizing the benefits of Shareholders; Improving the lives of employees and the working

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environment; Fulfilling tax obligations and other financial obligations to the State; Striving to contribute to the overall development of society.

Điều 5. Scope of Business and Operation of the Company

The Company is permitted to conduct business activities in the lines specified in this Charter and has registered and announced changes to the registration content with the business registration authority and has Announced them on the National Business Registration Portal.

IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Điều 6. Charter capital, shares, founding shareholders

1. The Charter capital of the Company is VND 273,599,690,000 (In words: Two hundred seventy-three billion, five hundred ninety-nine million, six hundred ninety thousand Vietnamese Dong)

The total Charter capital of the Company is divided into 27,359,969 shares with a par value of 10,000 VND/share.

2. The Company may change its Charter capital when approved by the General Meeting of Shareholders (GMS) and in accordance with the provisions of law.

3. The Company's shares on the date of approval of this Charter include common shares and preference shares (If any). The rights and obligations of shareholders holding each type of share are specified in Article 12 and Article 13 of this Charter.

4. The Company may issue other types of preference shares after obtaining the approval of the General Meeting of Shareholders (GMS) and in accordance with the provisions of law.

5. Name, address, number of shares, and other information about founding shareholders in accordance with the Law on Enterprises.

The Company officially operates in the form of a Joint Stock Company under Business Registration Certificate No. 1100503295, first registered on 05/01/2006. Pursuant to the Law on Enterprises, as of now, the transfer restriction period for common shares of founding shareholders has expired.

6. Common shares must be prioritized for offering to existing shareholders in proportion to their ownership percentage of common shares in the Company, unless the General Meeting of Shareholders (GMS) decides otherwise; the number of shares that shareholders do not register to purchase will be decided by the Board of Directors. The Board of Directors may distribute such shares to shareholders and other persons under conditions no less favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders (GMS) or otherwise provided by the law on securities.

7. The Company may purchase shares issued by the Company itself in the manners specified in this Charter and current law.

8. The Company may issue other types of Securities in accordance with the law.

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Điều 7. Share certificates

1. Shareholders of the Company are issued Share certificates corresponding to the number and type of shares owned.
2. A share is a type of Security confirming the legal rights and interests of the owner to a portion of the share capital of the issuing organization. Share certificates must contain all the contents as prescribed in Clause 1, Article 121 of the Law on Enterprises.
3. The owner of shares shall be issued a Share certificate within 30 days from the date the Vietnam Securities Depository and Clearing Corporation (VSDC) notifies that it has received a complete application for share ownership transfer as prescribed by law, or within two (02) months from the date of full payment for the shares as prescribed in the Company's share issuance plan (or other time limit as specified in the issuance terms). The shareholder does not have to pay the Company for the cost of printing the Share certificate.
4. In case a Share certificate is lost, damaged, or destroyed in any other form, the shareholder shall be issued a replacement by the Company upon the shareholder's request. The shareholder's request must include the following contents:
 - a) Information about the Share certificate that has been lost, damaged, or destroyed in any other form;
 - b) Commitments to take responsibility for disputes arising from the issuance of the new Share certificate.
5. In case the Company cancels the registration of Securities at the Vietnam Securities Depository and Clearing Corporation (VSDC), the Company shall issue replacement Share certificates to shareholders within 30 days from the effective date of the cancellation of Securities registration as notified by the Vietnam Securities Depository and Clearing Corporation (VSDC).

Điều 8. Other securities certificates

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

Điều 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law; shares listed or registered for trading on The Stock Exchange shall be transferred in accordance with the regulations of the law on securities and the securities market.
2. Shares that have not been fully paid for shall not be transferred or entitled to related benefits such as the right to receive dividends, the right to receive shares issued to increase equity from owner's equity, the right to purchase newly offered shares, and other benefits as prescribed by law.

Điều 10. Withdrawal of shares (in case of enterprise registration)

1. In case a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to require such shareholder to pay the

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remaining amount and be liable for the total par value of the shares registered for purchase regarding the Company's financial obligations arising from the failure to pay in full.

2. The aforementioned payment notice must clearly state the new payment deadline (at least 07 days from the date of sending the notice), the place of payment, and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be subject to withdrawal.

3. The Board of Directors has the right to withdraw shares that have not been paid for in full and on time in case the requirements in the aforementioned notice are not met.

4. Withdrawn shares are considered shares authorized for offering as stipulated in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution under conditions and in a manner that the Board of Directors deems appropriate.

5. Shareholders holding withdrawn shares must relinquish their status as shareholders regarding those shares, but shall remain liable for the total par value of the shares registered for purchase regarding the Company's financial obligations arising at the time of withdrawal, as decided by the Board of Directors, from the date of withdrawal until the date of payment. The Board of Directors has full authority to decide on the compulsory payment of the entire value of the shares at the time of withdrawal.

6. The withdrawal notice shall be sent to the holder of the shares to be withdrawn before the time of withdrawal. The withdrawal remains effective even in the case of errors or negligence in sending the notice.

V. ORGANIZATIONAL, MANAGERIAL AND SUPERVISORY STRUCTURE

Điều 11. Organizational, managerial and supervisory structure

The Company's organizational, managerial and supervisory structure includes:

1. General Meeting of Shareholders (GMS);
2. Board of Directors, Board of Supervisors;
3. Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS (GMS)

Điều 12. Shareholders' Rights

1. Common shareholders have the following rights:

- a) To attend and speak at the General Meeting of Shareholders (GMS) and exercise the right to vote directly or through an authorized representative or other forms as prescribed by law. Each ordinary share carries one vote;
- b) To receive dividends at the rate decided by the General Meeting of Shareholders (GMS);
- c) To have priority in purchasing new shares in proportion to the ownership percentage of common shares of each shareholder in the Company;
- d) To freely transfer their shares to others, except for cases stipulated in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant provisions of the law;

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- e) To examine, search, and extract information regarding names and contact addresses in the shareholder list of voting shareholders; to request the correction of inaccurate information about themselves;
- f) To examine, search, extract, or copy the Charter, Minutes of the GMS, and Resolutions of the General Meeting of Shareholders (GMS);
- g) When the Company is dissolved or goes into Bankruptcy, to receive a portion of the remaining Assets corresponding to the ownership percentage of shares in the Company;
- h) To request the Company to repurchase shares in cases stipulated in Article 132 of the Law on Enterprises;
- i) To be treated equally. Each share of the same class gives the shareholder the same rights, obligations, and benefits. In case the Company has different classes of preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders (GMS) and fully Announced to shareholders;
- j) To have full access to periodic and extraordinary information Announced by the Company as prescribed by law;
- k) To have their legitimate rights and interests protected; to propose the suspension or cancellation of resolutions or decisions of the General Meeting of Shareholders (GMS) or the Board of Directors as prescribed by the Law on Enterprises;
- l) Other rights as prescribed by law and this Charter.

2. A shareholder or a group of shareholders owning 05% or more of the total number of common shares has the following rights:

- a) To request the Board of Directors to convene a General Meeting of Shareholders (GMS) in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises; The request to convene a General Meeting of Shareholders (GMS) must be made in writing and must include the following contents: full name, contact address, nationality, number of legal documents for individual shareholders; name, enterprise code or number of legal documents for institutional shareholders, Address of the head office for institutional shareholders; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire group of shareholders and the ownership percentage in the total number of shares of the company, the basis and Reasons for the request to convene the General Meeting of Shareholders (GMS). Attached to the request to convene the meeting must be documents and evidence of violations by the Board of Directors, the extent of the violation, or the decision exceeding authority. The shareholder or group of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting to convene the General Meeting of Shareholders (GMS);
- b) To examine, search, and extract the minute book and resolutions, decisions of the Board of Directors, semi-annual and annual Financial statements, reports of the Board of Supervisors, Contracts, Transactions that must be approved by the Board of Directors, and other documents, except for documents related to trade secrets and business secrets of the Company;

- c) To request the Board of Supervisors to inspect specific issues related to the Management and Operations of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, number of legal documents for individual shareholders; name, enterprise code or number of legal documents for institutional shareholders, Address of the head office for institutional shareholders; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire group of shareholders and the ownership percentage in the total number of shares of the Company; the issue to be inspected, the purpose of the inspection;
- d) To propose issues to be included in the agenda of the General Meeting of Shareholders (GMS). The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The proposal must clearly state the shareholder's name, the quantity of each class of shares held by the shareholder, and the issue proposed to be included in the meeting agenda;
- e) Other rights as prescribed by law and this Charter.

3. A shareholder or a group of shareholders owning 05% or more of the total number of common shares has the right to nominate candidates for the Board of Directors and the Board of Supervisors. The nomination of candidates for the Board of Directors and the Board of Supervisors is carried out as follows:

- a) Common shareholders forming a group to nominate candidates for the Board of Directors and the Board of Supervisors must notify the shareholders attending the meeting before the opening of the General Meeting of Shareholders (GMS);
- b) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders stipulated in this clause has the right to nominate one or several persons as decided by the General Meeting of Shareholders (GMS) to be candidates for the Board of Directors and the Board of Supervisors. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders (GMS), the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors, and other shareholders.

Điều 13. Obligations of Shareholders

Common shareholders have the following obligations:

- 1. To pay in full and on time for the shares committed to be purchased.
- 2. Not to withdraw the capital contributed by common shares from the Company in any form, except in cases where shares are repurchased by the Company or others. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, such shareholder and related persons in the Company shall be jointly and severally liable for the Debts and other financial obligations of the Company to the extent of the value of the withdrawn shares and the damages incurred.
- 3. To comply with the Company Charter and the Company's internal management regulations.

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4. To comply with the Resolutions and decisions of the General Meeting of Shareholders (GMS) and the Board of Directors.

5. To keep confidential the information provided by the Company in accordance with the Company Charter and the law; to only use the provided information to perform and protect their legitimate rights and interests; it is strictly forbidden to disseminate, copy, or send information provided by the Company to other organizations or individuals.

6. To attend the General Meeting of Shareholders (GMS) and exercise the right to vote/elect through the following forms:

- a) Attending and voting/electing directly at the meeting;
- b) Authorizing other individuals or organizations to attend and vote/elect at the meeting;
- c) Attending and voting/electing through online conferences, electronic voting, or other electronic forms;
- d) Sending Ballots/election ballots to the meeting via mail, fax, or email;

7. I will be held personally liable if, in any form, I commit any of the following acts in the name of the Company:

- a) Violation of the law;
- b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
- c) Pay off debts that are not yet due in order to mitigate financial risks to the Company.

8. Fulfill other obligations as required by applicable law.

Điều 14. General Shareholders' Meeting

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders shall meet annually once a year and within four (04) months from the end of the financial year. The Board of Directors shall decide to extend the annual General Meeting of Shareholders if necessary, but not more than six months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders shall be determined by where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Articles of Association, particularly approving the audited annual financial statements. If the audited annual financial statements of the Company contain material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm that audited the Company's financial statements to attend the Annual General Meeting of Shareholders. The representative of the approved auditing firm is obligated to attend the Company's Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a) The Board of Directors deems it necessary for the benefit of the Company;
- b) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members required by law;
- c) Upon the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law, the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders; or the request must be made in multiple copies and include the signatures of all relevant shareholders.
- d) As requested by the Board of Supervisors;
- e) Other cases as prescribed by law and these Regulations.

4. Convene an extraordinary general meeting of shareholders.

- a) The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors and members of the Board of Supervisors is as stipulated in point b, clause 3 of this Article, or upon receiving the request stipulated in points c and d, clause 3 of this Article;
- b) If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next 30 days, the Board of Supervisors shall replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in clause 3, Article 140 of the Enterprise Law;
- c) If the Board of Supervisors fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, then the shareholder or group of shareholders specified in point c, clause 3 of this Article has the right to represent the Company in convening a General Meeting of Shareholders as prescribed in clause 4, Article 140 of the Enterprise Law;

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All reasonable expenses for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

- d) The procedure for organizing a General Meeting of Shareholders is regulated by Clause 5, Article 140 of the Enterprise Law.

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

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

- a) Through the company's development strategy;
- b) Deciding on the types of shares and the total number of shares of each type authorized for sale; determining the annual dividend rate for each type of share;

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- c) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;
 - d) Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial statement;
 - e) Decision to amend and supplement the company's charter;
 - f) Through annual financial reports;
 - g) The decision is to repurchase more than 10% of the total shares sold of each class;
 - h) Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;
 - i) Decision to reorganize or dissolve the Company;
 - j) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - k) Approve and approve amendments and additions to the Internal Governance Regulations; the Regulations on the Operation of the Board of Directors and the Board of Supervisors;
 - l) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
 - m) Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discussed and approved the following matters:
- a) The company's annual business plan;
 - b) The annual financial statements have been audited;
 - c) The Board of Directors' report on the governance and performance of the Board of Directors and each individual member of the Board of Directors;
 - d) Report of the Board of Supervisors on the Company's business results, the performance of the Board of Directors and the Director;
 - e) Self-assessment report on the performance of the Board of Supervisors and its members;
 - f) Dividend rates per share for each class;
 - g) Number of members of the Board of Directors and the Board of Supervisors;
 - h) Electing, dismissing, and removing members of the Board of Directors and members of the Board of Supervisors;
 - i) Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;
 - j) Approve the list of approved auditing firms; decide which auditing firms are approved to conduct audits of the company's operations when deemed necessary;
 - k) Supplementing and amending the company's charter;
 - l) The types of shares and the number of new shares to be issued for each type of share, and the transfer of shares by founding members within the first three years from the date of establishment;
 - m) Dividing, separating, merging, consolidating, or transforming the Company;
 - n) Reorganize and dissolve (liquidate) the company and appoint a liquidator;
 - o) Decisions to invest in or sell assets worth 35% or more of the total asset value recorded in the Company's most recent financial statement;

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- p) The decision is to repurchase more than 10% of the total shares sold of each class;
- q) The Company enters into contracts and transactions with the following related parties, with a value equal to or greater than 35% of the Company's total assets as recorded in the most recent financial statement:
 - (q-1) Shareholders, authorized representatives of shareholders who are organizations owning more than 10% of the total number of common shares of the company and their related parties;
 - (q-2) Members of the Board of Directors, Directors and their related persons;
 - (q-3) Enterprises in which members of the Board of Directors, Supervisors, Directors or General Managers and other managers of the company are required to declare to the Company their related interests, including:
 - (i) Businesses in which they own or have equity stakes or shares;
 - (ii) Enterprises in which their related parties own, co-own, or individually own more than 10% of the charter capital.
- r) Approve the following transactions:
 - (r-1) Granting loans or guarantees to members of the Board of Directors, members of the Board of Supervisors, Directors (General Managers), other managers who are not shareholders and related individuals or organizations of these entities.

In cases where loans or guarantees are granted to related parties of members of the Board of Directors, members of the Board of Supervisors, Directors (General Directors), or other managers, and the public company and the organization (except for organizations that are shareholders of the public company as stipulated in Clause 2 of this Article) are companies within the same group or companies operating as a group of companies, including parent-subsidary companies, economic groups, the General Meeting of Shareholders or the Board of Directors shall approve the granting of loans or guarantees in accordance with the Company's Charter;
 - (r-2) Transactions of value of 35% or more, or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction of value of 35% or more of the total asset value recorded in the most recent financial statement between the Company and one of the following parties:
 - (i) Members of the Board of Directors, members of the Board of Supervisors, Directors, other managers and related persons of these entities;
 - (ii) Shareholders, authorized representatives of shareholders owning more than 10% of the total common shares of the company and their related parties;
 - (iii) Related enterprises as stipulated in point q3, clause 2 of this Article;
 - (r-3) Contracts, loan transactions, or asset sales transactions with a value exceeding 10% of the total asset value recorded in the most recent financial statement between the Company and shareholders owning 51% or more of the total voting shares or related parties of such shareholders.
- s) Approve the Internal Regulations on Corporate Governance, the Operating Regulations of the Board of Directors, and the Operating Regulations of the Board of Supervisors;
- t) Other matters as prescribed by law and this Charter.

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3. In case of approving contracts or transactions as stipulated in point (q) or point (r) of Clause 3 of this Article, the company's representative signing the contract or transaction must notify the Board of Directors and the Supervisor of the related parties to that contract or transaction and enclose the Draft contract or notify the main Content of the Transaction. The Board of Directors shall submit the Draft contract or Transaction or provide an Explanation of the main Content of the contract or Transaction at the General Meeting of Shareholders (GMS) or obtain Shareholders' opinions in writing. In this case, Shareholders with interests related to the parties in the contract or Transaction do not have the right to Vote; the contract or Transaction shall be approved as stipulated in Clause 2, Article 21 and Clause 8, Article 22 of this Charter.

4. All matters included in the GMS agenda must be discussed and put to a Vote at the GMS.

Điều 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders, or their authorized representatives if the Shareholder is an organization, may directly attend the meeting or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Law on Enterprises.

2. The Authorization for an individual or organization to represent and attend the General Meeting of Shareholders (GMS) as stipulated in Clause 1 of this Article must be made in writing. The Authorization document shall be prepared in accordance with civil law and must clearly state the name of the principal Shareholder, the name of the authorized individual or organization, the number of Shares authorized, the Content of Authorization, the scope of Authorization, the term of Authorization, the signature, full name (handwritten), and seal (if an organization) of the principal and the Authorized shareholder.

The Authorized shareholder attending the General Meeting of Shareholders (GMS) must submit the Authorization document when registering to attend the meeting. The Authorized shareholder may re-authorize another person with the written consent of the original principal Shareholder/authorized representative of the organizational Shareholder. This document shall be presented by the re-authorized person when attending the meeting, along with the original Authorization document from the Shareholder/authorized representative of the organizational Shareholder. The re-authorized person may not authorize another person.

3. The Voting ballot of the Authorized shareholder, within the scope of Authorization, remains valid if one of the following events occurs and the Company receives notification immediately at the Voting meeting (after the General Meeting of Shareholders (GMS) has commenced):

- a) The principal has Deceased, has restricted legal capacity, or has lost legal capacity;
- b) The principal has revoked the authorization;
- c) The principal has annulled the authority of the delegate.

This Clause does not apply if the Company receives notification of one of the above events before the scheduled opening time of the General Meeting of Shareholders (GMS) or before the meeting is reconvened.

Điều 17. Changes of rights

1. The Changes of rights or cancellation of special rights attached to a class of preference Shares shall be effective when approved by Shareholders representing 65% or more of the total Voting ballots of all Shareholders attending the meeting. A Resolution of the General Meeting of Shareholders (GMS) on Content that adversely changes the rights and Obligations of Shareholders owning preference Shares shall only be approved if assented to by preference Shareholders of the same class attending the meeting, holding 75% or more of the total preference Shares of that class, or assented to by preference Shareholders of the same class holding 75% or more of the total preference Shares of that class in case of Approval of Resolutions in the form of obtaining opinions in writing.

2. The convening of a meeting of Shareholders holding a class of preference Shares to approve the Changes of rights mentioned above shall only be valid if there are at least 02 Shareholders (or their authorized representatives) holding at least one-third (1/3) of the par value of the issued Shares of that class. If the number of representatives is insufficient as mentioned above, the meeting shall be reconvened within the next 30 days, and those holding Shares of that class (regardless of the number of persons and Shares) present in person or through authorized representatives shall be deemed to meet the required number of representatives. At such meetings of Shareholders holding preference Shares, those holding Shares of that class present in person or through representatives may request a secret ballot. Each Share of the same class shall have equal Voting rights at the aforementioned meetings.

3. The procedures for conducting such separate meetings shall be carried out similarly to the provisions in Articles 19, 20 and 21 of this Charter.

4. Unless otherwise stipulated by the terms of Share issuance, special rights attached to classes of Shares with preference rights regarding some or all matters related to Profit distribution or Assets of the Company shall not be changed when the Company issues additional Shares of the same class.

Điều 18. Convening, agenda and invitations to the GMS

1. The Board of Directors shall convene annual and extraordinary General Meetings of Shareholders (GMS). The Board of Directors shall convene extraordinary General Meetings of Shareholders (GMS) in the cases stipulated in Clause 3, Article 14 of this Charter.

2. The person convening the General Meeting of Shareholders (GMS) must perform the following tasks:

- a) Prepare the Shareholder list eligible to participate and Vote/elect at the General Meeting of Shareholders (GMS). The Shareholder list with the right to attend the GMS shall be prepared no more than 10 days before the Date of sending the Notice of convening the General Meeting of Shareholders (GMS). The Company must Announce information about the preparation of the Shareholder list eligible to attend the GMS at least 20 days before the record date;
- b) Prepare the agenda and Content of the meeting;
- c) Prepare documents for the meeting;

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- d) Draft the Resolution of the General Meeting of Shareholders (GMS) according to the proposed Content of the meeting;
- e) Determine the Time and venue of the meeting;
- f) Announce and send the Notice of convening the General Meeting of Shareholders (GMS) to all Shareholders entitled to attend;
- g) Other tasks serving the meeting.

3. The Notice of convening the General Meeting of Shareholders (GMS) shall be sent to all Shareholders by a method that ensures delivery to the Shareholders' contact Address, and simultaneously Announced on the Company's website and The State Securities Commission, The Stock Exchange, where the Company's Shares are listed or registered for trading. The person convening the GMS must send the Notice of convening the General Meeting of Shareholders (GMS) to all Shareholders in the Shareholder list entitled to attend at least 21 days before the opening Date of the meeting, calculated from the Date the notice is validly sent or transmitted. The GMS agenda and documents related to the matters to be put to a Vote 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 convening the General Meeting of Shareholders (GMS), the Notice of convening the General Meeting of Shareholders (GMS) must clearly state the link to all meeting documents so that Shareholders can access them, including:

- a) Meeting agenda, documents used in the meeting;
- b) Shareholder list and detailed information of candidates in case of election of Member of the Board of Directors, Member of the Board of Supervisors;
- c) Voting ballot/election ballot;
- d) Draft Resolution for each matter on the agenda.

4. Shareholders or groups of Shareholders as stipulated in Clause 2, Article 12 of this Charter have the right to propose matters to be included in the GMS agenda. The proposal must be in writing and must be sent to the Company at least 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 ID card, Identity Card, Passport or other legal personal identification for individual Shareholders; name, enterprise code or establishment decision number, Address of the head office for organizational Shareholders; the class of Shares held by that Shareholder, and the matter proposed for inclusion in the agenda.

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

- a) The proposal is sent against the regulations of Clause 4 of this Article;
- b) At the time of the proposal, the Shareholder or group of Shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 12 of this Charter;
- c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders (GMS);
- d) Other cases as prescribed by law and this Charter.

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

Điều 19. Conditions for opening the GMS

1. The General Meeting of Shareholders (GMS) shall be conducted when the number of Shareholders attending represents more than 50% of the total Voting ballots.

2. If the first meeting does not meet the Conditions for opening the GMS as stipulated in Clause 1 of this Article, the Notice of convening the General Meeting of Shareholders (GMS) for the second time shall be sent within 30 days from the Date of the scheduled first meeting. The second General Meeting of Shareholders (GMS) shall be conducted when the number of Shareholders attending represents 33% or more of the total Voting ballots.

3. In case the second meeting does not meet the conditions for being held as prescribed in Clause 2 of this Article, the notice of the third meeting must be sent within 30 days from the date intended for the second meeting. The third GMS shall be held regardless of the total number of voting ballots of the attending Shareholders.

Điều 20. Procedures for carrying out and voting at the GMS

1. Before opening the meeting, the Company must conduct the shareholder registration procedure and must carry out the registration until all Shareholders entitled to attend the meeting have registered, following the sequence below:

a) When conducting shareholder registration, the Company shall issue to each Shareholder or authorized representative with voting rights a voting card/ballot/voting ballot, on which the registration number, the full name of the Shareholder, the full name of the authorized representative, and the number of voting ballots/voting ballots of that Shareholder are recorded. The GMS shall discuss and vote on each issue in the meeting agenda. Voting shall be conducted by voting in favor, against, or abstaining. The Vote Counting Result shall be Announced by the Chairperson/Ballot Counting Committee immediately before the closing of the meeting. The GMS shall elect the persons responsible for counting or supervising the counting of votes as proposed by the Chairperson. The number of members of the Ballot Counting Committee shall be decided by the GMS based on the proposal of the meeting Chairperson;

b) Shareholders, authorized representatives of institutional Shareholders, or authorized persons arriving after the meeting has opened have the right to register immediately and then have the right to participate and vote/elect at the meeting immediately after registration. The Chairperson is not responsible for stopping the meeting to allow late-arriving Shareholders to register, and the validity of the contents already voted/elected previously shall not change.

2. The election of the Chairperson, secretary, Board of Supervisors/Delegate eligibility verification committee, and Ballot Counting Committee is prescribed as follows:

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- a) The CHAIRMAN 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 GMS convened by the Board of Directors. In case the Chairperson is absent or temporarily unable to work, the remaining Members of the Board of Directors shall elect one among them to act as the Chairperson of the meeting based on the majority principle. In case a Chairperson cannot be elected, the Head of the Board of Supervisors shall preside over the GMS to elect the meeting Chairperson from among the participants, and the person with the highest number of votes shall act as the meeting Chairperson;
 - b) Except for the case prescribed in Point a of this Clause, the person who signed the notice to convene the GMS shall preside over the GMS to elect the meeting Chairperson, and the person with the highest number of votes shall act as the meeting Chairperson;
 - c) The Chairperson shall appoint one or more persons as meeting secretaries;
 - d) The GMS shall elect one or more persons to the Ballot Counting Committee as proposed by the meeting Chairperson.
3. The agenda and Content of the meeting must be approved by the GMS during the opening session. The agenda must clearly and specifically define the time for each issue in the meeting agenda.
4. The meeting Chairperson has the right to implement necessary and reasonable measures to conduct the GMS in an orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of participants.
- a) Arrange seating at the GMS location;
 - b) Ensure Safety for all persons present at the meeting locations;
 - c) Create conditions for Shareholders to attend (or continue to attend) the meeting. The person convening the GMS has full authority to change the aforementioned measures and apply all necessary measures. The applied measures may include issuing admission tickets or using other selection forms.
5. The person convening the meeting or the GMS Chairperson has the following rights:
- a) Request all participants to undergo inspection or other lawful and reasonable security measures;
 - b) Request competent authorities to maintain order at the meeting; expel from the GMS those who do not comply with the Chairperson's management authority, intentionally disrupt order, hinder the normal progress of the meeting, or do not comply with security inspection requirements.
6. The Chairperson has the right to postpone the GMS that has sufficient registered participants for a maximum of 03 working days from the intended opening date and may only postpone the meeting or change the meeting location in the following cases:
- a) The current location does not have adequate convenient seats for all participants;

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b) Information facilities at the meeting location do not ensure that attending Shareholders can participate, discuss, and vote;

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

7. In case the Chairperson postpones or temporarily suspends the GMS contrary to the provisions of Clause 6 of this Article, the GMS shall elect another person from among the participants to replace the Chairperson in managing the meeting until its conclusion; all resolutions passed at that meeting shall be legally effective.

8. In case the Company applies modern technology to organize the GMS via online meeting, the Company is responsible for ensuring that Shareholders can attend and vote via electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Điều 21. Form and Conditions for ratification of resolutions of the GMS

1. The GMS shall pass resolutions under its authority by voting at the meeting or by collecting written opinions.

2. The GMS shall pass resolutions by voting at the meeting (including meetings organized online) regarding the following contents:

a) Amending and supplementing the Charter;

b) Development orientations of the company;

c) Types of Shares and total number of Shares of each type;

d) Elect, relieve from duty, remove members of the Board of Directors and the Board of Supervisors;

đ) Decision on investment or sale of Assets with a value of 35% or more of the total value of Assets recorded in the latest Financial statements of the company;

e) Approval of annual Financial statements;

f) Reorganization, Dissolution of the company.

g) Approval of the dividend rate for each Share of each type.

3. A Resolution of the GMS regarding the following content shall be passed when it is approved by Shareholders representing sixty-five percent (65%) or more of the total voting ballots of all Shareholders attending and voting at the meeting, except for cases prescribed in Clause 4, Clause 5, Clause 6 of this Article and Clause 8, Article 22 of this Charter:

a. Types of Shares and total number of Shares of each type;

b. Change of business lines and fields of the Company;

c. Change of the Company's management organizational structure;

d. Investment Project implementation or sale of Assets with a value of 35% or more of the total value of Assets recorded in the latest Financial statements of the Company;

đ. Reorganization, Dissolution of the Company;

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4. Other resolutions shall be passed when approved by Shareholders owning over fifty percent (50%) of the total voting ballots of all Shareholders attending and voting at the meeting, except for cases prescribed in Clause 3, Clause 5, Clause 6 of this Article and Clause 8, Article 22 of this Charter.

5. The election of members of the Board of Directors and the Board of Supervisors must be carried out by the cumulative voting method, whereby each Shareholder has a total number of voting ballots corresponding to the total number of Shares owned multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors, and the Shareholder has the right to accumulate all or part of their total voting ballots for one or more Nominees. The elected member of the Board of Directors or Supervisor is determined by the number of votes calculated from high to low, starting from the Nominee with the highest number of votes until the number of members prescribed in the Charter is reached. In case there are 02 or more Nominees achieving the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election shall be conducted among the Nominees with the same number of votes or selection shall be made according to the criteria prescribed in the Company's election regulations.

6. A Resolution of the GMS regarding content that changes the rights and obligations of Shareholders owning preference Shares in a disadvantageous manner shall only be passed if approved by Shareholders owning 75% or more of the total preference Shares of that type voting in favor at the GMS or by collecting written opinions.

7. Resolutions of the GMS passed by 100% of the total Shares with voting rights are legal and effective even if the order and procedures for convening the meeting and passing that resolution violate the provisions of the Law on Enterprises and the Charter.

Điều 22. Authority and procedures for collection of written opinions in order to pass a resolution of the General Meeting of Shareholders

Authority and procedures for collection of written opinions in order to pass a resolution of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to collect written opinions from Shareholders to pass a resolution of the GMS when deemed necessary for the interests of the Company regarding all issues under the authority of the GMS prescribed in Article 15 of this Charter, except for issues that must be passed by voting at the meeting as prescribed in Clause 2, Article 21 of this Charter.

2. The Board of Directors must prepare ballot papers, draft resolutions of the General Meeting of Shareholders, explanatory documents for the draft resolutions and send them to all shareholders with voting rights no later than ten (10) days before the deadline for returning the ballot papers. The requirements and methods for sending ballot papers and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The feedback form must include the following key information:

a. Name, registered office address, and business registration number;

b. Purpose of soliciting opinions;

c. Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and head office address of the organization shareholder; or full name, contact address, nationality, and legal document number of the representative of the organization shareholder;

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number of shares of each class and voting rights of the shareholder;

d. Issues requiring consultation before a decision can be made;

d. The voting options include "agree," "disagree," and "no opinion" for each issue being considered;

e. Election plan (if any);

f. Deadline for returning the answered feedback forms to the Company;

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

4. Shareholders may submit their completed opinion ballots to the Company by mail, fax, or email in accordance with the following regulations:

a. In the case of mailing, the answered opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion ballots sent to the Company must be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;

b. In case of sending by fax or email, the opinion poll forms sent to the Company must be kept confidential until the time of vote counting;

c. Opinion ballots sent to the Company after the deadline specified in the ballot, or that have been opened in the case of mail submissions or disclosed in the case of fax or email submissions, are invalid. Unsubmitted ballots will be considered as non-voting ballots.

5. The Board of Directors shall count the votes and prepare a vote counting report in the presence of the Board of Supervisors or shareholders who do not hold management positions in the Company. The vote counting report must include the following main contents:

a. Name, registered office address, and business registration number of the Company;

b. The purpose and issues requiring consultation for the resolution's adoption;

c. The number of shareholders and the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots, along with an appendix listing the shareholders who participated in the vote;

d. The total number of votes in favor, against, and abstentions for each issue;

d. The issue has been approved and the corresponding percentage of votes in favor;

e. Full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote count minutes and resolutions must be sent to shareholders within 15 days of the completion of the vote count. Sending the vote count minutes and resolutions may be replaced by posting them on the Company's website within 24 hours of the completion of the vote count.

7. The completed ballots, vote counting records, adopted resolutions, and related documents accompanying the ballots must all be kept at the Company's head office.

8. Resolutions adopted by written shareholder consultation are approved by shareholders holding more than fifty percent (50%) of the total voting rights of all shareholders entitled to vote, and

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are as valid as resolutions adopted at a General Meeting of Shareholders, except as provided in Clause 5 of Article 21 of these Charters.

Điều 23. Resolutions and Minutes of the Shareholders' General Meeting

1. Shareholders' General Meetings must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be in Vietnamese, and may also be in a foreign language, and must include the following main contents:

- a) Name, registered office address, business registration number;
- b) Time and location of the Shareholders' General Meeting;
- c) Meeting agenda and content;
- d) The names of the chairperson and secretary;
- e) Summarize the proceedings and statements made at the General Shareholders' Meeting on each item on the agenda;
- f) The number of shareholders and the total number of voting shares of shareholders attending the meeting, the appendix listing registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
- g) The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes, and the corresponding percentage of the total votes cast by participating shareholders;
- h) Summarize the number of votes for each candidate (if applicable);
- i) The issues were approved and the corresponding percentage of votes were cast in favor;
- j) The full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid only if signed by all other members of the Board of Directors present at the meeting and containing all the information as stipulated in this clause. The meeting minutes shall clearly state the chairperson's or secretary's refusal to sign.

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

3. Minutes drawn up in both Vietnamese and foreign languages have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese minutes shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's head office.

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Điều 24. Request to annul the Shareholders' General Meeting Resolution

Within 90 days from the date of receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote count results of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 115 of the Enterprise Law has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and the company's charter, except as stipulated in Clause 7, Article 21 of this Charter.
2. The content of the resolution violates the law or these Statutes.

In the event that a shareholder or group of shareholders requests the Court or Arbitration Tribunal to annul a resolution of the General Meeting of Shareholders as stipulated in Article 151 of the Enterprise Law, that resolution shall remain in effect until the decision of the Court or Arbitration Tribunal takes effect, except in cases where interim measures are applied by a competent authority.

VII. BOARD OF DIRECTORS

Điều 25. Nomination and candidacy for Board of Directors members.

1. Once candidates for the Board of Directors have been identified, the Company must publish information related to these candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that must be published includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);
- e) The benefits relate to the Company and its related parties;
- f) Other information (if any) as stipulated in the company's charter;

The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests in the candidate's Board of Directors (if any).

2. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter. Shareholders holding common shares have the right to combine their voting rights to nominate candidates for the Board of Directors.

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Shareholders or groups of shareholders holding 05% or more of the total number of common shares have the right to nominate or stand for election as members of the Board of Directors. Shareholders or groups of shareholders holding from 05% to 10% of the total number of common shares may nominate one (01) candidate; from over 10% to less than 50% may nominate a maximum of two (02) candidates; from 50% or more may nominate the full number of candidates expected for the Board of Directors as determined at each specific term according to the documents for the General Meeting of Shareholders.

3. In case the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce more candidates or organize nominations in accordance with the Charter, Internal Regulations on Corporate Governance, and the Regulations on Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly Announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Charter. Specifically as follows:

Members of the Board of Directors must meet the following standards and conditions:

- a) Not falling into the cases specified in Clause 2, Article 17 of the Law on Enterprises;
- b) Possessing professional Qualification and experience in business management or in the business lines, sectors, or trades of the Company, and not necessarily being a Shareholder of the Company;
- c) A member of the Board of Directors may concurrently be a member of the Board of Directors or a member of the Board of Members of another company, but may only concurrently be a member of the Board of Directors or Board of Members at a maximum of 05 other companies.

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

1. The number of members of the Board of Directors is from 03 to 07 persons. The number of members of the Board of Directors will be determined specifically for each term of the Board of Directors.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and they may be re-elected for an unlimited number of terms. In case all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

3. The composition of the Board of Directors is as follows:

The composition of the Board of Directors of a public company must ensure compliance with the regulations below, and the Company shall minimize the number of members of the Board of Directors concurrently holding executive positions in the Company to ensure the independence of the Board of Directors.

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- a. There shall be at least 01 non-executive member in case the company has from 03 to 05 members of the Board of Directors;
 - b. There shall be at least 02 non-executive members in case the company has from 06 to 08 members of the Board of Directors;
 - c. There shall be at least 03 non-executive members in case the company has from 09 to 11 members of the Board of Directors.
4. A member of the Board of Directors shall no longer hold the status of a member of the Board of Directors in case they are relieved from duty, removed, or replaced by the General Meeting of Shareholders in accordance with the law and this Charter.
- 4.1 The General Meeting of Shareholders shall relieve a member of the Board of Directors from duty in the following cases:
- a. Not having sufficient standards and conditions to serve as a member of the Board of Directors as prescribed in Clause 4, Article 25 of the Charter;
 - b. Having submitted a resignation letter which has been accepted;
 - c. Suffering from mental disorders and the Board of Directors has professional evidence proving that the person no longer has the capacity for civil acts;
 - c. According to the Decision of the General Meeting of Shareholders.
- 4.2 The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:
- a. Failing to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
 - b. Providing dishonest personal information when submitting it to the Company as a candidate for the Board of Directors;
 - c. Violating the Responsibilities of a Manager of the Company under Article 165 of the Law on Enterprises or other provisions of the Law on Enterprises and the Charter;
 - d. Other cases as per the Resolution of the General Meeting of Shareholders.
5. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
- The number of members of the Board of Directors is reduced by more than one-third compared to the number prescribed in the Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third. In other cases, the General Meeting of Shareholders shall elect new members to replace the members of the Board of Directors who have been relieved from duty or removed at the nearest meeting.
6. The appointment, relief from duty, removal, and replacement of members of the Board of Directors must be Announced in accordance with the law on information disclosure on the Securities Market.

Điều 27. Rights and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, having full authority on behalf of the Company to decide and exercise the rights and obligations of the company, except for the rights and obligations under the Authority of the General Meeting of Shareholders.

2. The Rights and obligations of the Board of Directors are prescribed by law, the Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

- a) Decision on the strategy, medium-term development plan, and annual business plan of the Company;
- b) Recommendation on the types of Shares and the total number of Shares of each type authorized to be offered;
- c) Decision on the sale of unsold Shares within the scope of the number of Shares of each type authorized to be offered; decision on raising additional capital in other forms;
- d) Decision on the selling price of Shares and bonds of the Company;
- e) Decision on the redemption of Shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
- f) Decision on investment plans; and Decision on investment, investment Projects, or the sale of Assets with a value of less than 35% of the total value of Assets recorded in the most recent Financial statements of the Company; Proactively selecting and approving investment plans to submit to the General Meeting of Shareholders for Decision;
- g) Decision on solutions for Market development, marketing, and technology;
- h) Approval of Contracts for purchase, sale, borrowing, lending, and other Contracts and Transactions with a value of 10% or more of the Charter capital of the Company, except for Contracts and Transactions under the Authority of the General Meeting of Shareholders as prescribed in point (o), point (q), and point (r) of Clause 2, Article 15 of this Charter;
- i) Approval of Transactions with a value of less than 35% or Transactions resulting in a total value of Transactions arising within 12 months from the date of the first Transaction with a value of less than 35% of the total value of Assets recorded in the most recent Financial statements between a public company and one of the following subjects:
 - Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director), other Managers, and affiliated persons of these subjects;
 - Shareholders, authorized representatives of Shareholders owning over 10% of the total ordinary share capital of the company and their affiliated persons;
 - Enterprises related to the subjects prescribed in Clause 2, Article 164 of the Law on Enterprises;

In this case, the representative of the company signing the Contract or Transaction must notify the members of the Board of Directors and the Member of the Board of Supervisors about the related subjects regarding that Contract or Transaction and attach the Draft Contract or the main Content of the Transaction. The Board of Directors shall decide on the approval of the Contract or Transaction within 15 days from the date of receiving the notice; members of the Board of Directors who have related interests in the parties to the Contract or Transaction do not have the right to Voting.

- j) Investments not included in the business plan and budget exceeding 10% of the annual business plan and budget value;
- k) Elect, relieve from duty, remove the President of the Board of Directors; Appoint, relieve from duty, sign Contracts, terminate Contracts with the Director, appoint or relieve from duty the Deputy Director, Chief Accountant, and decide on the salary, bonuses, and other benefits of those persons; appoint authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and decide on the remuneration and other benefits of those persons;
- l) Supervising and directing the Director and other Managers in the daily business Operations of the Company;
- m) Decision on the organizational structure, internal Management Regulations of the Company, decision on the establishment of Subsidiaries, branches, representative offices, and the contribution of capital or purchase of Shares of other enterprises;
- n) Approving the program and Content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or collecting opinions for the General Meeting of Shareholders to pass Resolutions;
- o) Submitting the annual Auditing Financial statements to the General Meeting of Shareholders;
- p) Recommending the dividend payout ratio; deciding on the time limit and procedures for dividend payment or handling losses arising during business Operations; Executing dividend payments to Shareholders in accordance with the law after being approved by the annual General Meeting of Shareholders;
- q) Recommending the reorganization or Dissolution of the Company; requesting the Bankruptcy of the Company;
- r) Decision on issuing the Regulations on Operation of the Board of Directors and the Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; Regulations on information disclosure of the company;
- s) Requesting the Director, Deputy Director, and other Managers in the Company to provide information and documents on the Financial situation and business Operations of the Company and of units within the Company.
Managers are required to provide timely, complete, and accurate information and documents at the request of a Member of the Board of Directors.
- t) Other rights and obligations as stipulated by the Law on Enterprises, the Law on Securities, other legal provisions, and the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders (GMS) on the results of the Activities of the Board of Directors as stipulated in Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of a number of articles of the Law on Securities.

Điều 28. Remunerations, bonuses and other benefits of members of the Board of Directors

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

2. Members of the Board of Directors are entitled to work remunerations and bonuses. Work remunerations are 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 amount of remunerations and bonuses for the Board of Directors shall be decided by the General Meeting of Shareholders (GMS) at the annual meeting.
3. The remuneration of each Member of the Board of Directors shall be included in the Company's business Cost as stipulated by the law 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 (GMS) at the annual meeting.
4. A Member of the Board of Directors holding an Executive Position or a Member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks 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 per instance, salary, commission, Percentage of Profit, or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors have the right to be reimbursed for all travel, accommodation, and other reasonable Costs they have incurred while performing their Responsibilities as a Member of the Board of Directors, including Costs incurred in attending meetings of the General Meeting of Shareholders (GMS), the Board of Directors, or sub-committees of the Board of Directors.
6. Members of the Board of Directors may be purchased liability Insurance by the Company after obtaining the Approval of the General Meeting of Shareholders (GMS). This Insurance does not cover liabilities of Members of the Board of Directors related to violations of the law and the Company Charter.

Điều 29. CHAIRMAN OF THE BOARD OF DIRECTORS

1. The President of the Board of Directors shall be elected, relieved of duty, or dismissed by the Board of Directors from among its members.
2. The President of the Board of Directors shall not concurrently hold the Position of Director.
3. The President of the Board of Directors has the following Rights and obligations:
 - a) To prepare the program and plan for the Activities of the Board of Directors;
 - b) To prepare the agenda, Content, and documents for meetings; to convene, preside over, and chair meetings of the Board of Directors;
 - c) To organize the Approval of Resolutions and Decisions of the Board of Directors;
 - d) To supervise the implementation of Resolutions and Decisions of the Board of Directors;
 - e) To chair meetings of the General Meeting of Shareholders (GMS);
 - f) Other rights and obligations as stipulated by the Law on Enterprises and this Charter.
4. If the President of the Board of Directors resigns or is relieved of duty or dismissed, the Board of Directors must elect a replacement within 10 days from the Date of receiving the resignation letter or from the Date of being relieved of duty or dismissed.

5. If the President of the Board of Directors is absent or unable to perform their duties, they must authorize another Member in writing to exercise the Rights and obligations of the President of the Board of Directors in accordance with the principles stipulated in the Company Charter. If there is no authorized person or if the President of the Board of Directors is Deceased, missing, temporarily detained, serving a prison sentence, serving an administrative measure at a compulsory drug rehabilitation center, compulsory education institution, has fled from their place of residence, has their civil act capacity restricted or lost, has difficulties in perception or controlling their behavior, or is prohibited by a Court from holding a Position, practicing a profession, or performing a certain job, the remaining members shall elect one person from among themselves to hold the Position of President of the Board of Directors by a majority vote of the remaining members until a new Decision of the Board of Directors is issued.

Điều 30. Meetings of the Board of Directors

1. The President of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the Date of conclusion of the election of that Board of Directors. This meeting shall be convened and chaired by the Member with the highest number of votes or the highest Percentage of votes. If there are multiple members with the highest and equal number of votes or Percentage of votes, the members shall elect by majority vote to choose 01 person among them to convene the meeting of the Board of Directors.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.

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

- a) At the proposal of the Board of Supervisors;
- b) At the proposal of the Director or at least 05 other Managers (including Managers appointed by the Director);
- c) At the proposal of at least 02 Members of the Board of Directors.

4. The proposal stipulated in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and Decisions falling under the authority of the Board of Directors.

5. The President of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the Date of receiving the proposal stipulated in Clause 3 of this Article. If the President of the Board of Directors fails to convene a meeting of the Board of Directors as requested, they shall be responsible for any damages incurred by the Company; the proposing person has the right to replace the President of the Board of Directors in convening the meeting of the Board of Directors.

6. The President of the Board of Directors or the person convening the meeting of the Board of Directors must send a notice of meeting at least 03 working days before the meeting Date. The notice of meeting must specify the time and place of the meeting, the agenda, issues for

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discussion, and Decisions. The notice of meeting must be accompanied by documents to be used at the meeting and the Member's Ballot.

The notice of meeting of the Board of Directors may be sent by invitation letter, Telephone, fax, electronic means, or other methods stipulated by the Company Charter and ensuring delivery to the contact Address of each Member of the Board of Directors registered with the Company.

7. The President of the Board of Directors or the convener shall send the notice of meeting and accompanying documents to the Members of the Board of Supervisors as for the Members of the Board of Directors.

Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; they have the right to discuss but not to Vote.

8. A meeting of the Board of Directors shall be conducted 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 members present, a second meeting shall be convened within 07 days from the Date of the first scheduled meeting. In this case, the meeting shall be conducted if more than half of the Members of the Board of Directors are present.

9. A Member of the Board of Directors shall be 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 and Vote as stipulated in Clause 11 of this Article;
- c) Attending and Voting via online conference, electronic Ballot, or other electronic forms;
- d) Sending a Ballot to the meeting via mail, fax, or email;

10. In case of sending a Ballot to the meeting via mail, the Ballot must be enclosed in a sealed envelope and must be delivered to the President of the Board of Directors at least 01 hour before the opening. The Ballot shall only be opened in the presence of all attendees.

11. Voting

- a) Except for the provision in Point b, Clause 11, Article 30, each Member of the Board of Directors or authorized person as stipulated in Clause 9 of this Article personally present at the meeting of the Board of Directors shall have one (01) Vote;
- b) A Member of the Board of Directors shall not Vote on Contracts, Transactions, or proposals in which that Member or an Affiliated person of that Member has an interest, and such interest conflicts or may conflict with the interests of the Company. A Member of the Board of Directors shall not be counted towards the minimum Percentage of members present required to hold a meeting of the Board of Directors for Decisions on which that Member has no right to Vote;
- c) As stipulated in Point d, Clause 11 of this Article, when an issue arises at the meeting related to the interest or Voting right of a Member of the Board of Directors, and that Member does not voluntarily waive their Voting right, the ruling of the chairperson shall be the final Decision, unless the nature or scope of the related interest of the Member of the Board of Directors has not been fully Announced;

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- d) A Member of the Board of Directors benefiting from a Contract stipulated in Points a and b, Clause 6, Article 43 of this Charter shall be deemed to have a significant interest in that Contract;
- e) A Supervisor has the right to attend meetings of the Board of Directors, has the right to discuss but not to Vote.

12. A Member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that they have an interest therein has the responsibility to disclose this interest at the first meeting of the Board of Directors that discusses the signing of this contract or transaction. In case a Member of the Board of Directors does not know that they and their Affiliated persons have an interest at the time the contract or transaction is signed with the Company, this Member of the Board of Directors must disclose the relevant interests at the first meeting of the Board of Directors held after this member becomes aware that they have an interest or will have an interest in the aforementioned transaction or contract.

13. Members must fully attend meetings of the Board of Directors. A member may authorize another person to attend the meeting and participate in Voting if approved by a majority of the members of the Board of Directors.

14. A Resolution or Decision of the Board of Directors is passed if approved by a majority of the members attending the meeting; in case of a tie, the final decision belongs to the side with the opinion of the CHAIRMAN OF THE BOARD OF DIRECTORS.

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

A Resolution in the form of written consultation is passed based on the approval of a majority of the members of the Board of Directors with the right to participate in Voting. This Resolution has the same effect and validity as a resolution passed at a meeting.

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

- a) Hear each other member of the Board of Directors participating in the meeting speak;
- b) Speak with all other attending members simultaneously. The discussion between members can be conducted directly via Telephone or by other means of communication or a combination of these methods. A Member of the Board of Directors participating in such a meeting is considered to be "present" at that meeting. The location of the meeting organized under this provision is the location where the largest number of members of the Board of Directors are present, or the location where the Chairperson of the meeting is present.

Decisions passed in a meeting via Telephone that is organized and conducted in a lawful manner are effective immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

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17. The CHAIRMAN OF THE BOARD OF DIRECTORS is responsible for sending the minutes of the Board of Directors meeting to the members, and such minutes are authentic evidence of the work conducted in the meeting unless there is an objection to the Content of the minutes within ten (10) days from the Date of sending. The minutes of the Board of Directors meeting shall be prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairperson and the person recording the minutes.

Điều 31. Sub-committees of the Board of Directors

1. The Board of Directors may establish sub-committees to be in charge of development Policies, personnel, remuneration, internal Auditing, and risk Management. The number of members of a sub-committee shall be decided by the Board of Directors and shall have a minimum of 03 people, including members of the Board of Directors and external members. Non-executive Directors should account for the majority in the sub-committee, and one of these members shall be appointed as the Head of the sub-committee according to the Decision of the Board of Directors. The Operations of the sub-committee must comply with the regulations of the Board of Directors. A Resolution of the sub-committee is only effective when a majority of members attend and vote to pass it at the sub-committee meeting.

2. The implementation of a Decision of the Board of Directors, or of a sub-committee under the Board of Directors, must comply with current legal regulations and the provisions of the Company Charter and the Internal Regulations on Corporate Governance.

Điều 32. Corporate governance officer

1. The Board of Directors of the Company must appoint at least 01 corporate governance officer to support Corporate governance work at the enterprise. The corporate governance officer may concurrently serve as the Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.

2. The corporate governance officer must not simultaneously work for an approved Auditing organization that is performing an audit of the Financial statements of the Company.

3. The corporate governance officer has the following rights and Responsibilities:

- c) Advising the Board of Directors in organizing the General Meeting of Shareholders (GMS) in accordance with regulations and related work between the Company and Shareholders;
- d) Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders (GMS) at the request of the Board of Directors or the Board of Supervisors;
- e) Advising on meeting procedures;
- f) Attending meetings;
- g) Advising on procedures for drafting Resolutions of the Board of Directors in accordance with the provisions of the law;
- h) Providing Financial statements, copies of minutes of Board of Directors meetings, and other information to members of the Board of Directors and members of the Board of Supervisors;
- i) Supervising and reporting to the Board of Directors on the Company's information disclosure activities;

- j) Acting as a contact point with related parties;
- k) Maintaining confidentiality of information in accordance with the provisions of the law and the Company Charter;
- l) Other rights and Responsibilities as prescribed by law and this Charter.

VIII. DIRECTOR AND OTHER EXECUTIVES

Điều 33. Organization of the Board of Management

The Board of Management of the Company must ensure that the Board of Management is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the daily business Operations of the Company. The Company has a Director, Deputy Directors, a Chief Accountant, and other management titles appointed by the Board of Directors. The appointment, dismissal, and removal of the aforementioned titles must be passed by a Resolution or Decision of the Board of Directors.

The Managers of the Company include the CHAIRMAN OF THE BOARD OF DIRECTORS, members of the Board of Directors, the Director, and individuals holding other management titles appointed by the Board of Directors, including Deputy Directors and the Chief Accountant.

Điều 34. Board of Management

1. The Executives of the Company include the Director, Deputy Directors, and the Chief Accountant.
2. Upon the proposal of the Director and with the approval of the Board of Directors, the Company may recruit other executives with a number and standards suitable to the structure and management regulations of the Company as prescribed by the Board of Directors. Board of Management must have the responsibility to support the Company in achieving the set goals in Operations and organization.
3. The Director is paid a salary and bonus. The salary and bonus of the Director are decided by the Board of Directors.
4. The salary of an executive is included in the business Cost of the Company in accordance with the law on corporate income tax, is shown as a separate item in the annual Financial statements of the Company, and must be reported to the General Meeting of Shareholders (GMS) at the annual meeting.

Điều 35. Appointment, dismissal, rights, and Responsibilities of the Director

1. The Board of Directors appoints 01 member of the Board of Directors or hires another person as the Director.
2. The Director is the person who manages the daily business Operations of the Company; is subject to the supervision of the Board of Directors; and is responsible to the Board of Directors and before the law for the performance of assigned rights and Responsibilities.
3. The term of the Director is no more than 05 years and may be re-appointed for an unlimited number of terms. The Director must meet the standards and conditions prescribed by law and the Company Charter.

4. The Director has the following rights and Responsibilities:

- a) Deciding on matters related to the daily business Operations of the Company that do not fall under the authority of the Board of Directors;
- b) Organizing the implementation of Resolutions and Decisions of the Board of Directors;
- c) Organizing the implementation of the business plan and investment plan of the Company;
- d) Proposing the organizational structure and internal management regulations of the Company;
- e) Appointing, dismissing, and removing management titles in the Company, except for titles under the authority of the Board of Directors;
- f) Deciding on salaries and other benefits for employees in the Company, including managers under the appointment authority of the Director;
- g) Recruiting employees;
- h) Proposing plans for dividend payment or handling of business losses;
- i) Other rights and Responsibilities as prescribed by law, the Company Charter, and Resolutions and Decisions of the Board of Directors.

5. The Board of Directors may dismiss the Director when a majority of the members of the Board of Directors with the right to participate in Voting attending the meeting approve and appoint a new Director as a replacement.

Điều 36. Company Secretary

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

- a) Assisting in organizing the convening of the General Meeting of Shareholders (GMS) and Board of Directors meetings; recording meeting minutes;
- b) Assisting members of the Board of Directors in exercising their assigned rights and Responsibilities;
- c) Assisting the Board of Directors in applying and implementing Corporate governance principles;
- d) Assisting the company in building shareholder relations and protecting the legitimate rights and interests of Shareholders; complying with the obligation to provide information, disclose information, and administrative procedures.
- e) Other rights and obligations as prescribed in the Company Charter and Internal Regulations on Corporate Governance.

IX. BOARD OF SUPERVISORS

Điều 37. Nomination and self-nomination of members of the Board of Supervisors (Supervisors)

1. The nomination and self-nomination of members of the Board of Supervisors shall be carried out similarly to the provisions in Clause 1, Article 25 of this Charter. Shareholders holding shares with voting rights have the right to aggregate their voting rights to nominate Supervisors. Shareholders or groups of shareholders owning 05% or more of the total common shares have

the right to nominate or self-nominate members of the Board of Supervisors. Shareholders or groups of shareholders holding from 05% to 10% of the total voting shares are entitled to nominate one (01) candidate; from over 10% to less than 50% are entitled to nominate a maximum of two (02) candidates; from 50% or more are entitled to nominate the full number of candidates expected for the Board of Supervisors as determined for each specific term according to the GMS meeting documents.

2. In case the number of candidates for the Board of Supervisors through nomination and self-nomination is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Regulations on Operation of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly announced before the GMS votes to elect members of the Board of Supervisors in accordance with the law.

Điều 38. Composition of the Board of Supervisors

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

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

- a. Working in the accounting or finance department of the Company;
- b. Being a member or employee of an independent auditing firm performing audits of the Company's financial statements in the 03 preceding consecutive years.

3. Members of the Board of Supervisors shall be dismissed in the following cases:

- a. No longer meeting the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;
- b. Submitting a resignation letter which is accepted;
- c. Suffering from mental disorders and other members of the Board of Supervisors have professional evidence proving that the person no longer has the capacity for civil acts;
- d. According to the decision of the GMS;

4. Members of the Board of Supervisors shall be removed from office in the following cases:

- a. Failing to complete assigned tasks or duties;
- b. Failing to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;
- c. Repeatedly violating or seriously violating the obligations of members of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;
- d. Providing dishonest personal information when submitting as a candidate for the Board of Supervisors;

e. Other cases as per the resolution of the GMS.

Điều 39. Head of the Board of Supervisors

1. The Head of the Board of Supervisors shall be elected by the Board of Supervisors from among its members; the election, dismissal, and removal from office shall be based on the majority principle. The Board of Supervisors must have more than half of its members residing in Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the majors: economics, finance, accounting, auditing, law, business administration, or other majors relevant to the business operations of the enterprise.

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

- a) Convening meetings of the Board of Supervisors;
- b) Requesting the Board of Directors, the Director, and other executives to provide relevant information to report to the Board of Supervisors;
- c) Preparing and signing the report of the Board of Supervisors after consulting with the Board of Directors to submit to the GMS.

Điều 40. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

- 1. Proposing and recommending the GMS to approve the list of auditing firms accepted to audit the Company's Financial statements; deciding on the auditing firm accepted to inspect the Company's operations, and dismissing the accepted auditor when deemed necessary.
- 2. Being responsible to shareholders for its supervisory activities.
- 3. Supervising the Financial situation of the Company, and the compliance with the law in the activities of members of the Board of Directors, the Director, and other managers.
- 4. Ensuring coordination with the Board of Directors, the Director, and shareholders.
- 5. In case of detecting violations of the law or the Company Charter by members of the Board of Directors, the Director, and other Board of Management, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to cease the violation and have solutions to remedy the consequences.
- 6. Developing the Regulations on Operation of the Board of Supervisors and submitting them to the GMS for approval.
- 7. Reporting at the GMS 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. Having the right to access records and documents of the Company kept at the head office, branches, and other locations; having the right to visit the workplaces of the Company's managers and employees during working hours.

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9. Having the right to request the Board of Directors, members of the Board of Directors, the Director, and other managers to provide full, 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.

Điều 41. Meetings of the Board of Supervisors

1. The Board of Supervisors must meet at least 02 times per year, with at least 2/3 of the members of the Board of Supervisors attending. Minutes of the meetings of the Board of Supervisors shall be prepared in detail and clearly. The minute-taker and the members of the Board of Supervisors attending the meeting must sign the meeting minutes. The meeting minutes of the Board of Supervisors must be kept to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the Director, and representatives of the accepted auditing firm to attend and answer issues that need clarification.

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

Salaries, remunerations, bonuses and other benefits of members of the Board of Supervisors shall be implemented according to the following provisions:

1. Members of the Board of Supervisors are paid salaries, remunerations, bonuses, and other benefits as decided by the GMS. The GMS decides on the total amount of salaries, remunerations, bonuses, other benefits, and the annual operating budget of the Board of Supervisors.

2. Members of the Board of Supervisors are reimbursed for reasonable food, accommodation, travel, and independent consulting service costs. The total amount of these remunerations and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the GMS, unless otherwise decided by the GMS.

3. Salaries and operating expenses of the Board of Supervisors shall be included in the Company's business expenses in accordance with the law on corporate income tax, other relevant laws, and must be recorded as a separate item in the Company's annual Financial statements.

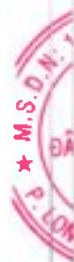
X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Board of Supervisors, the Director, and other executives are responsible for performing their duties, including duties as members of sub-committees of the Board of Directors, honestly and carefully for the benefit of the Company.

Điều 43. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the Director, and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the Director, other managers, and their affiliated persons may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the Director, and other managers have the obligation to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its Subsidiaries, and other companies in which the Company holds the control right of 50% or more of the Charter capital with themselves or their affiliated persons as prescribed by law. For the aforementioned transactions approved by the GMS or the Board of Directors, the Company must announce these resolutions in accordance with the law on securities regarding information disclosure.
4. Members of the Board of Directors may not vote on transactions that bring benefits to themselves or their affiliated persons in accordance with the Law on Enterprises and the Company Charter.
5. Members of the Board of Directors, members of the Board of Supervisors, the Director, other managers, and their affiliated persons may not use or disclose internal information to others to perform related transactions.
6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the Director, other executives, and individuals or organizations affiliated with these persons shall not be void 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 Contracts or transactions as well as the relationships and interests of the members of the Board of Directors, members of the Board of Supervisors, the Director, and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority of votes 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 a total transaction value arising within 12 months from the date of the first transaction of 35% or more of the total asset value recorded in the most recent Financial statements, the important contents of such transactions as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the Director, and Other executives must be Announced to Shareholders and approved by the General Meeting of Shareholders (GMS) via a Ballot of Shareholders who do not have related interests.
 - c) Contracts and transactions for borrowing or selling assets 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 an affiliated person of such

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Shareholder, must be Announced to Shareholders and approved by the General Meeting of Shareholders (GMS) via a Ballot of Shareholders who do not have related interests.

Điều 44. Responsibilities for damages and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the Director, and Other executives who violate their obligations, responsibilities of honesty and prudence, or fail to fulfill their duties shall be held liable for damages caused by their violations.
2. The Company shall indemnify persons who have been, are, or may become a related party in claims, lawsuits, or prosecutions (including civil, administrative, and non-Company-initiated lawsuits) if such person has been or is a member of the Board of Directors, a member of the Board of Supervisors, the Director, Other executives, an employee, or an authorized representative of the Company, was acting in the performance of their duties under the Company's authorization, acted honestly and prudently in the best interests of the Company on the basis of compliance with the law, and there is no evidence confirming that such person has breached their responsibilities.
3. Compensation costs include judgment costs, fines, and actual payments incurred (including legal fees) when resolving these cases within the framework permitted by law. The Company may purchase Insurance for these individuals to avoid the aforementioned compensation liabilities.

XI. RIGHT TO INVESTIGATE BOOKS AND RECORDS OF THE COMPANY

Điều 45. Right to investigate books and records

1. Common shareholders have the right to investigate books and records, specifically as follows:
 - a) Common shareholders have the right to examine, investigate, and extract information regarding names and contact addresses in the Shareholder list with voting rights; request the correction of inaccurate information; examine, investigate, extract, or copy the Company Charter, Minutes of the GMS, and Resolutions of the General Meeting of Shareholders (GMS);
 - b) Shareholders or groups of Shareholders owning 05% or more of the total common shares have the right to examine, investigate, and extract the minute book and Resolutions, Decisions of the Board of Directors, semi-annual and annual Financial statements, reports of the Board of Supervisors, Contracts, and Transactions that must be approved by the Board of Directors, and other documents, excluding documents related to trade secrets and business secrets of the Company.
2. In cases where an authorized representative of a Shareholder or group of Shareholders requests to investigate books and records, they must attach a Power of Attorney from the Shareholder or group of Shareholders they represent or a notarized copy of such Power of Attorney.
3. Members of the Board of Directors, members of the Board of Supervisors, the Director, and Other executives have the right to investigate the Company's share register, Shareholder list, and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.

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4. The Company must keep this Charter and its amendments and supplements, the Enterprise Registration Certificate, regulations, documents proving ownership of Assets, Resolutions of the General Meeting of Shareholders (GMS) and the Board of Directors, Minutes of the GMS and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual Financial statements, Accounting books, and other documents as prescribed by law at the head office or another location, provided that Shareholders and the Business Registration Authority are notified of the storage location of these documents.

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

XII. EMPLOYEES AND TRADE UNION

Điều 46. Employees and Trade Union

1. The Director must prepare a plan for the Board of Directors to approve issues related to recruitment, termination of employment, salaries, social Insurance, Welfare, rewards, and discipline for employees and Board of Management.

2. The Director must prepare a plan for the Board of Directors to approve issues related to the Company's relationship with Trade Union organizations in accordance with best standards, practices, and Management Policies, the practices and Policies stipulated in this Charter, the Company's regulations, and current legal regulations.

XIII. PROFIT DISTRIBUTION

Điều 47. Profit distribution

1. The General Meeting of Shareholders (GMS) decides the annual dividend payment rate and the form of dividend payment from the Company's retained Profit.

2. The Company does not pay interest on dividend payments or payments related to a class of Shares.

3. The Board of Directors may propose that the General Meeting of Shareholders (GMS) approve the payment of all or part of dividends in Shares, and the Board of Directors is the body responsible for executing this decision.

4. In cases where dividends or other payments related to a class of Shares are paid in cash, the Company must pay in VND. Payment may be made directly or through Banking institutions based on the Bank accounts details provided by the Shareholder. In cases where the Company has transferred funds according to the Bank accounts details provided by the Shareholder but the Shareholder does not receive the money, the Company shall not be liable for the amount transferred to such Shareholder. Dividend payments for Shares registered for trading at The Stock Exchange. may be conducted through a securities company or the Vietnam Securities Depository and Clearing Corporation (VSDC).

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a Resolution or Decision to determine a specific date to close the Shareholder list. Based on that date, those registered as Shareholders or owners of other Securities are entitled to receive cash or stock dividends, notices, or other documents.

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6. Other issues related to Profit distribution shall be implemented in accordance with the provisions of the law.

XIV. BANK ACCOUNTS, FISCAL YEARS AND ACCOUNTING

Điều 48. Bank accounts

1. The Company opens Bank accounts at Vietnamese banks or foreign bank branches permitted to operate in Vietnam.
2. Subject to the prior approval of the competent authority, in necessary cases, the Company may open Bank accounts abroad in accordance with the provisions of the law.
3. The Company conducts all payments and Accounting Transactions through VND or foreign currency accounts at the banks where the Company holds Bank accounts.

Điều 49. Fiscal year

The Company's Fiscal year begins on January 1st of each year and ends on December 31st of each year. The first Fiscal year begins from the date of issue of the Enterprise Registration Certificate and ends on December 31st of the same year the Enterprise Registration Certificate was issued.

Điều 50. Accounting

1. The Accounting system used by the Company is the enterprise Accounting system or a specialized Accounting system issued or approved by the competent authority.
2. The Company prepares Accounting books in Vietnamese and maintains Accounting records in accordance with the law on Accounting and related laws. These records must be accurate, up-to-date, systematic, and sufficient to prove and provide an Explanation for the Company's Transactions.
3. The Company uses VND as the currency unit in Accounting. In cases where the Company's economic operations arise mainly in a foreign currency, it may choose that foreign currency as the currency unit in Accounting, take responsibility for that choice before the law, and notify the direct tax management authority.

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

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

1. The Company must prepare annual Financial statements, and annual Financial statements must be audited in accordance with the provisions of the law. The Company shall Announce the audited annual Financial statements in accordance with the law on Information disclosure on the Market and submit them to the competent state authority.
2. Annual Financial statements must include full reports, appendices, and notes as prescribed by the law on enterprise Accounting. Annual Financial statements must reflect the Company's Operations truthfully and objectively.

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3. The Company must prepare and Announce reviewed semi-annual Financial statements and quarterly Financial statements in accordance with the law on Information disclosure on the Market and submit them to the competent state authority.

Điều 52. Annual report

The Company must prepare and Announce an Annual report in accordance with the provisions of the law on Securities and the Market.

XVI. AUDITING

Điều 53. Auditing

1. The General Meeting of Shareholders (GMS) appoints an independent Auditing firm or approves a list of independent Auditing firms and authorizes the Board of Directors to decide on the selection of one of these units to conduct the Auditing of the Company's Financial statements for the next Fiscal year based on the terms and conditions agreed upon with the Board of Directors.

2. The Auditing report shall be attached to the Company's annual Financial statements.

3. Independent auditors performing the audit of the Company's Financial statements are entitled to attend the General Meeting of Shareholders (GMS), to receive notices and other information related to the GMS, and to express their opinions at the meeting on matters related to the audit of the Company's Financial statements.

XVII. SEAL OF THE ENTERPRISE

Điều 54. SEAL OF THE ENTERPRISE

1. The seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature in accordance with the law on electronic Transactions.

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

3. The Board of Directors and the Director shall use and manage the seal in accordance with the provisions of current law.

XVIII. DISSOLUTION OF THE COMPANY

Điều 55. Dissolution of the Company

1. The Company may be dissolved in the following cases:

- a) Pursuant to a Resolution or Decision of the General Meeting of Shareholders (GMS);
- b) Revocation of the Enterprise Registration Certificate, except where the Law on Tax Management provides otherwise;
- c) Other cases prescribed by the company's charter.

2. The dissolution of the Company before the expiration of its term (including any extended term) shall be decided by the General Meeting of Shareholders (GMS) and implemented by the

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Board of Directors. This decision on dissolution must be notified to or approved by the competent authority (if mandatory) in accordance with regulations.

Điều 56. Extension of Operations

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders (GMS) at least 7 months before the end of the term of operations so that Shareholders may vote on the extension of the Company's operations as proposed by the Board of Directors.
2. The term of operations is extended when Shareholders representing 65% or more of the total Voting ballots of all Shareholders attending the General Meeting of Shareholders (GMS) approve.

Điều 57. Liquidation

1. At least 06 months before the end of the Company's term of operations or after a decision on the dissolution of the Company is made, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders (GMS) and 01 member is appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All Costs related to the Liquidation shall be prioritized by the Company for payment before other Debts of the Company.
2. The Liquidation Committee is responsible for reporting to the Business Registration Authority regarding the date of establishment and the date of commencement of operations. From that moment, the Liquidation Committee shall represent the Company in all matters related to the Liquidation of the Company before the Court and administrative agencies.
3. Proceeds from the Liquidation shall be paid in the following order:
 - a) Liquidation Costs;
 - b) Debts for salaries, severance allowances, Insurance, and other benefits of employees under the signed collective labor agreement and labor contracts;
 - c) Tax Debts;
 - d) Other Debts of the Company;
 - e) The remainder after paying all Debts from items (a) to (d) above shall be divided among the Shareholders. Preference shares shall be paid first.

XIX. INTERNAL DISPUTE RESOLUTION

Điều 58. Internal Dispute Resolution

1. In case of disputes or complaints related to the Company's Operations, the rights and obligations of Shareholders as prescribed by the Law on Enterprises, the Company Charter, other legal regulations, or agreements between:
 - a) Shareholders and the Company;
 - b) Shareholders and the Board of Directors, the Board of Supervisors, the Director, or other executives;

The involved parties shall attempt to resolve such disputes through negotiation and conciliation. Except for disputes related to 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 request each party to present information related to the dispute within 20 working days from the date the dispute arises. In case the dispute relates to the Board of Directors or the Chairman of the Board of Directors, any party may request the Head of the Board of Supervisors to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case a conciliation decision is not reached within 06 weeks from the commencement of the conciliation process, or if the mediator's decision is not accepted by the parties, either party may refer the dispute to Arbitration or the Court.

3. The parties shall bear their own Costs related to the negotiation and conciliation procedures. Payment of Court Costs shall be made in accordance with the Court's judgment.

XX. CHARTER SUPPLEMENT AND AMENDMENT

Điều 59. Company Charter

1. Any amendment or supplement to this Charter must be considered and decided by the General Meeting of Shareholders (GMS).

2. In case the law contains regulations related to the Company's Operations that are not mentioned in this Charter, or in case new legal regulations differ from the provisions in this Charter, those regulations shall apply to govern the Company's Operations.

XXI. EFFECTIVE DATE

Điều 60. Effective date

1. This amended and supplemented Charter, consisting of 21 sections and 60 articles, was passed by the 2026 Annual General Meeting of Shareholders (GMS) on April 20, 2026, and is effective from April 20, 2026.

2. The Charter is made in 10 copies, each having equal validity, and must be kept at the Company's headquarters.

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

4. Copies and extracts of this Charter are valid only when signed by the Legal Representative of the Company or the Chairman of the Board of Directors or at least 1/2 of the total members of the Board of Directors of the Company and stamped with the SEAL of the IDICO - Long An Investment Construction Joint Stock Company.

LEGAL REPRESENTATIVE OF THE COMPANY

DIRECTOR

Nguyen Xuan Tien

